



भारतीय होटल निगम लिमिटेड
HOTEL CORPORATION OF INDIA LIMITED

(भारत सरकार का उपक्रम | A Govt. of India Undertaking)

CIN : U55101DL1971GOI394499

HQ/HCI/CS/2023-24

07 March 2024

Sub: Invitation of bids for appointment of Practicing Company Secretary Firm for carrying out Secretarial Audit of Hotel Corporation of India for the Financial Year 2023-24

Hotel Corporation of India, a subsidiary of erstwhile Air India Limited, and now AI Assets Holding Limited effective January 27, 2022, was incorporated in the year 1971. Presently the Company operates one Hotel in Delhi under the 'Centaur' brand.

The Company also operates two flight Kitchens under the "Chefair" brand. Chefair Mumbai started operations in the year 1969 while Chefair Delhi was established in 1971. Additionally, Chefair, Delhi operates the two Air India Lounges at T3, IGI Airport, New Delhi.

In July 2023, as per the resolution under AMRD, the Centaur Lake View Hotel at Srinagar (which was sealed by the UT of J&K in June 2022), was handed over to the UT of J&K and all the 151 employees of the hotel were absorbed by the UT of J&K.

HCI intends to appoint a Practicing Company Secretary Firm to conduct Secretarial Audit of the Company for the Financial Year 2023-24.

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 Hotel Industry, during the last 3 years.

पंजीकृत कार्यालय | Registered Office :

सेन्टॉर होटल, इंदिरा गांधी अन्तर्राष्ट्रीय हवाईअडडा, नई दिल्ली - 110037

Centaur Hotel, Indira Gandhi International Airport, New Delhi - 110037

दूरभाष | Tel. : 011-25652223 | वेबसाईट | Website : www.centaurhotels.com | ई-मेल | Email : contact.hci@centaurhotels.com



- 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. Proposals 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 the Companies Act, 2013 as time being the essence of the contract, it is expected that the 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) Rules, 2014.
- 3.2 The Company reserves the right to accept/reject any or all the offers without assigning any reason whatsoever therefor.
- 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 the proposal document shall have to be signed by the applicant Firm(s) with the Firm's seal and documents submitted along-with the offer shall also 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 submitted in physical form to following address:

Company Secretary,
Hotel Corporation of India Limited
Hotel Centaur Premises, I.G.I. Airport,
New Delhi-110 037

Ph. No. 91-11-25607512



- 3.7 The sealed offer containing Bid Document should be submitted in the office of above mentioned **up to 5 p.m. on or before Thursday, 15th Day of March 2024**. The bid envelope must be sealed and super-scribed with "Offer for Appointment of Secretarial Auditor –Financial Year 2023-24". 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 Company reserves the right to accept or reject any or all responses and to request additional submissions 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 terms and conditions.

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

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

- 4.1 The PCS 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 the PCS Firm should be related to either Managing Director or any Whole Time Directors or Part Time Directors of the Company within the meaning of the Companies Act, 2013.
- 4.4 Neither the PCS Firm nor its partner(s) or associates 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 PCS 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 PCS Firm shall be free from any disqualification under The Companies Act, 2013.

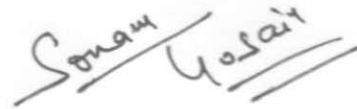


5. Debarring Provisions:

The Audit Firm will be debarred from getting, in future, the Secretarial audit of Hotel Corporation of India Limited:

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

For Hotel Corporation of India Limited



(Sonam Gosain)

Company Secretary

सोनम गोसाई

Sonam Gosain

कम्पनी सचिव

Company Secretary

भारतीय होटल निगम लिमिटेड
Hotel Corporation of India Limited

Annexure I

Scope of Work – Secretarial Audit

The broad scope of Secretarial Audit includes:

1. Reporting on compliance of the following laws, rules, regulations and guidelines: -
 - i. The Companies Act, 2013 and the rules made thereafter;
 - ii. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder;
 - 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) Regulations, 2008;
 - v. Secretarial Standards 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 Hotel Industry;
 - vii. Examining and reporting whether the adequate systems and processes are in place to monitor and ensure compliance with general laws like Labour Laws, Competition Law, Environmental Laws;
 - viii. Examining and reporting specific observations / qualification, reservation or adverse remarks in respect of the Board Structures/system and processes relating to the Audit period;
 - ix. In case of financial laws like Tax Laws and Customs 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/Regulator(s)/Govt./Management of HCI etc., from time to time;



Annexure II

(On letter head of Practicing Company Secretary Firm)

PROFORMA FOR BID

To,

Company Secretary,
Hotel Corporation of India Limited
Hotel Centaur Premises, I.G.I Airport,
New Delhi-110037

Eligibility Criteria	Status alongwith documentary evidence
Practicing Company Secretary Firm should have Office based in Delhi as per records of Institute of Company Secretaries of India (ICS).	
Practicing Company Secretary Firm should have conducted Secretarial Audit of any CPSEs/PSUs/ Hotel Industry during the last 3 years	
Practicing Company Secretary Firm should not have been debarred/disqualified/blacklisted by any Regulator/ Statutory body or Government entity or any International/National agency for corrupt or fraudulent practices.	

2. QUOTE FOR SECRETARIAL AUDIT

Description	Amount (Rs.)
Professional Fees (in figures and words) Above fees should be inclusive of out-of-pocket expenses including hotel, travel and other expenses if any, since same will not be borne by Hotel Corporation of India Limited Above fees will be exclusive of GST	

Signature

Name & Designation of the Authorised Signatory

Membership Number

Stamp of the PCS Firm

Place:

Date:

