SECTION 2: DEFINITIONS

Section 2: Definitions

Following terms used in the document will carry the meaning and interpretations as described below:

Act or Electricity Act, 2003	shall mean the Electricity Act, 2003 and include any modifications, amendments and substitution from time to time.
Affiliate	shall mean a Company that, directly or indirectly, i) controls, or ii) is controlled by, or iii)is under common control with, a Company developing a Project or a Member in a Consortium developing the Project and control means ownership by one Company of at least 26% (twenty-six percent) of the voting rights/ paid up share capital of the other Company.
Bidder/ Bidding Entity	Shall mean Bidding Company or a Limited Liability Company (LLC) or a Bidding Consortium submitting the Bid. Any reference to the Bidder includes Bidding Company Bidding Consortium/ Consortium Member of a Bidding Consortium including its successors, executors and permitted assigns and Lead Member of the Bidding Consortium jointly and severally, as the context may require; foreign companies participating in the bidding process shall be registered as companies as per the rules of their country of origin
Bidding Consortium or Consortium	refers to a group of Companies that has collectively submitted the response in accordance with the provisions of these guidelines.
Capacity Utilization factor/ CUF	shall have the same meaning as provided in CERC (Terms and conditions for tariff determination from Renewable Energy Sources) Regulations, 2017 as amended from time to time. For illustration, CUF shall be calculated based on the annual energy injected and metered at the Delivery Point. In any Contract year, if 'X' MWh of energy has been metered out at Delivery Point for 'Y' MW Project capacity, CUF = (X MWh)/ (Y MW*8766)) X 100%. It may be noted that in above illustration, the capacity 'Y' MW

	shall refer to the Contracted Capacity terms in PPA.
CERC	shall mean Central Electricity Regulatory Commission
Chartered Accountant	for bidders or its Parent, Affiliate or Ultimate Parent or any Group Company incorporated in India, **"Chartered Accountant"** shall mean a person practicing in India or a firm whereof all the partners practicing in India as a Chartered Accountant(s) within the meaning of the Chartered Accountants Act, 1949; For bidders or its Parent, Affiliate or Ultimate Parent or any Group Company incorporated in countries other than India, **"Chartered Accountant"** shall mean a person or a firm practicing in the respective country and designated / registered under the corresponding Statutes/laws of the respective country.
Company	shall mean a body corporate incorporated in India under the Companies Act, 1956 or the Companies Act, 2013, as applicable
Commissioning	with respect to the Project/ Wind-Solar Hybrid Generator as certified by RLDC/SLDC/DISCOM shall mean all equipment as per rate capacity has been installed and energy has flown into the grid.
Commercial Operation Date or COD	shall have the same meaning as defined in 3.15 of this RfS.
Contracted Capacity	shall mean the capacity (in MW AC) contracted with MSEDCL for supply by the successful bidder at the delivery point from the Wind-Solar Hybrid Power Project.
Contract Year	shall mean the period beginning from the Effective Date of the PPA and ending on the immediately succeeding March 31 and thereafter each period of 12 months beginning on April 1 and ending on March 31 provided that: a) in the financial year in which the Scheduled Commissioning Date would occur, the Contract Year shall end on the date immediately before the Scheduled Commissioning Date and a new Contract Year shall commence once again from the Scheduled Commissioning Date and end on the immediately succeeding March 31, and thereafter each period of twelve (12) months commencing on April 1 and ending on March 31, and b) provided further that the last Contract Year of this Agreement

