

एआई एसेट्स होल्डिंग लिमिटेड
(पूर्व में एयर इंडिया एसेट्स होल्डिंग लिमिटेड)
AI ASSETS HOLDING LIMITED
(Formerly AIR INDIA ASSETS HOLDING LIMITED)

Tender No. AIAHL/Internal Auditor/2023 dated 27.03.2023

(For appointment of an Internal Auditor for carrying out an Internal Audit of AI Assets Holding Limited at Corporate office for three Financial Years, 2023-24, 2024-25 & 2025-26)

Tender for

Appointment of an Internal Auditor

for

AI Assets Holding Limited

for Three Financial Years, 2023-24, 2024-25 & 2025-26

Registered Office

AI ASSETS HOLDING LIMITED (AIAHL),
Airline House, 113, Gurudwara Rakabganj Road,
New Delhi-110 001

Corporate Office

AI ASSETS HOLDING LIMITED (AIAHL),
2nd Floor, Air India Reservation Building,
Safdarjung Airport,

New Delhi-110 003

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DISCLAIMER

The information contained in this TENDER or subsequently provided to bidder(s) whether verbally or in documentary or in any other form or on behalf of AI Assets Holding Limited (AIAHL), is provided to the bidder(s) on the terms and conditions set out in this TENDER and such other terms and conditions subject to which such information is provided.

This TENDER is not an agreement and is neither an offer nor invitation by AI Assets Holding Limited (AIAHL) to the prospective bidder(s) or any other person.

The purpose of this TENDER is to provide interested parties with information that may be useful to them in making their technical and financial offers pursuant to this TENDER.

While the document has been prepared in good faith, no representation or warranty, express or implied, is or will be made, and no responsibility or liability will be accepted by AI Assets Holding Limited (AIAHL) or any of its employees, in relation to the accuracy or completeness of this document and any liability thereof is expressly disclaimed.

No contractual obligation on behalf of AI Assets Holding Limited (AIAHL), whatsoever, shall arise from the offer process unless and until a formal contract is signed and executed by duly authorized officers of AI Assets Holding Limited (AIAHL) and the bidder.

AI Assets Holding Limited (AIAHL) makes 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 TENDER or otherwise, including the accuracy, adequacy, correctness, completeness or reliability of the TENDER and any assessment, assumption, statement or information contained therein or deemed to form part of this TENDER or arising in any way in the bidding process.

AI Assets Holding Limited (AIAHL) 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 TENDER.

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Important Information

1	TENDER Ref. No	TENDER No. AIAHL/Internal Auditor/2023 Dated 27 th March 2023
2	Last date for receipt of queries from bidder	3.04.2023
3	Last date for hosting of clarifications / amendments, if any.	10.04.2023
4	Last date and time for bid submission	17.04.2023 at 1500 hrs.
5	Place of submission of Bids	Manager- Finance & Admin, AI ASSETS HOLDIIMITED (AIAHL), 2nd Floor, Air India Reservation Building, Safdarjung Airport, New Delhi, 110003
6	Date and Time of Technical Bid Opening	17.04.2023 at 1600 hrs.
7	Earnest Money Deposit (EMD)	Rs. 10,000/- (Rupees Ten thousand only)
8	Address for Communication	Manager- Finance & Admin, AI ASSETS HOLDING LIMITED, 2nd Floor, Air India Reservation Building, Safdarjung Airport, New Delhi, 110003 Email ID: manager.finance@aiahl.in & manager-legal@aiahl.in Tel: 011-2081 9801

Bids will be opened in the presence of bidders' representatives who choose to attend. The bidders' representatives must carry a letter of authority on the firm's letter-head from the authorized signatory of the applicant/bidder, or any other valid document, authorizing them to attend the bid opening, failing which they will not be permitted to participate in the bid opening process.

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AI ASSETS HOLDING LIMITED is a company incorporated under the provisions of Companies Act, 2013 with its CIN U74999DL2018GOI328865 and having its registered office at Airlines House, 113 Gurudwara Rakabganj Road, New Delhi – 110 001 and corporate office at 2nd Floor, Air India Reservation Building, Safdarjung Airport, New Delhi-110003. The Government of India initiated the strategic disinvestment of Air India in 2017 and created a Special Purpose Vehicle i.e., AIAHL with an object to warehouse accumulated working capital loans not backed by any asset along with four subsidiaries namely AI Airport Services Limited, AI Engineering Services Limited, Alliance Air Aviation Limited, and Hotel Corporation Limited, non-core assets, and other non-operational assets of Air India.

In compliance of the decision taken by Government of India for refinancing the debt of Rs. 29,464 Crore transferred from Air India to AIAHL, company has issued and allotted the nonconvertible debentures (NCDs) amounting Rs. 21,985 Crore through private placement. Three Series of NCDs were issued in September and Oct 2019 which are Unsecured, Redeemable, Taxable, Non-Convertible Debentures listed on BSE, assured for servicing and repayment by GOI.

