



SDCL/PCS/2023/ 241/ 253

Dated: 13-09-2023

Subject: Limited Quotations Notice Invited from "Firm of Practicing Company Secretaries for various services required under the provisions of Employees Provident Fund Act 1952, Companies Act, 2013 including Secretarial Audit Report and certificate on compliance of Corporate Governance norms pursuant to clause 8.2.1 of the Guidelines on Corporate Governance for Central Public Sector Enterprises by DPE.

Sagarmala Development Company Limited (SDCL) is a CPSE under the Ministry of Port, Shipping and Waterways (MoPSW), Government of India. SDCL was incorporated on 31st August 2016 with an initial authorized capital of Rs. 1,000 crore, as part of ongoing efforts to promote port led development in the country under the ambitious Sagarmala Programme of the Government of India. SDCL is exploring investment opportunities in the areas of Port Development/Port Modernization, Port Connectivity, Port led Industrialization and Coastal Community Development - the four pillars of the Sagarmala Programme. At present the paid-up share capital of the Company is Rs. 1,000 crore and an asset size of approx. 540 crore. The Company's Registered Office is at 1st Floor, 124, Gate No.2, Thapar House, Janpath, New Delhi – 110001.

SEALED QUOTATIONS ARE INVITED FROM REPUTED FIRMS OF PRACTICING COMPANY SECRETARIES FOR FOLLOWING:

a) For services mentioned in Sr. No. 1 to 6 of Scope of work:

Commence from 19th February, 2024 and the date of completion will be 31st March 2025. The same may be extended for an additional period of maximum one financial year i.e., upto 31st March, 2026 subject to the satisfactory performance with 10% increase in fees w.e.f. 1st April, 2025. All other terms and conditions will be same.

b) For services mentioned in Sr. No. 7 to 8 of Scope of work:

Commence from 1st April, 2023 and the date of completion will be 31st March, 2025. The same may be extended for an additional period of maximum one financial year i.e., upto 31st March, 2026 subject to the satisfactory performance on the same terms and conditions with 10% increase in the fees w.e.f. 1st April, 2025. All other terms and conditions will be same.

Eligibility Criteria:

- a. Should be an independent firm/proprietorship of Company Secretaries with a minimum experience of ten years or at least one partner/proprietor should have experience of more than ten years in the field of corporate secretarial till 31st March, 2023. Kindly attach the self-certified Registration Certificate issued by the Institute of Company Secretaries of India.
- b. The firm/ proprietorship should have conducted the said services to two Public Sector Undertaking during the last three years. **Kindly attach the proofs.**
- c. The firm/ proprietorship should have head office/ branch office in Delhi & NCR.
- d. The firm/ proprietorship should not have/has been blacklisted by any Central Government department(s)/any State Government department(s)/any Public Sector Undertaking of Central Government or any State Government(s) during the last three years.

SCOPE OF WORK:

Sr. No.	Particulars
1.	Certification and filing of eforms with Registrar of Companies, Regional Director, and other authorities under the Companies Act, 2013.
2.	Preparation of Legal Documents under the Companies Act, 2013
3.	Annual filing and annual certification under the Companies Act, 2013
	a. Consolidated
	b. Standalone
	c. Issue of MGT-8 and certification of MGT-7
4.	Conversion of Annual Report of the company in XBRL Format
	a. Consolidated
	b. Standalone
5.	Compliance related to Provident Fund
6.	Issuance of DSC (Digital Signature Certificate) for Class 1, 2 & 3.
7.	Secretarial Audit Report under the Provisions of the Companies, 2013
8.	Certificate on compliance of Corporate Governance Norms pursuant to clause 8.2.1 of the Guidelines on Corporate Governance for Central Public Sector Enterprises by DPE.

Annexure-I**Technical Bid**

Sr. No	Particulars	Yes/No
1.	Self-attested copy of firm registration/ membership certificate issued by ICSI	
2.	Copy of GST Registration certificate	
3.	Copy of PAN of Firm & Partner(s)	
4.	Copy of Aadhaar of Partner(s)	
5.	Copy of experience certificates (Copy of appointment letter & completion certificate/payment proof)	
6.	Undertaking as per Annexure-III	
7	Proof of services to two Public Sector Undertaking during the last three years.	

FINANCIAL BID

Sl. No	Particulars	Unit	Rate per Unit (in Rs.)
1	Certification and filing of eforms with Registrar of Companies, Regional Director, and other authorities under the Companies Act, 2013.	Each No.	
2	Preparation of Legal Documents under the Companies Act, 2013	Each No	
3	Annual filing and annual certification under the Companies Act, 2013		
	a. Consolidated	Each No	
	b. Standalone	Each No	
	c. Issue of MGT-8 and certification of MGT-7	Each No	
4	Conversion of Annual Report of the company in XBRL Format		
	a. Consolidated	Each No	
	b. Standalone	Each No	
5	Compliance related to Provident Fund. Preparation of Challans for deposits of PF of Employees upto maximum	Monthly	
6	Issuance of DSC (Digital Signature Certificate) for Class 1, 2 & 3.	Each No	
7	Secretarial Audit Report under the Provisions of the Companies, 2013	Annually	
8	Certificate on compliance of Corporate Governance Norms pursuant to clause 8.2.1 of the Guidelines on Corporate Governance for Central Public Sector Enterprises by DPE	Annually	

Quantity of work: As per requirement and rate will be valid for all the quantity of individual item of work. (Above rates are exclusive of GST)

*** LOWEST BIDDERS WILL BE DECIDED ON THE BASIS OF SUM OF ALL RATES QUOTED IN THE ABOVE TABLE IRRESPECTIVE OF THE QUANTITY**

Note:

1. For any professional opinion on the Companies Act, 2013 is sought NO EXTRA FEE will be paid.
2. Please note that company will not pay any out-of-pocket expenses/conveyance for visiting the company's office for discharging your work.

UNDERTAKING FOR NOT BEING BLACKLISTED

(to be provided on letter head of Agency)

I _____ Proprietor/ Partner of the firm M/s. _____ do hereby solemnly affirm that the firm M/s. _____ has not been black listed/debarred by any department(s) of Central Government/any State Government(s)'s department(s)/any Public Sector Undertaking of Central Government or any State Government(s) during the last three years.

Date.

Place:

Signature of Proprietor / Partner

TERMS & CONDITIONS

1. The eligible firms should submit the bid as per Annexure-I & II. Bid submitted in another format will not be entertained.
2. Bids should be sent on official letter heads in sealed covers with the following required documents:
 - i) Self-attested copy of firm's registration issued by ICSI
 - ii) Copy of GST Registration certificate
 - iii) Copy of PAN of Firm & Partner(s)
 - iv) Copy of Aadhaar of Partner(s)
 - v) Copy of experience certificates (Copy of appointment letter & completion certificate/payment proof)
 - vi) Undertaking for not being blacklisted.
3. The FORM MR-3 (Secretarial Auditor Report) and the Certificate of Corporate Governance shall be furnished without fail before the date of the Board meeting of the concerned financial year on which the Board's report will be approved.
4. In case of corrections or suggestions needed in the said report, the same shall be resolved before the date of Annual General meeting.
5. Payment with respect to Secretarial Audit and Certificate of Corporate Governance shall be made when the final signed Secretarial Auditor Report and Certificate of Corporate Governance is approved by the Board.
6. In co-ordination with Company Secretary of Sagarmala Development Company Limited, the auditor needs to verify all the documents, registers, minutes book, etc. and shall certify in accordance with the applicable provisions of Companies Act, 2013. **Further also to suggest and advice in case of any improvements are required in secretarial functions.**
7. **Submission of Offer:** The Quotation documents complete in all respects shall be submitted in 2 (Two) parts i.e., Part-I (Technical Bid-Annexure-I) comprising profile, credentials and signed copy of quotation document as token of acceptance of conditions) and Part-II (Financial Bid-Annexure-II) sealed in 2 (Two) separate envelopes clearly superscribed "Technical Bid" & Financial Bid" on the respective envelopes. Both the Bids i.e., Technical Bid and Financial Bid shall be kept in sealed cover superscribed with **"Practicing Company Secretary for various services required under the Employees Provident Fund Act, 1952, Companies Act, 2013 including Secretarial Audit Report and certificate on compliance of Corporate Governance** and Name & address of the Bidder to the following address:

Sagarmala Development Company Limited
1st Floor, 124, Gate No. 2,
Thapar House, Janpath,
New Delhi – 110001

LAST DATE & TIME OF SUBMISSION OF QUOTATION: 29-09-2023 1500 HRS. ANY BIDS RECEIVED THEREAFTER WILL NOT BE ENTERTAINED.

LAST DATE

8. Technical bids will be opened on 29-09-2023 at 1530 Hrs.
9. Financial bids will be opened after evaluation of technical bids of only those bidders who are technically qualified. The date of opening of financial bids will be intimated to all eligible bidders separately. Those who are willing may remain present at that time.
10. Fee is to be quoted excluding GST. TDS will be deducted as applicable. GST will be paid extra as applicable. No other charges / expenses will be payable by the Company except TA/DA as per rules for outstation work, if any, assigned by the company.
11. The above appointment will be as under:
 - c) **For services mentioned in Sr. No. 1 to 6 of Scope of work:**
Commence from 19th February, 2024 and the date of completion will be 31st March 2025. The same may be extended for an additional period of maximum one financial year i.e., upto 31st March, 2026 subject to the satisfactory performance with 10% increase in fees w.e.f. 1st April, 2025. All other terms and conditions will be same.
 - d) **For services mentioned in Sr. No. 7 to 8 of Scope of Work:**
Commence from 1st April, 2023 and the date of completion will be 31st March, 2025. The same may be extended for an additional period of maximum one financial year i.e., upto 31st March, 2026 subject to the satisfactory performance on the same terms and conditions with 10% increase in the fees w.e.f. 1st April, 2025. All other terms and conditions will be same.
12. **THE APPOINTMENT CAN BE TERMINATED AT ONE MONTH NOTICE FROM EITHER SIDE.**
13. This NIQ has been issued with the approval of the Competent Authority.
14. Criteria for selection shall be lowest Financial Bid received by SDCL. In case of tie, job will be awarded to the firm having more years of experience.
15. Corrigendum/addendum, if any, shall be displayed on SDCL website only i.e., www.sdclindia.com and same shall be binding on all the agencies.
16. In case of dispute, Arbitrator(s) would be appointed by MD, SDCL and the jurisdiction will be NCT of Delhi.
17. The Managing Director of the company reserves the right to accept or reject any offer in whole or in part without assigning any reason thereof.

Company Secretary
Sagarmala Development Company Limited