	shall end on the last day of the Term of the PPA.
Control	shall mean the ownership, directly or indirectly of more than 50% of the voting shares of such company, or right to appoint majority directors to the Board of Directors.
Controlling shareholding	shall mean more than 50% of the voting rights or paid up share capital in the Company/Consortium
CTU or Central Transmission Utility	shall mean the Central Transmission Utility as defined in Sub-Section (10) of section (2) of the Electricity Act, 2003 and amendments from time to time.
Day	shall mean calendar day.
Delivered Energy	shall mean the kilowatt hours of energy actually fed and measured by the energy meters at the Delivery Point and as certified by RLDC/SLDC/DISCOM as applicable.
Delivery Point	shall mean the point(s) of connection(s) at which energy is delivered into the Grid System a) For intra - state projects, at the voltage level of 33 kV or above of STU/MSETCL sub-station. . b) For inter - state projects, energy settlement and delivery point shall be at Maharashtra STU/MSETCL periphery.
Electricity Laws	shall mean the Electricity Act, 2003 and the relevant rules, notifications, and amendments issued there under and all other Laws in effect from time to time and applicable to the development, financing, construction, ownership, operation or maintenance or regulation of electric generating companies and Utilities in India, the rules, regulations and amendments issued by CERC/ MERC from time to time.
Effective Dtae	shall mean the date of execution of Power Purchase Agreement (PPA) by both the parties.
Financial Closure or Project Financing Arrangements	shall have the same meaning as defined in 3.15 of RfS
Financing Parties	means Parties financing the Project, pursuant to Financing

	Documents.
Group Company	of a Company means a) A company which, directly or indirectly, holds 10% (ten percent) or more of the share capital of the company, or b) a company in which the company, directly or indirectly, holds 10% (ten percent) or more of the share capital of such company, or c) company in which the company, directly or indirectly, has the power to direct or cause to be directed the management and policies of such company whether through the ownership of securities or agreement or any other arrangement or otherwise, or d) a company which, directly or indirectly, has the power to direct or cause to be directed the management and policies of the Company whether through the ownership of securities or agreement or any other arrangement or otherwise, or e) a company which is under common control with the company, and control means ownership by one company of at least 10 % (Ten percent)of the share capital of the other company or power to direct or cause to be directed the management and policies of such company whether through the ownership of securities or agreement or any other arrangement or otherwise. Provided that a financial institution, scheduled bank, foreign institutional investor, nonbanking financial company, and any mutual fund shall not be deemed to be Group Company, and its shareholding and the power to direct or cause to be directed the management and policies of a company shall not be considered for the purposes of this definition unless it is the Project Company or a Member of the Consortium developing the Project;
Interconnection Point	shall mean the point(s) of connection(s) at which the project is connected to the grid:

	a) For new intra - state projects, at the voltage level of 33 kV or above of STU/MSETCL sub-station, including the dedicated transmission line connecting the Wind and/or Solar power project. b) For inter - state projects, energy settlement and delivery point shall be at Maharashtra STU/MSETCL periphery.
Lead Member of the Bidding Consortium or Lead Member	There shall be only one Lead Member ,having shareholding more than 51% in the Bidding Consortium, which cannot be changed till 1 year from the Commercial Operation Date (CoD) of the Project without prior approval of MSEDCL.
Letter of Award or LoA	shall mean the letter issued by Maharashtra State Electricity Distribution Company Ltd. (MSEDCL) to the Selected Bidder for award of the Contract.
Limited Liability Partnership or ILP	shall mean a Company governed by Limited Liability Partnership Act 2008 or as amended.
Limited Liability Company or LLC	shall mean Limited Liability Company; shall be as defined in clause 3.5.5.
Member in a Bidding Consortium or Member	shall mean each Company in a Bidding Consortium. In case of a Technology Partner being a member in the Consortium, it has to be a Company;
MERC	shall mean Maharashtra Electricity Regulatory Commission.
Metering Point	the metering point will be at a) For new intra - state projects, metering shall be at the voltage level of 33 kV or above of STU/MSETCL sub-station including the dedicated transmission line connecting the Hybrid power project. b) For inter - state projects, energy settlement and delivery point shall be at Maharashtra STU/MSETCL periphery. All expenses including wheeling charges and losses between the Project and the Metering Point shall be paid by the HPD without any reimbursement by the MSEDCL. All expenses including wheeling charges and losses in relation to the transmission and distribution beyond the Metering Point shall