To comply with the Companies Act 2013 requirements having listed debts issued in Sept and Oct 2019, AIAHL intends to appoint a Practicing Chartered Accountant Firm to conduct Internal Audit of the Company for the initial three year term i.e. Financial Year FY 2023-24, 2024-25 & 2025-26, extendable by another 1 year at the sole discretion of AIAHL as per the company requirements and the overall performance review of the Internal Audit firm by AIAHL.

1. Scope of Work

The illustrative (but not exhaustive) Scope of Work of the Internal Audit is given in **Annexure-I** for understanding, ready reference, and unconditional acceptance by the Bidder.

2. Mandatory Pre-Qualifications (PQs) -Eligibility criteria for submission of bid

- (i) Practicing Chartered Accountant Firm should have been in existence since last 5 years as on 28th Feb 2023 having its functioning office based in Delhi/ New Delhi as per the current records of the Institute of Chartered Accountants of India (ICAI).

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- (ii) Practicing Chartered Accountant Firm should have successfully conducted Internal Audit for at least 2 CPSE or PSUs companies whose equity/debt capital is listed in BSE / NSE, during the last 3 financial years i.e. 2019-20 to 2021-22.
- (iii) The Lead Partner under whose supervision the Internal Audit will be carried out, should have minimum Post Qualification (Chartered Accountant) Experience of 5 years, out of which minimum 3 years should be in full time practice. The cut-off date for ascertaining experience in this regard will be 28th Feb 2023.
- (iv) Practicing Chartered Accountant Firm Peer Review status as displayed in List of Peer Reviewers appearing in the website of ICAI as on 28th Feb 2023.
- (v) Practicing Chartered Accountant Firm should not have been debarred/disqualified/blacklisted by any regulator/statutory body or Government entity or any International/National Agency/institution for corrupt or fraudulent practices or for any other reason.
- (vi) Bidder to submit with the Technical bid, the required Undertaking as required at Clause 4 of this tender towards confirming unconditional Compliances/Declaration/Certificates by Firm(s) for Technical Evaluation pertaining to “No Sub-Contracting”, “Non-Disclosure” and “Confidentiality”, “No Conflict of Interest”, “Independence”, “Maximum Secretarial Audit Limits not exceeding” and “No Disqualification” declarations.
- (vii) EMD of Rs.10,000 as per the requirement of the Tender is to be submitted with the bid and proof of such EMD deposit is attached to the technical bid submitted.
- (viii) Bidder to confirm through an Undertaking Unconditional compliance to all the terms and conditions of this tender and abide by these in the event of being awarded the contract.

2.2 Bidder is required to submit compliances to each of the aforesaid PQs in the format provided at **Annexure-III** with the required supporting Documentary Evidence(s) in support of above including a Self-certified Undertaking, confirming compliances to each of the 8 PQs- Mandatory eligibility requirements, on an official Letterhead duly dated, signed and stamped by the Authorised signatory, is required to be submitted.

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Bid Proposal without the required documentary evidence(s) and the required Undertaking shall be ignored for evaluation.

2.3 AIAHL reserves the right to cancel/ restrict/ enlarge/ modify/ postpone and/or extend the date of receipt/ opening of Bid or withdraw the Bid notice without assigning any reason(s) whatsoever. In such case the bidders shall not be entitled to any form of compensation from AIAHL.

3. Terms and Conditions:

3.1 Periodicity of Audit:

- i The audit should be conducted on regular basis for the transaction audit with reporting on quarterly basis for each of the three years period.
- ii Time being the essence of the contract, it is expected that the Internal Audit Report is submitted as per the format covering quarterly review periods and the observations reported are required to be discussed with the action taken report with the Company Management and observations' pending action to be carried forward for reporting in the subsequent reporting period.
- iii Internal Report with an executive summary to be provided as part of the assignment.

3.2 Place of Audit: The audit work shall be conducted at the Corporate Office of the Company at AI Assets Holding Limited, 2nd Floor, Air India Reservation Building, Safdarjung Airport, New Delhi, 110003.

3.3 Bid Prices, Invoicing and Payment Terms:

Bidder should quote rates in respect of each financial year 2023-24, 2024-25 & 2025-26 which will be valid for the period of contract from the date of signing of contract. The charges indicated should cover the manpower and other resources costs including costs of preparation of reports, attending meetings, visits/travel for executing assignment, out of pocket expenses etc. Applicable GST should be quoted separately in the sealed financial bid.

AIAHL will not be making any other payment except those mentioned in the award letter based on the financial bid and negotiations outcome.

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Payments will be released, upon invoicing after completion of the Internal audit work, submission and acceptance by AIAHL of the Internal audit reports in respect of each year 2023-24, 2024-25 and 2025--26, within sixty (60) days from the date of submission of bills, based on the agreed rates as per the awarded terms.

