

**Engineering Projects (India) Ltd.**  
**(A Govt. of India Enterprise)**  
**Corporate Office, New Delhi**

DLI/CON/SEC/436

10.11.2014

**Proposal for Empanelment of Practising Company Secretary/ Firm of Company Secretaries for carrying out Secretarial Audit of Engineering Projects India Limited (EPIL) from Financial Year 2014-15.**

EPIL invites Proposal from reputed firms of Practising Company Secretary/Firm of Company Secretaries for conducting Secretarial Audit for the financial year 2014-15 in terms of the provisions of Section 204 of the Companies Act, 2013, scope of work given in Para-1.

**Brief about Engineering Projects (India) Limited**

Set up in April, 1970, Engineering Projects (India) Ltd. is a public sector enterprise under the Department of Heavy Industry, Ministry of Heavy Industries & Public Enterprises with paid-up Share Capital of Rs.35.42 crores.

The Company has been a pioneer in the field of turnkey project management and project exports and process expertise in the areas like Civil & Structural work, Material Handling Systems, Metallurgical Sector, Process Plants, Environment & Pollution Control, Oil & Petrochemicals, Defense-related projects, Transmission Lines/Substations, etc. The services rendered by the Company include the specialized activities such as Feasibility Studies, Detailed Project Reports, Design & Engineering, Supply of Plant & Equipment, Quality Assurance, Civil & Structural Works, Erection, Trial-runs & Commissioning and Overall Project Management.

Operating Turnover of the Company for the FY2013-14 was Rs.855 crores.

**Selection of the Firm will be from amongst those whose proposal is technically selected.**

Interested firms may submit their proposal in prescribed Proforma for relevant Experience/ Capability Criteria given in **Annexure-I** in an envelope super scribed with "offer for shortlisting/ appointment of Secretarial Auditor-Technical bid" and Professional Fee given in Annexure-II in a separate envelope super scribed with "offer for shortlisting/ appointment of Secretarial Auditor-Finance bid" addressed to Group General Manager (Contracts), ENGINEERING PROJECTS (INDIA) LIMITED, Core-3, SCOPE Complex, 7 Institutional Area, Lodhi Road, New Delhi-110003 latest by 25<sup>th</sup> November 2014 at 15.30 Hrs.

The firm(s) may carefully read the Scope of work given in Para-1.

## 1. SCOPE OF WORK:-

### The Broad Scope of work would be:

To Conduct Secretarial Audit of the Company -

- in accordance with the provisions of the Companies Act 2013 & rules made thereunder. Secretarial Audit shall be in adherence to the relevant orders/ clarification issued by Ministry of Corporate Affairs, Govt. of India from time to time and the Secretarial Standards issued by the Institute of Company Secretaries of India.
- The Memorandum of Association and Articles of Association of the Company.
- Guidelines on Corporate Governance for Central Public Sector Enterprises, 2010 issued by Department of Public Enterprises.
- Other laws as may be applicable specifically to the company.
- The aforesaid scope of work is illustrative/indicative and may be modified and finalized based on discussions with successful firm.

## 2. SELECTION CRITERIA:-

- The following shall be the basis of point for the selection and selection will be made on the basis of attainment of higher points (detailed format to be filled as per Annexure I).

Sl.No.	Selection Criteria	Basis for awarding of Points	Maximum Points
1	Experience in practice (No. of Years)	2 Points for every year experience of firms after its Registration.	10
2	Experience of rendering services to PSUs related to company law matters.	1 Point for each service rendered	5
3	Experience related to issuance of Certificate on Corporate Governance /Compliance Certificate/ Secretarial Audit.	1 Point for a completed Corporate Governance Audit / Secretarial Audit.	5
4	No. of Partners/ Members	1 Point for each partner.	5
5	List of clients, if any (i.e., Companies with paid up capital of Rs 10 crore or more )	1 Point for each such client.	5
<b>Total</b>			<b>30</b>

Note :

1. Clear and complete details in separate sheets, for determination of points in support of information against Item Sl. No. 1 to 5 above are to be furnished.
2. The firm securing at least 50% marks based on above system shall be considered as qualified.
3. In case of the tie in prices, the following sequence shall be adopted for selection.
  - a) Firm with longer experience will be preferred based on the year of establishment.
  - b) Firm with a higher number of Fellow and/ or Associate Members of the Institute of Company Secretaries of India as partners will be considered.

### **3. OTHER TERMS AND CONDITIONS**

- The appointment is for the Secretarial Audit for the financial year 2014-15.
- Overwriting / correction/ erase or use of white ink should be avoided in the offer. However if any overwriting/ correction/ erase is inevitable, the same should be authenticated by signature and seal of authorized person of applicant firm.
- Documentary evidences in respect of all the information above by the applicant firms must be furnished along with the proposal.
- All the pages of the proposal document shall have to be signed by the applicant firms with the firm's seal and document submitted along with the offer shall also have to be authenticated by authorized signatory of the applicant firm with firm's seal.
- The Company reserves the right to accept or reject any or all the responses and to request additional submission or clarification from one or more applicants at any stage or to cancel the process entirely at its sole discretion without assigning any reason whatsoever.
- The firms are required to submit their service tax registration number, if applicable, in their offer.

#### **4. COMPLIANCES/ DECLARATION/ CERTIFICATE BY FIRMS ON APPOINTMENT:**

The Practising Company Secretary/Firm of Company Secretaries has to comply with and furnish declaration and certificates as required under statutory/ Company rules, upon appointment of Secretarial auditor, as under

- i. The Practising Company Secretary/Firm of Company Secretaries shall not sub-contract the Secretarial audit work.
- ii. The Secretarial audit team will work in strict confidence and will ensure that the Secretarial data and any other information in respect of minutes of the meetings are dealt with in strict confidence and secrecy.
- iii. No partner of the Practising Company Secretaries firm should be related to either Managing Director or any Whole Time Director or Part Time Director of the Company within the meaning of the Companies Act, 2013.
- iv. Neither the Practising Company Secretaries firm nor its partners or associated should have any interest in the business of the Company.
- v. The Secretarial auditor will be required to issue the Secretarial Audit Report in form MR-3.
- vi. Practising Company Secretary/Firm of Company Secretaries shall have prime responsibility to ensure that the maximum number of audit limits specified under Companies Act, 2013 are not violated.
- vii. Practising Company Secretary/Firm of Company Secretaries shall have to free from any disqualification mentioned under The Companies Act, 2013. In addition to this, the Practising Company Secretaries firms must not be holding any assignment as Statutory Auditors or Internal Auditors of the Company.

#### **5. SECRETARIAL AUDIT FEES :**

The Secretarial audit fee for the year 2014-15 required to be quoted by Practising Company Secretary/Firm of Company Secretaries and the work shall be awarded to the Company Secretary/Firm who quoted lowest fee. Fee quoted should be as per format given in Annexure II.

**Annexure-I**

**(To be given on the Audit Firm's Letter Head)**

**Format for submission of Offer**

1. Name of Practising Company Secretary/Firm of Company Secretaries:
2. Registration Number of the Practicing Company Secretary/Firm of Company Secretaries with Institute of Company secretaries of India(ICSI):
3. Year of Registration with ICSI :
4. Particulars of Practicing Company Secretaries Firm:
  - i) (a) Address of the Firm as registered with ICSI:  
(b) Address of the Firm at Delhi (if different from above)
  - ii) (a) Telephone No. with STD code:  
(b) Mobile No. of the Senior Partner (for contact purpose)
  - iii) Fax No. with STD code:
  - iv) Email address of the Firm:
  - v) Websites of the Firm, if any:
  - vi) PAN No. of the Firm:
  - vii) Service Tax No. of the Firm:
5. Technical Details (Separate Annexure may be attached if required for these technical details)

1	Experience in practice (No. of Years) (Copy of registration certificate/Certificate of practice no. (COP) to be attached)	
2	Experience of rendering services to PSUs related to company law	

	matters.(Name of PSUs along with brief details of period and nature of services rendered to be submitted)	
3	Experience related to issuance of Certificate on Corporate Governance /Compliance Certificate/ Secretarial Audit.(List of clients, period along with copy of certificates issued, to be submitted).	
4	No. of Partners / Members (Name & Addresses of the partners along with their Membership No. to be submitted)	
5	List of clients, if any (i.e., Companies with paid up capital of Rs 10 crore or more) (List of clients/companies along with paid-up capital, brief nature of services rendered to be submitted).	

6. We hereby confirm the acceptance of all provisions and the terms & conditions of the invitation without any deviation.

Place:

(Authorized Signatory)

With Official Stamp

Date:

## Annexure-II

### FORMAT FOR PROFESSIONAL FEE FOR SECRETARIAL AUDIT FOR THE YEAR 2014-15

The professional fee to be quoted on Lumpsum basis in the following Format (in separate sealed envelope):

	Rupees in Words	Rupees in Figure
Fee(Lumpsum)		
Tax		
Total :		

The fee is payable on completion of assignment and submission of report.