	be borne by HPD upto delivery point.
Month	shall mean calendar month
Net-Worth	means the Net-Worth as defined in Section 2 of the Companies Act 2013.
Paid-up share capital	means the paid-up share capital as defined in Section 2 of the Companies Act, 2013.
Parent	means a company, which holds more than 50% equity either directly or indirectly in the Project Company or a Member in a Consortium developing the Project.
Performance Bank Guarantee	shall mean the irrevocable unconditional bank guarantee to be submitted by the Successful Bidder as per Section 3.9.
PPA	shall mean the Power Purchase Agreement signed between the successful bidder or its 100% subsidiary Special Purpose Vehicle (SPV) (it should be between SPV and MSEDCL only)and MSEDCL according to the terms and conditions of the draft PPA enclosed with this RfS.
Project/ Wind-Solar Hybrid Power Project/ Power Project	shall mean the Wind-Solar Hybrid Power Project, comprising Solar PV and Wind Power generation facilities having a single point or separate points of injection in to the grid at the Delivery Point/Interconnection Point/Metering Point at STU/CTU sub-station or in case of sharing of transmission lines, by separate injection at STU/CTU sub-station and having control systems and metering. The Project shall include all units/ modules and auxiliaries and associated facilities, bay(s) for transmission system in the switchyard, dedicated transmission line up to the Delivery Point and all the other assets, buildings/structures, equipment, plant and machinery, facilities and related assets required for the efficient and economic operation of the power generation facility, whether completed or at any stage of development and construction or intended to be developed and constructed for the purpose of supply of power to MSEDCL.
Project Developer or Developer or Wind-Solar Hybrid Power developer (HPD)	shall mean the Bidding Company or a Bidding Consortium participating in the bid and having been selected and allocated a project capacity by MSEDCL (through a competitive bidding process), including the SPV formed by the selected bidder/

	consortium for the purpose of setting up of project and signing of PPA with MSEDCL.
Project Site	means any and all parcels of real property, rights-of-way, easements and access roads, upon which the Project and its related infrastructure will be located.
Project Capacity	means the maximum AC capacity (in MW) at the delivery Point that can be scheduled on which the PPA shall be signed.
REA	shall mean Regional Energy Account.
RLDC	shall mean relevant Regional Load Dispatch Center established under sub section(1) of Section 27 of Electricity Act 2003, and amendments from time to time.
SCADA	means the Supervisory Control and Data Acquisition System (SCADA) installed for recording and transferring the online data.
SCOD /"SCD" or Scheduled Commercial Operation Date	means the date as declared by the Successful Bidder in the PPA for 100% contracted capacity which shall be within 18 (Eighteen) months from the date of execution of the PPA.
SEA	means the State Energy Account issued by State Load Dispatch Centre, and amendment thereto.
Selected Bidder or Successful Bidder	shall mean the Bidder selected by MSEDCL pursuant to this RfS to set up the Project and supply electrical output as per the terms of PPA.
SLDC	means the State Load Dispatch Center as notified by the State Government.
Solar PV Project	means the Solar Photo Voltaic Power Project that uses sunlight for direct conversion into electricity through Photo Voltaic technology.
STU or State Transmission Utility	shall mean the State Transmission Utility notified by respective State Government under Sub-section (1) of Section 39 of the Act, 2003.
SNA	means State Nodal Agency.

TOE	shall mean Tender Opening Event.
Ultimate Parent	shall mean a Company, which owns more than fifty percent (50%) Equity either directly or indirectly in the Parent and Affiliates.
Week	shall mean calendar week.
Wind Power Project	means the wind power project that uses wind energy for conversion into electricity through wind turbine generator
Wind-Solar Hybrid Power Project	means the wind solar Wind-Solar Hybrid power project where the rated power capacity of one resource (wind and Solar) shall be at least 33% of the total contracted capacity.

SECTION 3: BID INFORMATION AND INSTRUCTION TO BIDDERS