No advance payment shall be made for conduct of the internal audit.

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

3.5 **Dispute resolution:** 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 CMD, AIAHL will be final and binding on both the parties to the Contract.

3.6 Clarifications on TENDER by bidders

Interested bidders can seek clarification on TENDER from AIAHL by submitting their queries either in official hard copies to Corporate Office or e-mail at manager.finance@aiahl.in & manager-legal@aiahl.in .

The queries should be submitted on or before the last date for submission of queries for clarifications as mentioned in bid details.

Clarifications will be published under 'TENDER' on the AIAHL website (<http://www.aiahl.in>) up to 6 days before closing date.

No individual clarifications will be sent to the Bidders.

Any query submitted after the expiry of the time line for submission of queries will be rejected.

3.7 Bid Submission requirements

- a. 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 & stamp of authorised person of applicant Firm.

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- b. Documentary evidence(s) in respect of all the information indicated above must be furnished along with the proposal by the applicant Firm(s).
- c. All the pages of proposal document shall be signed by the authorized signatory of the applicant Firm with Firm's stamp 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 stamp affixed.
- d. The proposal should be submitted strictly as per the terms & conditions laid down in the document.
- e. The Sealed Two Bid offers in the Prescribed Format of the Technical Bid (**Annexure-II- Bidder's Profile and Annexure-III- PQs compliances**) and the Financial Bid format at **Annexure-IV**, will be submitted in printed physical mode in two separately sealed envelopes in a Master Sealed envelope containing the two separately Sealed Technical Bid in one Sealed envelope and the Financial Bid in a separate Sealed envelope. Such Master sealed envelope containing the Sealed bid offer to be submitted to AIAHL at the below mentioned address:
- Manager, Finance & Admin (Attn:- GR Vats)**
AI ASSETS HOLDING LIMITED (AIAHL)
2nd Floor Air India Reservation building,
Safdarjung Airport, New Delhi -110003
Email: manager.finance@aiahl.in & manager-legal@aiahl.in
- f. The Sealed offer containing Bid documents should be submitted in the AIAHL office (either by post/courier or in person) as above up to 1500 hrs on or before 17th Apr 2023. Proposals received after this time of the last date shall not be considered for technical bid evaluation.
- g. **The Bid envelope must be sealed and super-scribed with "Tender for Appointment of Internal Auditor of AIAHL for the Financial Year 2023-24, 2024-25 & 2025-26".**
- h. The Name & Address of the Applicant Firm must also be mentioned clearly on the Master Bid envelope and the two Sealed envelopes containing the technical and financial bids.
- i. Bids submitted in any other form and after above-mentioned date shall not be considered.

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j. **Online or email or fax submissions of the proposals shall be summarily rejected.**

k. 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.

3.8 Earnest Money Deposit (EMD)

i. The applicants / bidders are required to submit an earnest money deposit (EMD) of Rs. 10,000/- (Ten thousand only) by way of:

- a. Demand Draft / Bankers Cheque in favour of AIAHL along with the technical bid, before last date and time of bid submission.
- b. NEFT/RTGS to the following bank account of AI Assets Holding Ltd.

Account Name	AI ASSETS HOLDING LIMITED
Bank Name	State Bank of India
Account Number	37610730327
IFS Code	SBIN0000691
Branch	NEW DELHI MAIN BRANCH

Demand Draft / Bankers Cheque / Confirmation of NEFT/RTGS of EMD shall be kept in the envelope containing Technical Bid. **Any bid not accompanied with requisite EMD will be rejected.**

ii. EMD shall be forfeited as pre-estimated damages without prejudice to any other right or remedy that may be available to AIAHL under the TENDER or the Contract or otherwise, under any of the following circumstances:

- a. If an applicant / bidder withdraws its bid after opening of the TENDER but before the award of Contract.
- b. In case of successful bidder, if it fails within the specified time limit to sign the contract, if awarded; or
- c. In case the successful bidder, having signed the contract, commits any breach thereof.

iii. EMD in case of unsuccessful bidder will be returned without any interest within 60 days of the completion of TENDER process i.e. after the award of Contract and its acceptance thereof by the successful bidder.

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- iv. No interest will be payable on EMD amount.
- v. EMD refund shall be in the form of an account payee cheque/bank transfer in favour of the unsuccessful bidders.
- vi. The refund of EMD shall be only to the applicant/bidder drawn in the name of the unsuccessful bidder and shall be mailed to the address given in the technical bid.
- vii. The EMD, in case of successful bidder, will be returned without any interest within 60 days upon commencement of awarded assignment subsequent to the appointment letter and/or contract signing.

3.8.1 EMD Exemption to MSME units:

- i Micro, Small and Medium Enterprises (MSME) registered with the following agencies are exempted from paying EMD as above:
 - a. District Industries Centres (DIC)
 - b. Khadi and Village Industries Commission (KVIC)
 - c. Khadi and Village Industries Board
 - d. Coir Board
 - e. National Small Industries Corporation (NSIC)
 - f. Directorate of Handicraft and Handloom
 - g. MSME registered in accordance with UDHYAM Registration Portal
 - h. Any other body specified by Ministry of MSME.
- ii MSMEs participating in the tender must submit the certificate of registration with anyone of the above agencies indicating the details of the tendered item along with their bid, for exemption to EMD.
- iii The Micro and Small Enterprises not registered for the particular trade / item for which tender is relevant, would not be eligible for exemption / preference.
- iv The registration certificate issued from any one of the above agencies must be valid as on close date of the tender. The successful bidder should ensure that the same is valid till the end of the contract period.
- v The MSMEs, who have applied for registration or renewal of registration with any of the above agencies / bodies, but have not obtained the valid certificate as on close date of the tender, are not eligible for exemption / preference.
- vi MSMEs will also be entitled to the payment terms of 45 days credit as against AIAHL's standard payment terms of 60 days credit.

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3.9 **Term of Appointment**-The term of appointment of an Internal Audit firm is for three years i.e. FY 2023-24, 2024-25 & 2025-26. However, subject to AIAHL's discretion, it may further be extended for one more financial year based on the company's requirements and overall performance of the Internal Audit Firm on the same/improved terms and conditions.

3.10 **Validity of bids**:- Bids shall remain valid for 120 days from date of submission mentioned in this document. **A bid valid for shorter period will be rejected.** The bidders may be required to give consent for the extension of the period of validity of the bid beyond initial 120 days, if so desired by AIAHL in writing or by email. Refusal to grant such consent would result in rejection of bid without forfeiture of the EMD. However, any extension of validity of bids will not entitle the bidder to revise/modify the bid for higher amount or any unfavourable terms for AIAHL.

3.11 Security Deposit:

- i. Successful bidder shall submit Security Deposit of Rs 50,000 with AIAHL. The Security Deposit should be paid by way of Account Payee Demand Draft, Banker's Cheque, Fixed Deposit Receipt from any commercial bank, in favor of the AI Assets Holding Limited payable at New Delhi.
- ii. Security Deposit should be submitted within 2 weeks from the date of acceptance of LOI. The Security Deposit will be interest free.
- iii. The Security Deposit will be refunded / returned without interest within 60 days of successful completion of services against the Contract after adjusting for damages, if any, that may be imposed under the terms of the Contract.
- iv. Validity of the Security Deposit would be till 60 days after the scheduled completion of all obligations under the Purchase Order / Contract.
- v. Security Deposit will be applicable to successful MSME Units also.
- vi. In case, Security Deposit is not deposited as per the terms of the Tender and the Contract, before the commencement of the Services, the bills presented by the Successful Bidder shall not be processed for payment till the time the Security Deposit is deposited by the Successful Bidder. In the event the Security Deposit is not deposited by the Successful Bidder within 45 days from the date of award of the Contract, AIAHL reserves the right to terminate the Contract and re-issue a fresh tender for providing the Services under the Contract at the sole risk and cost of the Service Provider.

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vii. In case of breach of Contract or violation of any terms of the Contract the Security Deposit shall be forfeited.

3.12 Contacting, lobbying or putting outside influence: Any effort on the part of the bidder to influence bid evaluation process or award of contract decision may result in the rejection of the bid.

3.13 Price negotiation and Release of Contract: The applicants / Bidders are advised to submit their best quotes in a Sealed financial bid format as at **Annexure-IV** in response to this Tender in the attached Bid format. The lowest evaluated financial bidder (L1) would be called for discussions on the proposed methodology for work plan and for award of work for carrying out the assignment as per the scope of work broadly indicated at **Annexure-I**. The award of the work will be at the sole discretion of AIAHL.

3.14 Practicing Chartered Accountant Firm may send “Regret Response” if uninterested in participating of this Bid.

3.15 Exit clause/Termination of contract: The contract may be terminated under the following circumstances:

- i. In the event of unsatisfactory performance of the contract / deficiency of service by the successful Bidder, AIAHL will have the right to terminate the contract by giving one (1) month prior written notice.
- ii. If there is a change in AIAHL’s requirement, AIAHL will be entitled to terminate the contract by giving one (1) month’ advance notice in writing.
- iii. If the successful Bidder desires to terminate the contract, a minimum of 6 (six) months advance notice must be given to AIAHL in writing.
- iv. In the event of any noncompliance to clause 4.

3.16 Jurisdiction Any unresolved dispute (Refer 3.5 above) whatsoever shall be subject to the jurisdiction of the Courts of New Delhi, India only.

