

REQUEST FOR PROPOSAL

APPOINTMENT OF SECRETARIAL AUDITORS

1. SCOPE OF WORK

The illustrative (but not exhaustive) Scope of Work under Secretarial Audit is given in **Annexure-I** for understanding and ready reference.

2. ELIGIBILITY CRITERIA FOR SUBMISSION OF TECHNICAL PROPOSAL

Qualifying Criteria for Appointment of Practicing Company Secretary (PCS)/ Firm of Company Secretaries (Firm) are as under:-

1. The Lead Partner/ Proprietor, under whose supervision the Secretarial Audit of CIDCO Ltd. will be carried out, should have continues (without any break) experience of 10 years of more in full time practice as on 31 January 2020 in the capacity of Member of ICSI and holding a Certificate of Practice.
2. Company Secretary Firm/ PCS should have at least two active partners/ employees in full time practice who are qualified Company Secretaries and members of ICSI Preference will be given to those having more active partners and ;
3. The PCS/ Firm should have an Annual Turnover of Rs. 10 Lakhs or more, in preceding financial year ie. **31.3.2018 -2019** and;
4. The PCS/ Firm should have Office in Mumbai/ Navi Mumbai.

3. TERMS AND CONDITIONS

- (i) **Validity of Appointment:** The appointment will be for the financial year **2020-21** and could be extended for another period of 3 financial years on the basis of annual review.
- (ii) **Periodicity of Audit:** In the year **2020 -21** , an initial audit be conducted at the time of appointment to gain an understanding of the existing procedures and practices and to make suggestions with regard thereto. Subsequently, audit will be on an annual basis. Time being the essence of the contract, it is

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expected that the Secretarial Audit report should be submitted at earliest as per the format (as near as possible) prescribed under rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

- (iii) **Place of Audit:** The audit work has to be conducted at the Registered Office of the Company at Nirmal Bhavan, 2nd Floor, Nariman Point, Mumbai – 400 021 and also at Main Office at CIDCO Bhavan, CBD Belapur, Navi Mumbai – 400 614.
- (iv) **Payment Terms:** E-Payment will be released within one month from the date of submission of bill by the PCS/ Firm after issuance of Secretarial Audit Report to the satisfaction of CIDCO Ltd. **No advance payment shall be made for conduct of Secretarial Audit.**
- (v) The Company reserves the right to reject all or any bids without assigning any reason(s), whatsoever.
- (vi) **Identification of Nodal Officer:** The successful PCS/ Firm shall nominate a Nodal Officer, immediately on the award of the work/ contract for timely and smooth interaction.
- (vii) **Dispute:** In case of any dispute arising during execution of contract, an amicable solution may be arrived at with discussion and reconciliation. However, in case of any dispute remaining unresolved, decision of Vice Chairman & Managing Director of CIDCO Ltd. will be final and binding on both the parties to the Contract.
- (viii) **Last date for submission of Technical Proposal & Financial Proposal:** Technical Proposal and Financial Proposal formats are enclosed as **Annexure-II** and **Annexure-III** respectively. The Technical Proposal and Financial Proposal duly signed on each page should be submitted in separate sealed envelope super scribed as 'Technical Proposal' and 'Financial Proposal' for "Offer for conducting Secretarial Audit" and should reach by Regd. Post AD only, on or before **15 April 2020** latest by **5:00 PM** at the following address:-

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A.A.Nage, Field Officer
Company Secretary Deptt.,
CIDCO Ltd., 6th Floor, CIDCO Bhavan,
CBD-Belapur, Navi Mumbai.
Dist: Thane, 400 614.

(ix) **Opening of Technical Proposal:** Technical proposal will be opened on 20 May 2020 at **11:30 AM** at Office of the Company Secretary in Navi Mumbai in the presence of applicants, who desire to be present there. The Technical Bids received after the specified date/time, incomplete/unsigned, in open envelope or by fax, email etc. will not be considered and be rejected.

(x) **Opening of Financial Proposal:** After evaluation of technical Proposals on predetermined criteria, Financial proposal will be opened in the presence of applicants, who desire to be present there. The scheduled date will be intimated later on.

In case of any clarification required in this regard, the same can be sent to email ID – cs@cidcoindia.com

CIDCO Ltd. reserves the right to cancel/ restrict/ enlarge/ modify/ postpone and/or extend the date of receipt/ opening of Proposal or withdraw the RFP notice without assigning any reason(s) whatsoever. In such case the bidders shall not be entitled to any form of compensation from the Company.

Annexure-I

SCOPE OF WORK – SECRETARIAL AUDIT

The broad scope of Secretarial Audit includes verification of the compliances under the following enactments, rules, regulations and guidelines etc:-

- i. The Companies Act, 2013/ Companies Act, 1956 and the rules made thereunder;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- iii. The Depositories Act, 1996 and the Regulations and by-laws framed thereunder;
- iv. Any other specific activity as may be advised by VC&MD/Company Secretary/ Audit Committee/ Board / Regulator(s), Govt. etc.

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Annexure-II

(On letter head of Practicing Company Secretary/ Firm of Company Secretaries)

PROFORMA FOR TECHNICAL PROPOSAL.

(For conducting Secretarial Audit of CIDCO Ltd.)

To,

Company Secretary,

CIDCO Ltd,

6th Floor, CIDCO Bhavan,

CBD-Belapur, Navi Mumbai.

Dist: Thane, 400 614.

1. Name of the Practicing Company Secretary (PCS)/Firm of Company Secretaries (Firm):

- Whether Partnership/ Proprietorship/ Individual
- Name of the Lead Partner/ Proprietor/ Individual/ In-charge
- Name(s) of the Contract person(s) and the Contract details

2. I. Date of Commencement of Practice as PCS

II. Date of registration of name of the Firm with ICSI

III. Certificate of Practice (COP) Number/ Registration Number.

(Please Attach Documentary evidence):

3. Details of Office(s)

Address:-

Telephone Nos.:-

Fax No.:-

Email:-

Website:-

- 18/11
4. Post Qualification Experience in full time practice of Lead Partner/ Proprietor/ Individual under whose supervision the Secretarial Audit will be conducted.
(Please Attach Documentary evidence i.e. COP etc.)
 5. PAN No.
(Please Attach Documentary evidence)
 6. Service Tax Regn. No.
(Please Attach Documentary evidence)
 7. Number of active Partners in the Firm of Number of employees with PCS, who are qualified Company Secretaries and members of ICSI:-
(Please attach details including name, membership no., experience etc. of active partner/ employee)
 8. Annual turnover of the PCS/ Firm in preceding financial year (2013-14) based on ITR/ Balance Sheet (Please attach Documentary evidence).
 9. Any other relevant information (Please Attach Documentary evidence)

Declaration

1. All the information provided by me/us herein above is correct.
2. I/We have no objection if enquiries are made about the work listed by me/us in the accompanying sheets/annexure.
3. I/We have read all the terms & conditions of bid and the instructions and these are acceptable to me/us.

Signature:.....

Name & Designation of the Authorized Signatory:.....

Stamp of the PCS/ Firm:.....

Date:.....

Place:.....

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Annexure-III

(On letter head of Practicing Company Secretary/ Firm of Company Secretaries)

PROFORMA FOR FINANCIAL PROPOSAL

(For conducting Secretarial Audit of CIDCO Ltd.)

To,

Company Secretary,

CIDCO Ltd.

6th Floor, CIDCO Bhavan,

CBD-Belapur, Navi Mumbai.

Dist: Thane, 400 614.

(PRICE PROPOSAL)

Scheduled of Rates

Description Lump sum Price (Rs):

Fixed Amount (Inclusive of all charges, out of pocket expenses, etc.) per annum.

TOTAL AMOUNT PAYABLE: Rs.

Amount in Words : Rupees

Note: The above quoted amount is exclusive of all taxes and duties and remains firm during the period of the contract.

Signature:.....

Name & Designation of the Authorized Signatory:.....

Stamp of the PCS/ Firm:.....

Date:.....

Place:.....