

**REQUEST FOR PROPOSAL (RFP)**

**FOR**

**APPOINTMENT OF PRACTICING COMPANY SECRETARY  
FIRM/LLP AS SECRETARIAL AUDITOR AND COMPANY LAW  
CONSULTANT OF OMNIBUS INDUSTRIAL DEVELOPMENT  
CORPORATION OF DAMAN & DIU AND DADRA & NAGAR HAVELI  
LTD (OIDC) FOR FINANCIAL YEAR 2022-23.**



**OMNIBUS INDUSTRIAL DEVELOPMENT CORPORATION OF DAMAN & DIU AND DADRA  
& NAGAR HAVELI LTD.**

**(A Government Undertaking)**

**CIN: U65923DD1992SGC001221**

**Corporate Office: Plot No. 35, Somnath, Daman -396210.**

**M.no: 9408076056.**



**REQUEST FOR PROPOSAL (RFP) DOCUMENT FOR APPOINTMENT OF PRACTICING COMPANY SECRETARY FIRM/LLP AS SECRETARIAL AUDITOR AND COMPANY LAW CONSULTANT OF THE CORPORATION FOR THE FINANCIAL YEAR 2022-23.**

**Disclaimer: -**

The information contained in this Request for Proposal (the "RFP") document or subsequently provided to the Bidders, whether in documentary or any other form by or on behalf of the Omnibus Industrial Development Corporation of Daman & Diu and Dadra & Nagar Haveli Ltd., (henceforth referred to as "OIDC" in this document), Daman or any of their employees or advisors, is provided to Bidders, on the terms and conditions set out in this RFP and such other terms and conditions subject to which such information is provided.

This RFP is not an agreement and is neither an offer nor invitation by the OIDC to the prospective Bidders or any other person. The purpose of this RFP is to provide interested parties with information that may be useful to them in the formulation of their bid pursuant to this RFP (the "Bid"). This RFP includes statements, which reflect various assumptions and assessments arrived at by the OIDC in relation to the Project. Such assumptions, assessments and statements do not purport to contain all the information that each Bidder may require. This RFP may not be appropriate for all persons, and it is not possible for the OIDC, its employees or advisors to consider the objectives, technical expertise and particular needs of each party who reads or uses this RFP. The assumptions, assessments, statements and information contained in this RFP, may not be complete, accurate, adequate or correct. Each Bidder should, therefore, conduct its own investigations and analysis and should check the accuracy, adequacy, correctness, reliability and completeness of the assumptions, assessments and information contained in this RFP and obtain independent advice from appropriate sources.

Information provided in this RFP to the Bidder(s) is on a wide range of matters, some of which depends upon interpretation of law. The information given is not an exhaustive account of statutory requirements and should not be regarded as a complete or authoritative statement of law. The OIDC accepts no responsibility for the accuracy or otherwise for any interpretation or opinion on the law expressed herein.

The OIDC, its employees and advisers make no representation or warranty and shall have no liability to any person including any Bidder under any law, statute, rules or regulations or tort, principles of restitution or unjust enrichment or otherwise for any loss, damages, cost or expense which may arise from or be incurred or suffered on account of anything contained in this RFP or otherwise, including the accuracy, adequacy, correctness, reliability or completeness of the RFP and any assessment, assumption, statement or information contained therein or deemed to form part of this RFP or arising in any way in this Bidding Process.

The OIDC also accepts no liability of any nature whether resulting from negligence or otherwise, howsoever caused, arising from reliance of any Bidder upon the statements contained in this RFP. The OIDC may in its absolute discretion, but without being under any obligation to do so, update, amend or supplement the information, assessment or assumption contained in this RFP.

The issue of this RFP does not imply that OIDC is bound to select a Bidder or to appoint the Selected Bidder, as the case may be, for the project and OIDC reserves the right to reject all or any of the Bids without assigning any reasons whatsoever.

The Bidder shall bear all its costs associated with or relating to the preparation and submission of its Bid including but not limited to preparation, copying, postage, delivery fees, expenses associated



with any demonstrations or presentations which may be required by OI DC or any other costs incurred in connection with or relating to its Bid. All such costs and expenses will remain with the Bidder and OI DC shall not be liable in any manner whatsoever for the same or for any other costs or other expenses incurred by a Bidder in preparation or submission of the Bid, regardless of the conduct or outcome of the Bidding Process.

**1. Introduction: -**

Omnibus Industrial Development Corporation of Daman & Diu and Dadra & Nagar Haveli Limited. (OI DC) is a Government Company incorporated on 27<sup>th</sup> March 1992 under the Companies Act, 1956. The registered office of the Company is situated at Secretariat, Moti Daman – 396220 and corporate office at Plot no. – 35, Somnath, Nani Daman - 396210.

The main activities of Corporation are as under: -

1. Providing Land and Infrastructure for Industrial Estate.
2. Providing limited city Passenger Transport Services through Buses in U.T Administration of Diu.
3. Construction Activities - Undertaking Construction activities on behalf of and as per the requirement of various Government Department.
4. Providing Vehicle Hire Services.
5. Trading in Liquor.
6. Trading in Essential Goods.
7. Ease of Doing Business (EoDB) Help Desk (Sugamta (Scrap Disposal Management, Parivahan Suvidha (Transport Facilitation and Suraksha Setu (Security Service Facilitation).

As per audited accounts the annual turnover of the Corporation in financial year 2021-22 was Rs. 4,365,218,963/-. The authorised share capital of the Corporation is Rs. 5,00,000,000/- and paid-up share capital is Rs. 2,60,655,700/-.

OI DC invites bids/tender/quotation through e-tendering process from Practicing Company Secretary (PCS)/Practicing Company Secretary Firms (called Bidder) to conduct Secretarial Audit for the F.Y. 2022-23 and Company law consultant of the Company in line with the specifications, requirements, terms and conditions elaborated in the bidding document and provide the Secretarial Audit Report as per the requirement of the Companies Act, 2013.

The appointment will be initially for a period of one year i.e., for F.Y. 2022-23 which can be extended for further period of two year (renewal on yearly basis) on mutually agreed terms.

**2. Availability of RFP: -**

The RFP document is available at OI DC’s website [www.daman.nic.in](http://www.daman.nic.in) Prospective PCS Firm/LLP desirous of participating in this RFP may view and download the RFP document free of cost from the above website.

**3. Important Dates: -**

Date of issue of RFP	14.12.2022
Last date for submission of Technical and financial bid	21.12.2022 at 17.00 hrs
Technical Bid opening date	22.12.2022 at 11.00 hrs
Financial Bid opening date	22.12.2022 at 14.00 hrs



#### 4. Scope of Work: -

The broad purpose of the Secretarial Audit is to point out non-compliances and inadequate compliances and to avoid any unwarranted legal actions/penalties by law enforcing agencies and other persons as well.

On the basis of the audit, the Auditor will give a report on the compliances with regard to the followings: -

1. The Companies Act, 2013, and Rules made thereunder, including any amendment thereof.
2. Filing and certification of the e-forms/statutory documents including Annual Filing (XBRL), MGT-8.
3. The Auditor shall also examine the compliance of Secretarial Standards issued by The Institute of Company Secretaries of India and as approved by the Central Government from time to time,
4. The Auditor shall also verify the books, papers, minute's books, forms, and returns filed and other records maintained.
5. Any other Laws/Regulations/Guidelines as may be applicable specifically to the Corporation from time to time;
6. 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 OI DC from time to time.

#### 5. Eligibility Criteria: -

Practicing Company Secretary Firms/LLP must qualify the following minimum criteria: -

Sr. No	Criteria	Documents
1	Bidder should have an experience of not less than 03 years as on 31.03.2022 in conducting secretarial audit and shall be member of the Institute of Company Secretaries of India.	An undertaking needs to be provided by the bidder.
2.	Bidder should have an experience of conducting secretarial audit of at least 1 public company / Government Company.	Appointment/Engagement letter.
3.	Bidder should have an average turnover of at least Rs. 5,00,000 from practice in the last 3 F.Y. i.e., 2019-20, 2020-21 and 2021-22 and should have in-house capability to take up assignment on their own. Joint and collective Bids will not be accepted.	1. Copy of Income Tax Return/Financial Statement of the Bidder for the last three years i.e., 2019-20, 2020-21 and 2021-22. 2. PAN and GST of the bidder.
4.	Bidder should have at least one active partner in full time practice or the PCS should have minimum one full time employee or one intern.	An undertaking with: 1. Membership no. issued by the ICSI. 2. Certificate of Practice Number issued by the ICSI 3. Detail List of Partner/Full time Employees/intern.



5.	Bidder should not be associated with this Corporation either direct or indirect manner, in preceding three F.Y. i.e., 2019-20, 2020-21 and 2021-22.	An undertaking needs to be provided by the bidder.
6.	Bidder should have head office at anywhere in India but should have a branch office at Surat / Valsad / Vapi / Daman / Silvassa / Mumbai.	An undertaking needs to be provided by the bidder.
7.	Bidder must not have been blacklisted by any Government Department/ Central Public Sector Undertaking (CPSU) / State Public Sector Undertaking (SPSU) / Banks / Autonomous Bodies / Statutory Bodies in India at the time of submission of bid.	An undertaking needs to be provided by the bidder.

Any firm/LLP not qualifying these minimum criteria need not apply and their proposal shall be summarily rejected.

#### 6. Terms and conditions: -

- i. **Bid Security/EMD:** EMD of Rs. 5,000/- (Rupees Five Thousand Only) interest free shall be either in form of Demand Draft or Bank Guarantee of any Nationalized / Scheduled Bank and Demand Draft for EMD of Rs. 5,000/- is to be prepared in the name of OI DC Ltd. and payable at Daman.
- ii. **Validity of Appointment:** The appointment will be initially for a period of one year i.e., for F.Y 2022-23 which can be extended for further period of two financial years (renewal on yearly basis) on mutually agreed terms.
- iii. **Place of Audit:** The audit work has to be conducted at the OI DC, Corporate Office, Plot No. 35, Somnath, Daman – 396210 or any other place as per direction of the competent authority of this Corporation.
- iv. **Completion of Audit:** The Secretarial Audit shall be completed within 120 days from the end of Financial Year. It is also expected that the Secretarial Audit has to commence within 30 days from the award of the work/contract, time being the essence of the contract and the Secretarial Audit report should be submitted as per the format (as near as possible) prescribed pursuant to Section 204(1) of the Companies Act, 2013 and under Rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.
- v. **Payment Terms:** The estimated bid value shall not be more than Rs. 1,00,000/- per annum inclusive of all applicable taxes, all out of pocket expenses, plus statutory deductions, as applicable, etc. The professional fee quoted by the firm shall be valid for the entire contract period. Payment will be released within one month from the date of convening the AGM upon submission of bill by the PCS/Firm after issuance of Secretarial Audit Report to the satisfaction of OI DC Limited. No advance payment shall be made for conduct of Secretarial Audit.
  - i) Invoice should be raised in duplicate in favor of "OI DC Ltd".
  - ii) Statutory Taxes will be paid at prescribed rate during the contract period.
  - iii) TDS will be deducted as per prevailing rates prescribed in the Income Tax Act from all payments made by OI DC.



vi. **Evaluation Criteria:**

Technical:

The technical evaluation criteria for selecting the secretarial auditor are mentioned below:

Sr. No	Evaluation criteria	Maximum marks
1.	Bidder should have an experience of not less than 03 years as on 31.03.2022 in conducting secretarial audit and shall be member of the Institute of Company Secretaries of India.	20
2.	Bidder should have an experience of conducting secretarial audit of at least 1 public company / Government Company.	15
3.	Bidder should have an average turnover of at least Rs. 5,00,000 from practice in the last 3 F.Y. i.e., 2019-20, 2020-21 and 2021-22 and should have in-house capability to take up assignment on their own. Joint and collective Bids will not be accepted.	15
4.	Bidder should have at least one active partner in full time practice or the PCS should have minimum one full time employee or one intern.	20
5.	Bidder should not be associated with this Corporation either direct or indirect manner in preceding three F.Y. i.e., 2019-20, 2020-21 and 2021-22.	10
6.	Bidder should have head office at anywhere in India but should have a branch office at Surat / Valsad / Vapi / Daman / Silvassa / Mumbai.	10
7.	Bidder must not have been blacklisted by any Government Department/ Central Public Sector Undertaking (CPSU) / State Public Sector Undertaking (SPSU) / Banks / Autonomous Bodies/Statutory Bodies in India at the time of submission of bid.	10
<b>Total marks = ST (Score Technical)</b>		<b>100</b>

The minimum qualifying mark is 75% on technical evaluation.

The firm to be eligible for opening of Financial Bid should score minimum 75% in technical evaluation.

Financial:

The formula for determining the financial scores (FS) is as below: -

$FS = 100 \times FM/F$  where FS is financial score, FM is the lowest price quoted by any firm/LLP and F is the highest price quoted by the firm.

The weights given to the Technical and financial proposal are:

T= 0.8 and F=0.2

**Total of all the score= ST × 0.8 + FS × 0.2**

vii. **Termination of contract:** OI DC reserves its right to terminate the contract without assigning any reasons by giving 30 days' notice and the payment shall be forfeited by OI DC.

- viii. **Management Representation Letter:** The PCS/Firm may be given Management Representation letter for conducting Secretarial Audit in the such manner as per the prescribed format issued by the ICSI.  
However, the letter shall be issued, subject to approval of competent authority of the OI DC.
- ix. **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 Managing Director, OI DC shall be final and binding on both the parties to the contract.
- x. **Arbitration:** In case of any dispute, it shall be referred to Arbitration. The sole arbitrator will be appointed by the Managing Director, OI DC. The Arbitration shall be as per Indian Arbitration and Conciliation Act, 1996 as amended up to date. The place of Arbitration shall be Daman and the language will be English.
- xi. The PCS/Firm satisfying/fulfilling above minimum criteria may download the Tender Document from [www.daman.nic.in](http://www.daman.nic.in)
- xii. **Last date for submission of Technical Bid & Financial Bid:** Technical Bid and Financial Bid formats are enclosed as Annexure-I and Annexure-II respectively. The Technical Bid and Financial Bid duly signed on each page should be submitted along with supporting documents and Covering Letter as per Form-A in separate sealed envelopes superscribed as "Technical Bid" and "Financial Bid" for "Appointment of Secretarial Audit & Company law consultant for the FY 2022-23" and should reach on or before 21.12.2022 by 5.00 P.M. at the following address:

To,  
Office of the General Manager,  
Corporate Office: Plot No. 35, Somnath, Daman -396210.

The Management of OI DC reserves the right to reject all or any bids without assigning any reason(s), whatsoever.



**Annexure-I**

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

**PROFORMA FOR TECHNICAL BID**

(For conducting Secretariat Audit & Company law consultant of OI DC Ltd)

To  
The General Manager  
OIDC Limited  
Corporate Office: Plot No. 35, Somnath, Daman -396210.

Sr.no	Particulars	Documents (Yes/No)
1.	A brief profile of the Bidder along with details of experience of not less than 03 years as on 31.03.2022 in conducting secretarial audit and shall be member of the Institute of Company Secretaries of India (Please Attach Documentary evidence).	
2.	Appointment/Engagement letter from Bidder for conducting secretarial audit of at least 1 public company/Government Company.	
3.	Copy of Income Tax return/Financial statement from the Bidder for an average turnover of at least Rs. 5,00,000 from practice in the last three F.Y. i.e., 2019-20, 2020-21 and 2021-22 and should have in-house capability to take up assignment on their own. Joint and collective Bids will not be accepted.	
4.	Details of at least one active partner in full time practice or minimum one full time employee or one interns (Please Attach Documentary evidence).	
5.	Bidder should not be associated with this Corporation either direct or indirect manner, with OI DC in preceding three F.Y. i.e., 2019-20, 2020-21 and 2021-22.	
6.	Bidder should have head office at anywhere in India but should have a branch office at Surat/Valsad/Vapi/Daman/Silvassa/Mumbai (Please Attach Documentary evidence).	
7.	Bidder must not have been blacklisted by any Government Department/ Central Public Sector Undertaking (CPSU)/State Public Sector Undertaking (SPSU)/Banks/Autonomous Bodies/Statutory Bodies in India at the time of submission of bid.	
8.	Details of Office(s) Address: Contact no. E-mail Website PAN no. GST Reg. No. (Please Attach Documentary evidence).	
9.	Any other relevant information (Please Attach separate sheet, if required).	

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: -----



**Annexure-II**

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

**PROFORMA FOR FINANCIAL BID**

(For conducting Secretarial Audit & Company law consultant of OI DC Ltd)

To  
The General Manager  
OIDC Limited  
Corporate Office: Plot No. 35, Somnath, Daman -396210.

(Price Bid)  
Schedule of Rates

Sr. no.	Description	Price (Rs. )
A.	Fixed Amount (inclusive of all applicable taxes, all out of pocket expenses, plus statutory deductions, as applicable, etc)	
	Plus: Taxes as applicable	
	Total Amount Payable	
	Amount In Words	

Signature \_\_\_\_\_  
Name & Designation of the Authorized Signatory \_\_\_\_\_  
Stamp of the PCS/Firm \_\_\_\_\_

Date: -----

Place: -----



**Form – A**

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

To  
The General Manager  
OIDC Limited  
Corporate Office: Plot No. 35, Somnath, Daman -396210.

Dear Sir,

I/We, the undersigned, offer to provide the Secretarial Audit & Company law consultancy services for Financial Year 2022-23 in accordance with your tender enquiry dated \_\_\_\_\_, and hereby submit our Proposal, which includes:

- a) Technical Proposal (Annexure- I) enclosed under a separate sealed envelope.
- b) Financial Proposal (Annexure - II) enclosed under a separate sealed envelope.

We hereby declare that all the information and statements made in this proposal are true and accept that any misinterpretation contained in it may lead to our disqualification. I/We have no objection if enquiries are made about the work listed by me/us in the accompanying sheets/annexure.

We hereby confirm:

- (a) that I am/any partner of the firm or the Firm is not related to any of the Directors or KMPs of the Company within the meaning of Companies Act, 2013 and Rules made thereunder.
- (b) that neither the firm/proprietorship nor its Partners or Associates have interest in the business of the Company.
- (c) that the appointment / re-appointment will be within the applicable maximum limit as per the provisions of the Companies Act, 2013.
- (d) that no partners/ employee of the firm has been held guilty of professional mis-conduct by ICSI.

The prices quoted by us in the Financial Proposal (Annexure - II) are valid till three months from the date of submission of the quotation. We confirm that this proposal will remain binding upon us and may be accepted by you at any time before the expiry date.

Prices have been arrived independently without consultation, communication, agreement or understanding (for the purpose of restricting competition) with any competitor.

I/ We agree to bear all costs incurred by us in connection with the preparation and submission of the proposal and to bear any further pre-contract costs.

I/We agree to provide all additional information/clarification/documents as may be required by the Company in connection with the processing of proposal.

I/We understand that OIDC Limited is not bound to accept the lowest or any proposal or to give any reason for award, or for the rejection of any proposal.

I/We confirm that I have authority of [Insert Name of the Agency/Firm] to submit the proposal and to negotiate on its behalf.



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-----