IFCI INFRASTRUCTURE DEVELOPMENT LIMITED

(Subsidiary of IFCI Ltd.)

(A Government of India Undertaking)

Regd. Office: IFCI Tower, 61 Nehru Place, New Delhi-110019.

Tel: +91 11 41732000, Fax: +91 11 26487059

Website: [www.iidlindia.com](http://www.iidlindia.com)

CIN: U45400DL2007GOI169232

**Sub: Notice inviting Application from the eligible PCS (Practicing Company Secretary)/Firm for “APPOINTMENT AS SECRETARIAL AUDITOR” for the Financial Year 2015-16, as per Section 204 of the Companies Act, 2013 and Rules made thereunder.**

IFCI Infrastructure Development Limited (IIDL)**,** a wholly owned subsidiary of IFCI Ltd, hereinafter called ‘Company’, invites offer from eligible PCS (Practicing Company Secretary)/Firm for providing their services for conducting Secretarial Audit as per Section 204 of the Companies Act, 2013 and Rules made thereunder.

1. **Scope of work:** 
   1. The illustrative (but not exhaustive) Scope of Work under Secretarial Audit is as given below:
      * 1. Verification of the compliances under:
           1. Companies Act, 2013 and applicable rules & regulations made thereunder; and amended from time to time.
           2. Any other laws/rules/regulations made thereunder.
        2. It shall be the duty of the Secretarial Auditor to file Secretarial Audit Report in the prescribed e-form with the Ministry of Corporate Affairs, Registrar of Companies within the statutory period.
        3. Any other specific activity as may be advised by ‘The Institute of Company Secretaries of India or Audit Committee/Board/regulator(s)/Govt./management of IIDL from time to time.
   2. The Secretarial Auditor shall help the Company in formulating a checklist based Compliance Monitoring System for IIDL initially before undertaking the Secretarial Audit.
2. **Eligibility Criteria:** 
   1. The PCS/ Company Secretary Firm having valid Certificate of Practice issued from the Institute of Company Secretaries of India.;
   2. PCS/Company Secretary Firm having Office in Delhi.
3. **Selection Procedure:** The selection of the firm can be done intwostages:
   1. The bidder should declare, whether he/she or any of partners/employees is/are “Related Party” within the meaning of Section 2(76) of the Companies Act, 2013. If so, give details thereof, to ensure compliance under Section 188 and other applicable provisions of the Companies Act, 2013 and rules made thereunder.
      1. PCS/Firm shall be first short listed on the basis of technical bid.
      2. After short listing of the PCS/Firm, financial bid will be opened received from the short listed PCS/Firm.
      3. Please note that the financial bids of the PCS firm will not be considered/opened unless shortlisted for technical bid.
   2. IIDL reserves the right to reject any or all bids and/or alter the conditions without assigning any reason thereof.
4. **Validity of Empanelment:**

The validity of empanelment will initially be for the financial year 2015-16 for conducting Secretarial Audit. The Company at its sole discretion may extend the validity of panel with the approval of Competent Authority of the Company, for another 1 year.

1. **Terms and Conditions:** 
   * 1. **Conduct of Secretarial Audit:** The Secretarial Audit shall be completed within 30/45 days from the date of end of financial year or award of work/contract whichever is later. It is also expected that the Secretarial Audit has to commence within 20 days from the award of the work/contract, time being the essence of the contract.
2. **Place of Audit:** The audit work has to be conducted at the RegisteredOffice of the Company at IFCI Tower (6th floor), 61 Nehru Place, New Delhi-110019. No transportation cost shall be paid/reimbursed for travelling within the NCR for purpose of audit.

iii. **Identification of Nodal Officer:** The successful*PCS/*Firm shall nominatea Nodal Officer, immediately on the award of the work/contract for timely and smooth interaction.

1. **Filing of Secretarial Audit** Report **with MCA (R0C):** it shall be the duty ofthe Secretarial Auditor to file the Secretarial Audit Report in prescribed e-form with Ministry of Corporate Affairs, Registrar of Companies within the statutory period.
2. **Dispute:** In case of any dispute arising during execution of contract, anamicable solution may be arrived at with discussion and reconciliation. However, in case of any dispute remaining unresolved, decision of Managing Director & Chief Operating Officer, IIDL will be final and binding on both the parties to the Contract.
3. In the event of failure by the successful tender(L-1), the Company is at liberty and also reserves the right to get the Secretarial Auditor conducted from the

next lowest tenderers(L-2) to ensure uninterrupted conduct of Audit. In such circumstances, the differential cost, incidental charges and other excess expenditure, if any, will be recovered from the L-1 tenderer.

1. This assignment will not give/confer you any right/assurity of any kind any job in this organization
2. **Payment Terms**

Payment will be released within one month from the date of submission of bill by the PCS/Firm alongwith copy of challan of filling of secretarial audit report with MCA(RoC). No advance shall be made for conduct of Secretarial Audit.

**7. Submission of Bids**

The interested bidders may submit their bid as follows:

1. Separate envelope should be used for Technical Bid (Format enclosed as Annexure I) and Financial Bid (Format enclosed as Annexure I) and both envelope be put in a separate cover after affixing proper seal and should be superscribed as **“Tender for Secretarial Audit”-Technical Bid/Financial Bid.**
2. Each page/documents shall be signed by an authorized signatory duly authorized in this behalf by the Partners/Proprietors of the Firms and Self-attested membership certificate of all the partner(s)/employee(s) shall be enclosed.
3. All the bidders shall also attach a copy of Registration Certificate issued by ‘The Institute of Company Secretaries of India’, Income Tax PAN No., Service Tax No. along with the Technical Bid.
4. The prospective bidders should drop their bids at the box provided at the reception of IFCI Tower,61 Nehru Place, New Delhi-110019.
5. Last date and time for submission of bid is January 27, 2015 till 5 PM.
6. Technical and Financial Bid will be opened on January 29, 2015 till 3 PM and 4 PM respectively.

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

**DECLARATION/ACCEPTANCE**

I\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ S/o/D/o Sh. \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ working as\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ in (name of the firm and firm address in full be mentioned), hereby solemnly affirm and declare that I have been authorized to sign this tender.

I/We, hereby further declare and certify that I/We have accepted all the terms & conditions mentioned in this tender and shall abide by all the terms & conditions of tender/work award letter in the event of acceptance of my/our tender.

Signature of Authorized Person of the firm/ proprietor etc. with Seal & Stamp.: Name:\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Designation:\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Membership No. \_\_\_\_\_\_\_\_\_\_\_\_\_\_

Place:

Date:

**Encl.: Annexure I & II**

**ANNEXURE-I**

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

**PROFORMA FOR TECHNICAL BID**

(For conducting Secretariat Audit of IIDL)

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
|  |  |  |  |  | |
| **1.** | **PARTICULARS OF THE PCS/LEAD PARTNER AND ACTIVE** | | | | |
|  | **PARTNERS/EMPLOYEES** | | |  |  |
|  |  |  |  |  |  |
|  | **Name(s)** | **Membership No.** | | **PAN** | **Status (PCS/LEAD** |
|  |  |  |  |  | **Partners/Employees)** |
|  |  |  |  |  |  |
|  |  |  |  |  |  |
|  |  |  |  |  |  |
|  |  |  |  |  |  |
| **2.** | **ADDRESS OF PCS/FIRM (REGISTERED OFFICE ADDRESS & BRANCH** | | | | |
|  | **OFFICE ADDRESS, IF ANY.)** | | |  |  |
|  |  | |  | | |
|  |  | |  | | |
|  |  | |  | | |
| **3.** | **FIRM REGISTRATION NO., PAN NO. & SERVICE TAX NO.** | | | | |
|  |  | |  | |  |
|  |  | |  | |  |
| **4.** | **TELEPHONE NOS./MOBILE NOS.** | | **EMAIL(s)** | |  |
|  |  | |  | | |
|  |  | |  | | |
|  |  | |  | | |
| **5.** | **WHETHER CERTIFICATE(s) OF PRACTICE IISUED BY THE INSTITUTE OF** | | | | |
|  | **THE COMPANY SECRETARIES OF INDIA ARE ENCLOSED** | | | | |
|  | [Please enclose the copies of certificate(s) in compliance of point no. i of eligibility | | | | |
|  | criteria] |  |  |  |  |
|  |  | | |  |  |
| **6.** | **DURATION OF EXPERIENCE** | | |  |  |
|  |  |  |  |  |  |
|  |  |  |  |  |  |

**7** **ANNUAL TURNOVER**

1. **DECLARATION OF VESTED INTEREST**

(Within the meaning of section 2(76) of the companies Act, 2013. If so, give details thereof, to ensure compliance under section 188 and other applicable provisions of the Companies Act, 2013 and rules made thereunder)

**NOTE(s):**

1. Prospective bidders are advised to submit Separate envelope for Technical Bid and Financial Bid and both envelope be put in a separate cover after affixing proper seal and should be superscribed as **“Tender for Secretarial Audit”.**
2. A separate sheet may be used, if required, with respect to above bid.
3. All the enclosures/copy of certificate(s) should be self-attested and bring original certificates for verification.

Signature of Authorized Person of the firm/ proprietor etc. with Seal & Stamp.: Name:\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Designation:\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Membership No. \_\_\_\_\_\_\_\_\_\_\_\_\_\_

Place:

Date:

**ANNEXURE-II**

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

**PROFORMA FOR FINANCIAL BID**

(For conducting Secretariat Audit of IIDL)

|  |  |  |
| --- | --- | --- |
| **PARTICULARS** | **RATES OFFERED FOR THE FINANCIAL** | |
|  | **YEAR 2015-16.** |  |
|  |  |  |
|  | In figures (Rs.) | In words (Rs.) |

**Total Amount**

**Note:-**

1. In case of discrepancy between the prices quoted in words and figures, lowest of the two will be considered.

Signature of Authorized Person of the firm/ proprietor etc. with Seal & Stamp.: Name:\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Designation:\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Membership No. \_\_\_\_\_\_\_\_\_\_\_\_\_\_

Place:

Date: