

AI AIRPORT SERVICES LIMITED

(Formerly known as Air India Air Transport Services Limited)

Regd. Office: 2nd Floor, GSD Building, Air India Complex, Terminal-2, IGI Airport, New Delhi – 110037

CIN : U63090DL2003PLC120790

Sub: Invitation of bids for appointment of Practicing Company Secretary Firm for carrying out Secretarial Audit of AI Airport Services Limited (Formerly Known as Air India Air Transport Services Limited) for the Financial Year 2020-21

AI Airport Services Limited (Formerly Known as Air India Air Transport Services Limited) ("AI APS") is a wholly owned subsidiary of Air India Limited (AIL) established under the Companies Act, 1956 having its registered office at 2nd Floor, GSD Building , Air India Complex, Terminal -2, IGI Airport , New Delhi-110037.

AI Airport Services Limited (AI APS) was incorporated in June, 2003 and was operationalised in February 2013 and now it is a leading ground handling service provider in India and offers ground handling services at most of the airports in India.

The Secretarial Department of AI Airport Services Limited (AI APS) is located at its registered address and records regarding compliances of AI Airport Services Limited (AI APS) are also maintained at its registered office.

AI Airport Services Limited (AI APS) intends to appoint a Practicing Company Secretary Firm to conduct Secretarial Audit of the Company for Financial Year 2020-21.

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 bid

- (a) Practicing Company Secretary Firm should have office based in Delhi as per records of Institute of Company Secretaries of India (ICSI).
- (b) Practicing Company Secretary Firm should have conducted Secretarial Audit of any CPSE or PSU or Airline, during the last 3 financial years i.e. 2016-17 to 2018-19.
- (c) Practicing Company Secretary Firm should not have been debarred/disqualified/black listed by any regulator/statutory body or Government entity or any International/National Agency for corrupt or fraudulent practices.

2.2 Documentary Evidence(s) in support of above is required to be submitted. Proposal without the required documentary evidence(s) shall be ignored for evaluation.

3. Terms and Conditions:

3.1 Conduct of Secretarial Audit: Audit shall be conducted/carried out in time bound manner as per Companies Act, 2013 as time being the essence of contract, it is expected that Secretarial Audit Report should be submitted at the earliest as per the format prescribed under Rule No. 9 of Companies (Appointment and Remuneration of Managerial Personnel) Rule, 2014.

3.2 The Company reserve the right to accept/ reject any or all the offers without assigning any reason whatsoever.

3.3 Overwriting/ correction/ erasing and /or use of white ink should be avoided in the Offer. However, if any overwriting /correction/erasing is inevitable, the same should be authenticated with the signature & seal of authorised person of applicant Firm.

3.4 All the pages of proposal document shall have to be signed by the applicant Firm's with Firm's seal and documents submitted along with the offer shall have to be authenticated by the authorised signatory of the Applicant Firm(s) with the Firm's seal.

3.5 The proposal should be submitted strictly as per the terms & conditions laid down in the document.

3.6 The offer in the Prescribed Format at Annexure-II, can be in Physical mode in the below mentioned address:

Company Secretary,

AI Airport Services Limited

(Formerly Known as Air India Air Transport Services Limited)

2nd Floor, GSD Building , Air India Complex, Terminal -2,

IGI Airport , New Delhi-110037.

Ph. No: +91-11-25603307

3.7 The sealed offer containing Bid document should be submitted in the office of above mentioned up to 1500 hrs on or before 10th September, 2020. The Bid envelope must be sealed and super-scribed with "Offer for Appointment of Secretarial Auditor- Financial Year 2020-21". The Name & Address of the Applicant Firm must also be mentioned on the envelope. Offers submitted in any other form and after above-mentioned date shall not be considered.

3.8 The Company reserve the right to accept or reject any or all responses and to request additional submission or clarification from one or more applicant(s) at any stage or to cancel the process entirely at its sole discretion without assigning any reason whatsoever.

3.9 This contract for appointment of Secretarial Auditor is extendable for one more year on the same term and conditions.

3.10 Practicing Company Secretary Firm may send "Regret Response" if uninterested in participating of this Bid.

4. Compliances/Declaration/Certificates by Firm(s) on appointment:

The Practicing Company Secretary Firm(s) shall have to comply with and furnish declaration and certificates as required under Statutory /Company rules, upon appointment as PCS Firm(s) as under:

- 4.1 The Practicing Company Secretary Firm shall not sub contract the Secretarial Audit Work.
 - 4.2 The secretarial audit team will ensure that the data, statement and any other information in respect of the operation of the location/ work centre/ Company is dealt with strict confidentiality and secrecy.
 - 4.3 No partner of Practicing Company Secretary Firm should be related to Chairman, CEO or any Director of the Company within the meaning of Companies Act, 2013.
 - 4.4 Neither the Practicing Company Secretary Firm nor its partner(s) or associate should have any interest in the business of the Company.
 - 4.5 The Secretarial auditor(s) will be required to issue & submit certificate of Independence and arm's length relationship.
 - 4.6 Practicing Company Secretary Firm shall have prime responsibility to ensure that the maximum number of audit limits specified under Companies Act, 2013 are not violated.
 - 4.7 The Practicing Company Secretary Firm shall be free from any disqualification under the Companies Act, 2013.
5. The Bidder whose quotation (as prescribed in Annexure –II) will be the lowest , will be determined as the L-1 bidder for the award.

5. Debarring Provisions:

The Audit Firm will be debarred from getting, in future, the Secretarial Audit of AI Airport Services Limited:

- 5.1 If the Practicing Company Secretary Firm obtain the appointment on the basis of false information/mis- statement.
- 5.2 If the Practicing Company Secretary Firm does not take up audit in terms of appointment letter.
- 5.3 If the Practicing Company Secretary Firm fails to maintain/ honour confidentiality and secrecy of the Company's data , statement and any other information.
- 5.4 If the Practicing Company Secretary Firm fails to comply with any of the condition laid down in clause 4 above.

For AI Airport Services Limited
(Formerly Known as Air India Air Transport Services Limited)

कृते एआई एयरपोर्ट सर्विसेज लिमिटेड
For AI AIRPORT SERVICES LTD.


Shashi Bhadoola
Company Secretary

M.no 33874

Annexure-I

Scope of Work-Secretarial Audit

The broad scope of Secretarial Audit includes:

1. Reporting on compliances of the following laws, rules, regulation and guidelines :-
 - i. The Companies Act, 2013 and the rules made thereafter;
 - ii. Foreign Exchange Management Act, 1999 and the rules and regulations made there under;
 - iii. Guidelines for Corporate Governance issued by Department of Public Enterprises from time to time, as may be applicable to the company.
 - iv. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulation, 2008;
 - v. Secretarial Standard issued by "The Institute of Company Secretaries of India";
 - vi. Any other Act/laws/regulations as may be applicable specifically to the company , i.e. laws which are applicable to the industry in which company operates;
 - vii. Examining and reporting whether the adequate system and process are in place to monitor and ensure compliances with general laws like Labour Laws, Competition Law, Environmental Laws;
 - viii. Examining and reporting specific observations/qualification, reservation or adverse remark in respect of the Board Structure/system and processes relating to Audit Report;
 - ix. In case of Financial laws like Tax Laws and Custom Act etc., Secretarial Auditor may rely on the Reports given by Statutory Auditors or other designated professionals;
 - x. Any other specific activity as may be advised by the Audit Committee/Board / Regulators(s) / Govt, /Management of the company etc, from time to time.

(On the Letter head of Practicing Company Secretary)

Annexure-II

PROFORMA FOR BID

To,
Company Secretary,
AI Airport Services Limited
(Formerly Known as Air India Air Transport Service Limited)
2nd Floor, GSD Building , Air India Complex,
Terminal-2, IGI Airport,
New Delhi-110037

Eligibility Criteria (non compliance of below mentioned conditions will result in rejection)	Status along with documentary Evidence
Practicing Company Secretary Firm should have office based in Delhi as per records of Institute of Company Secretaries of India (ICSI).	
Practicing Company Secretary Firm should have conducted Secretarial Audit of any CPSE or PSU or Airline, during the last 3 years.	
Practicing Company Secretary Firm should not have been debarred/disqualified/black listed by any regulator/statutory body or Government entity or any International/National Agency for corrupt or fraudulent practices.	

2. FINANCIAL QUOTE FOR SECRETARIAL AUDIT

Description	Amount (in Rs.)
Professional Fee (in figures and words) Above fee should be inclusive of out of pocket expenses including hotel ,travel and other expenses if any since same will not be borne by AI Airport Services Limited. Above fee will be exclusive of GST	

Signature

Name & Designation of the Authorised Signatory

Membership No:

Stamp of the PCS Firm

Place & Date