4. Compliances/Declaration/Certificates by Firm(s) for Technical Evaluation:

The Practicing Chartered Accountant Firm(s) shall have to comply with and furnish for all the below items from 4.1 to 4.5 signed Mandatory Undertaking to be submitted with the Technical

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Bid and confirm compliances on their letterhead duly signed by the authorised signatory declaring and certifying as required under Statutory /Company rules, as under:

- 4.1 No Sub-Contracting-** The Practicing Chartered Accountant Firm shall not sub contract the Internal Audit Work. (Annexure V-1)
- 4.2 Non-Disclosure and Confidentiality-** The Internal audit team will work in strict confidence and 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. A Nondisclosure Undertaking in this regard may be submitted duly signed and stamped. (Annexure V-2)
- 4.3 No Conflict of Interest-** No partner of Practicing Chartered Accountant Firm should be related to any Director or Key Managerial Personnel or employee of the Company within the meaning of Companies Act, 2013. (Annexure V-3)
- 4.4 Independence-** Neither the Practicing Chartered Accountant Firm nor its partner(s) or associate should have any interest in the business of the Company. The Internal auditor(s) will be required to issue & submit Certificate of Independence. (Annexure V-4)
- 4.5 No Disqualification declaration-** The Practicing Chartered Accountant Firm and its partners/ employees in individual capacity shall be free from any disqualification under the Companies Act, 2013. An Undertaking in this regard as part of the Eligibility requirement has to be submitted. (Annexure V-5)

5. Debaring Provisions:

The Audit Firm will be debarred from getting, in future, the Internal Audit of AI Assets Holding Limited:

- 5.1** If the Practicing Chartered Accountant Firm obtain the appointment on the basis of any false information/mis- statement.
- 5.2** If the Practicing Chartered Accountant Firm does not take up audit in terms of appointment letter.
- 5.3** If the Practicing Chartered Accountant Firm fails to maintain/ honour confidentiality and secrecy of the Company's data , statement and any other information.

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(पूर्व में एयर इंडिया एसेट्स होल्डिंग लिमिटेड)
AI ASSETS HOLDING LIMITED
(Formerly AIR INDIA ASSETS HOLDING LIMITED)

Tender No. AIAHL/Internal Auditor/2023 dated 27.03.2023

(For appointment of an Internal Auditor for carrying out an Internal Audit of AI Assets Holding Limited at Corporate office for three Financial Years, 2023-24, 2024-25 & 2025-26)

5.4 If the Practicing Chartered Accountant Firm fails to comply with any of the condition laid down in Clause 4 above.

6. Indemnity

The bidder, in the event of being selected under this TENDER, assumes responsibility for and shall indemnify and keep AIAHL harmless from all liabilities, claims, costs, expenses, taxes and assessments including penalties, punitive damages, attorney's fees and court costs which are or may be required to be paid by reasons of any breach of the bidder's obligation under this tender or for which the bidder has assumed responsibilities under this contract including those imposed under any contract, local or national law or laws, or in respect to all salaries, wages or other compensation to all persons employed by the bidder in connection with the performance of any system covered by the contract. The bidder shall execute, deliver such other further instruments to comply with all the requirements of such laws and regulations as may be necessary there under to conform and effectuate the contract and to protect AIAHL during the tenure. In the event of any third party raising claim or bringing action against AIAHL including but not limited to action for injunction in connection with any rights consequential to performance or non-performance of the assigned tasks by the selected bidder or its employees, the bidder agrees and undertakes to defend and / or to assist AIAHL in defending at the bidder's cost against such third party's claim and / or actions and against any law suits of any kind initiated against AIAHL

7. Opening of Bids

7.1 Opening of Technical bid: Technical Bids will be opened on 17th Apr 2023 at 16:00 hrs. at the Corporate Office of the Company in the presence of the authorised representatives of the bidders who have chosen to attend the bid opening. The Sealed financial bids shall be identified, separated and all the financial bids shall be placed and kept safely in a sealed envelope to be opened for financial bid evaluation after completion and approval of the technical bid evaluation process.

7.2 Opening of Financial Bid: - After evaluation of technical bids, Financial Bids will be opened on a date and time to be intimated in due course in the presence of authorised representatives of the bidder applicants, who desire to be present for such financial bid opening.

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8. Evaluation Criteria:

i. Technical Evaluation

The Technical Evaluation shall be carried first by AIAHL based on the compliances confirmed on the Mandatory Eligibility criteria, the required documentary evidences provided and the bidder having accepted unconditionally the other tender requirements.

AIAHL reserves the right at its sole discretion to seek more information, documents, clarifications etc. from the bidder, as it may consider necessary for the purpose of technical evaluation of the bids.

ii. Financial Bid Evaluation

Upon the successful determination after the Technical Evaluation process carried by AIAHL team, the technically evaluated successful firms' financial bids shall be opened in the presence of successful bidders' authorised representatives for which such successful bidders would be notified by individual emails for financial bid opening date and time at the AIAHL office as noted above.

9. Award/Appointment letter to Successfully Evaluated Bidder

The Bidder whose quotation (as per the Financial Bid format as submitted in **Annexure –IV**) will be the lowest, will be determined as the L-1 bidder for the award/appointment letter. Within 15 days or within such extended period per AIAHL, a letter containing terms and conditions determined by AIAHL to be necessary for the due performance of the work by the Internal Auditors, in accordance with the tender, the bid response and the acceptance thereof including required changes in the work-scope, as required by AIAHL, incorporated and Appointment letter issued for acceptance of the Internal Audit Assignment.

10. Implementation of Internal Audit Assignment and Reports

The selected bidder will be required to submit acceptance of award of contract within the period of 10 business days from the date of communication of award/appointment letter.

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Delay on part of the selected bidder in taking up Internal Audit assignment will attract a penalty towards liquidated damages and Air India would also be entitled to terminate the contract. The Internal Audit Programme implementation would be monitored closely.

For AI Assets Holding Limited

GR Vats,
Manager-Finance & Admin,
AI Assets Holding Ltd.
New Delhi

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Annexure-I

Broad Scope of Work-Internal Audit

Major areas to be covered during the course of Internal Audit the Internal Audit shall be carried out in accordance with the Auditing Standards and Accounting Standards prescribed by the Institute of Chartered Accountants of India and will include such tests and controls, as the Auditor considers necessary under the circumstances.

The scope of Internal Audit encompasses the examination and evaluation of the adequacy and effectiveness of the organization's system of internal control with special emphasis on the following:

1. Financial Accounting & Financial Reporting Systems:

The overall Financial accounting & Financial reporting system to be checked thoroughly with the special stress on the below items:

- a) All Accounting is being done as per the Accounting Standards and Accounting Policies of AIAHL.
- b) Cash, bank, journal vouchers including rectification vouchers are prepared correctly and trial balance is prepared accordingly.
- c) Bank statements & monthly bank reconciliation statements.
- d) Sanctions and Grants received from Govt. of India for Interest servicing
- e) Monetization proceeds, Rentals and other credits received
- f) Utilization of Grants and monetization and rental proceeds
- g) Interest payments processing for servicing the NCDs
- h) Investment of Surplus funds, FDRs details and their utilization.
- i) Recoverable accounting and control
- j) Balance confirmation with Debtors & Creditors.
- k) TDS & payment of statutory dues in time, Tax Returns, litigations.
- l) GST, input credit, GST-TDS, and Returns matched with the challans.
- m) Prior period adjustments.
- n) Provisions and contingent liabilities.
- o) Timely recovery of advances.

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2. Internal Financial Control (IFC) audit and reporting
3. A audit program/plan shall be documented in discussions with the management beforehand for taking up each audit period assignment.
4. Quarterly Reports to be submitted to AIAHL management, containing
 - i. Detail of documents / activity/area checked with % checks and value limits checked.
 - ii. Methodology adopted in Audit scrutiny.
 - iii. Audit observations if any.
 - iv. Financial implications of the observations.
 - v. Suggested recommendations.
 - vi. SEBI format to be included.
 - vii. Management's comments/agreed actions and
 - viii. Status of actions on the previous recommendations.
 - ix. The extent of work covered during the month and the cumulative work performed up to the end of each Reporting period.
 - x. In addition, the Internal Auditor should submit 'Signed and Stamped' quarterly Report within 30 days of the close of each quarterly period with 'Executive Summary', highlighting the critical issues which require the immediate attention of management of AIAHL.
 - xi. the Internal Auditor should submit, Final Internal Audit Report within 3 months of closure of each financial year, including executive summary of the Half yearly reports and highlighting the open observations pending action for information of the management.
The above Half Yearly report to include report on verification and reconciliation of 'year-end activities' and highlighting the open observations pending action for information of the management.
 - xii. All Reports in hard copies containing observations arranged in order of the audit program/plan documented and shall be page numbered, signed and stamped on all pages. xii. The Reports and supporting documents prepared for Internal Audit assignments will be the property of AIAHL and the Internal Auditor will also provide soft copy in open format (MSWord and MS-Excel) for use of AIAHL
5. Compliance report submitted on the Action taken on the previous quarterly report.

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6. The internal auditor may be required to give a presentation to the Audit Committee after final submission of the report(s) to the management of the company.
7. 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.

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(On the Letter head of Practicing Chartered Accountant)

To be submitted in Sealed Technical Bid Envelope

Annexure-II

TECHNICAL BID EVALUATION - BIDDERS PROFILE

To,
Manager-Finance & Admin,
AI Assets Holding Limited,
2nd Floor Air India Reservation Building,
Safdarjung Airport, New Delhi-110003

Sl. No	Particulars	Description (Fill the required information in the format)
1	Registration details :- Name of the Bidding Firm	
2	a. Date of Registration with ICAI b. Firm Registration Number (Attach documentary evidence)	
3	Locational details- Complete Postal Address and date since when functioning: j. Head Office: ii. Office –Delhi a. Indicate the name of Other City as additional location b. Indicate the date since operational for each office	
4.	Contact Details – Contact Person (s), Telephone Numbers, Fax Number, E-Mail Address	

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5.	<p>a. Bank Details including Account Name, Account Number, Bank & Branch Details, IFSC Code</p> <p>b. PAN No. of Firm</p> <p>c. GST Tax Registration No. of Firm (Attach documentary proof of PAN no and GSTIN)</p>	
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<p><u>Skilled Qualified Resources:</u> -</p> <p>a. Numbers of Full Time Partners</p> <p>b. Numbers of CA Qualified full time Employees</p> <p><u>Please enclose:</u></p> <p>i. <i>Attach list of Partners and Employees showing their Names, Details of Experience in practice, membership no, client company names and Internal experience, etc.</i></p> <p>ii. <i>List out similar details of Lead Partner in practice for last 5 Financial Years under whose supervision the Internal Audit will be conducted. (Attach documentary evidence of COP, etc. for each such members)</i></p>	
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Experience Details	Name of Company audited	Year of Audit	Date of Internal Audit Report
Provide list for At Least 2 (Two) equity/debt Listed companies for which Internal audit conducted and Reports issued during the last 3 financial years. <i>(More Listed Companies for which Internal Audit/other Audits conducted in last 3 years be listed as Annexure to this Profile)</i> <i>(Attach Self certified copies of the Award letters of the 2 companies for which Internal Audit assignments done)</i>			
Please indicate whether any proceedings initiated by the ICAI/any other body against the Bidder or its partner(s) at any point in time in the last 5 years. <i>(Self-certified details to this effect be enclosed on Firm's letterhead)</i>			
Peer Review Status and certification from Peer Review Board of ICAI (State details)			

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ANNEXURE-III

TENDER No. AIAHL/ INTERNAL AUDIT / 2023

To be submitted in Sealed Technical Bid Envelope

PRE-QUALIFICATION CRITERIA (Mandatory Minimum Eligibility Criteria)

Technical Bid Evaluation

Bids of the applicants / Bidders who fulfil the following pre-qualification requirements, and submit documentary proof thereof along with the Technical Bid, will only be eligible for evaluation of the technical bids. Bidders are required to indicate the compliance status for each of the PQ criteria by stating Yes or No. The documentary evidences as required be attached with this Annexure in sequence of the criteria. No to any one of the criteria could result in disqualification of the bid as these are mandatory PQs.

Sl. No	MANDATORY REQUIREMENTS	PQ Criteria	Documentary evidence to be attached with the Technical Bid	Compliance Status (Yes/No)
1.	Practicing Chartered Accountant Firm should have in existence since last 5 years, as on 28 th Feb 2023, having functioning office of its own based in Delhi/ New Delhi as per the current records of Institute of Chartered Accountants of India (ICAI).	5 yrs	Firm Registration Certificate (FRC) issued by the Institute of Chartered Accountants of India (ICAI). Attach documentary evidence (Rental agreement, Utilities bills, etc) for	

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			functioning office at Delhi	
2.	Practicing Chartered Accountant Firm should have successfully conducted Internal Audit and should have issued the Internal audit report for at least 2 CPSE or PSUs companies whose equity/debt capital is listed in BSE / NSE, during the last 3 financial years i.e. FY 2019-20 to 2021-22.	3 CPSE/5 Yrs.	Attach list indicating PSU name, listing data, and the year and attach a Self- certified Declaration on letterhead signed and stamped	
3.	The Lead Partner under whose supervision the Internal Audit will be carried out, should have minimum Post Qualification (Chartered Accountant) Experience of 5 years, out of which minimum 3 years should be in full time practice. The cut-off date for ascertaining experience in this regard will be 28 th Feb 2023.	5 Yrs/3 Yrs.	Self- Certified details and Undertaking duly signed by the Lead Partner as per details required	
4.	Practicing Chartered Accountant Firm should be subjected to Peer Review as displayed in List of Peer Reviewers appearing in the website of ICAI as on 28 th Feb 2023.	Peer Review Certificate	Self- Certified details and Undertaking duly signed by the Lead Partner as per details required	

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5.	Practicing Chartered Accountant Firm should not have been debarred/disqualified/black listed by any regulator/statutory body or Government entity or any International/National Agency/ institution for corrupt or fraudulent practices or for any other reason.	No debarring	Self- Certified details and Undertaking duly signed by the Lead Partner as per details required	
6.	Bidder has to submit the required Undertaking with the Technical Bid as required at Para 4 of this tender towards confirming unconditional Compliances / Declaration / Certificates by Firm(s) for Technical Evaluation pertaining to No Sub-Contracting, Non-Disclosure and Confidentiality, No Conflict of Interest, Independence, and No Disqualification declaration.	NDA, No Conflict of Interest, No disqualification.	Self-certified declaration in this respect be given under two partners signatures on the firms letterhead	
7.	Earnest Money deposit	Rs.10,000	Proof of submission of EMD to be attached	

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8.	Bidder has confirmed through an Undertaking Unconditional compliance to all the terms and conditions of this tender and abide by these in the event of being awarded the contract		Self-certified Undertaking in this respect to be given on the firm's letterhead
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Name & Designation of the Authorised Signatory

Membership No:

Stamp of the Firm:

Place & Date:

Enclose:

Compliances/ Declaration/ Certificates by Firm's for Technical Evaluation as per clause 4

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Annexure-IV

TENDER No. AIAHL/Internal Audit/2023

Financial Bid Format –(To be submitted in Sealed Financial Bid Envelope)

Outsourcing of Internal Audit for the financial year 2023-24, 2024-25 and 2025-26

<u>Sl. No.</u>	<u>Description</u>	<u>Amount</u>	<u>Amount</u>	<u>Amount</u>	<u>Amount</u>
		<u>(Rs.)</u>	<u>(Rs.)</u>	<u>(Rs.)</u>	<u>(Rs.)</u>
		<u>FY 2023-24</u>	<u>FY 2024-25</u>	<u>FY. 2025-26</u>	<u>Total</u>
1.	Professional Fee (in figures and words) for Internal Audit activities as specified in Scope of Work at Annexure-I and for providing required reports as per the desired time-lines Above fee should be inclusive of out of pocket expenses including hotel, travel and other expenses if any since same will not be separately borne by AI Assets Holding Limited (AIAHL)				

Signature:

Authorized Signatory's Name:.....

Firm Name:.....

Date:.....

Notes :

1. GST to be quoted and shall be paid as per applicable rates
2. Indicate prices both in figures and words. In case there is any discrepancy between figures and words, the price in words shall prevail.
3. There should not be any cutting / overwriting. In case of cutting/overwriting, the bidder has to initial the same, otherwise such bid shall be rejected.
4. Bid with the Total lowest evaluated rates by adding the two years quoted amounts would be declared as successful bidder and after discussions with AIAHL as may be considered required, award for the work shall be awarded to such bidder.

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Annexure: V-1

UNDERTAKING / DECLARATION – NO SUB-CONTRACTING
(Undertaking from the firm on its letterhead)

We (and our employees) shall not subcontract any portion of internal audit work under this tender and failure to discharge this obligation will be considered by AIAHL to be a Termination Event under Clause 3.15 of the tender.

Signature and seal of authorized person

Date:

Place:

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Annexure V-2

UNDERTAKING/ DECLARATION - CONFIDENTIALITY

(Undertaking from the firm on its letter head)

We (and our employees) shall not, unless the AIAHL gives permission in writing, disclose any part or any information furnished by the AIAHL, to any person. The employees engaged by us will maintain strict confidentiality.

We (and our employees) shall not without prior written consent from the AIAHL make use of any document or information given by the AIAHL, except for the purposes of performing the contract awarded pursuant to this tender.

In case of a breach, the AIAHL shall be at liberty to terminate the contract and take any legal action as deemed fit.

Signature and seal of authorized person

Date:

Place:

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Annexure: V-3

UNDERTAKING/DECLARATION – NO CONFLICT OF INTEREST

(Undertaking from the firm on its letterhead)

It is certified that our firm or partner or employee are not related to any Director or Key Managerial Personnel or employees of AIAHL within the meaning of the Companies Act, 2013. It is further certified that no conflict of interest exists in AIAHL as on date and if in the future such a conflict of interest arises, we will intimate the same to AIAHL.

Signature and seal of an authorized person

Date:

Place:

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Annexure: V-4

UNDERTAKING/DECLARATION – INDEPENDENCE

(Undertaking from the firm on its letter head)

It is to certify that our firm and its partners/employees does not have any interest in the business of the Company. It is to further certify that our firm and its partners/employees will comply with the independence requirements during our tenure and will independently perform their duties.

Signature and seal of an authorized person

Date:

Place:

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Annexure: V-5

UNDERTAKING/DECLARATION – NO DISQUALIFICATION

(Undertaking from the firm on its letter head)

It is certified that our firm and its partners/employees are not disqualified under the Companies Act, 2013. It is further certified that we have not been blacklisted/debarred/disqualified by any regulators/statutory body in India in the past.

It is certified that there is no investigation pending against us or our CEO, Directors/Partners/Employees. It is further certified that, no actions have been initiated against our firm or its CEO, Directors/Partners/Employees under Companies Act, 2013 or any other Government/Statutory agencies with regard to any financial irregularities.

Signature and seal of authorized person

Date:

Place: