

NOTICE INVITING E-TENDER
(REQUEST FOR QUALIFICATION
AND PROPOSAL)

E-Tender for Appointment of Chartered Accountants firm as Independent Probity Auditor to review and monitor tender involving a shareholder of Mumbai International Airport Limited (or any of its Group Entities) in terms of OMDA for Mumbai International Airport Limited for a period of five financial years starting from Financial Year 2025-26.

27th May, 2025

NOTICE INVITING E-TENDER

E-tender invited through the Procure Tiger e-tendering portal from reputed Chartered Accountancy firms by Head – Techno Commercial (**‘Bid Officer-in-Charge’**), on behalf of Mumbai International Airport Limited (**‘MIAL’**) having registered office at Terminal-1B, CSMI Airport, Mumbai – 400099, for appointment of a Chartered Accountancy firm as Independent Probity Auditor (**‘IPA’**) to review and monitor tenders and agreements to ensure complete arm’s length arrangement for transactions involving MIAL. Appointment of independent probity auditor shall be for Contract Period (defined below).

MIAL has adopted two stage bidding process for selection of the IPA.

- a. The technical bid consisting of documents in support of eligibility criteria as per Annexure-3 and unconditional acceptance letter has to be e-mailed strictly to **‘procurement.csmia@adani.com’**. The technical bid will be opened first and the documents submitted will be examined with respect to technical eligibility criteria defined in tender conditions and requirements. It is suggested that before submitting the technical bid, requirements should be crossed checked by the Bidders with **Annexure-3**.
- b. The financial bid would be invited only from technically qualified Bidders. The intimation of the same will be given by the Company to such qualified Bidders through e-mail. Financial Bids have to be submitted online through E-Portal, in the format prescribed in **Annexure-4**. E portal link for submitting the financial bid would be provided by the Company to the technically qualified Bidders.

1. Background:

Mumbai International Airport Limited is operating, managing and developing the Chhatrapati Shivaji Maharaj International Airport at Mumbai pursuant to the Operation, Management and Development Agreement dated 4th April, 2006 ('OMDA') entered into between Airports Authority of India ('AAI') and MIAL.

Under the OMDA, MIAL has the exclusive right and authority, *inter alia*, to operate, manage and develop and to provide aeronautical and non-aeronautical services at CSMIA for a term of 30 years starting from 3rd May, 2006, with an option (subject to the provisions of the OMDA) to extend the term for an additional period of 30 years.

In terms of OMDA, every contract entered into by MIAL shall be at arm's length basis and comply with contracting procedures set forth in OMDA. OMDA is available on website of Ministry of Civil Aviation at <https://www.civilaviation.gov.in/en/agreements>.

Schedule 12 of OMDA provides that in case where a shareholder of the JVC (or any of its Group Entities) tenders/ intends to tender for a contract an independent probity auditor ('IPA') should be appointed to review and monitor tender to ensure complete arm's length arrangement. Refer Annexure 2 for Schedule 12 of OMDA.

In order to comply with Schedule 12 of OMDA, it is essential to have IPA appointed to review and monitor the tender to ensure a complete arm's length arrangement in case of any Group Entity of JVC or any of its shareholder (other than AAI) intends to participate or is a participant in any one of the tenders.

In view of above, it is proposed to appoint a CA firm as IPA for Contract Period.

2. Scope of Work and Terms of Appointment:

The purpose of this tender / RFQP is to invite CA firms for conducting independent probity audit in accordance with the scope as given under.

The illustrative (but not exhaustive) list of tasks to be performed for conducting independent probity audit by CA firm is given as under:

- (i) Brief history of the transaction is to be brought out in the report.
- (ii) Proposal shall be evaluated to determine that transaction entered with shareholder of MIAL or any of its Group Entity is in ordinary course of business and for the purpose of establishing arm's length arrangement after reviewing and monitoring the tender process conducted by MIAL.
- (iii) The IPA shall also furnish a conclusion summary in its report to bring all salient points of the report at one place and confirm that proposed transaction comply with contracting procedures as laid down in Article 8.5.7 of OMDA, as applicable with regards to Contracts, Leases and Licenses and also in compliance with Section 177 and 188 of the Companies Act, 2013.
- (iv) Any other task in relation to such transaction as may be advised by AAI and accepted by MIAL.

3. Definition in respect of Tender / RFQP

- (i) **"Bidder"** means a firm of Chartered Accountants registered with the Institute of Chartered Accountants of India (ICAI) that submits, or intends to submit, a proposal in response to this "RFQP".
- (ii) **"Contract"** means the agreement formed between MIAL and successful Bidder as evidenced by a Letter of Award issued by MIAL.
- (iii) **"RFQP"** means this Request for Qualification & Proposal including any amendments, attachments, and/or clarification pertaining to this RFQP that may be issued prior to the closing date.
- (iv) **"Contract Period"** means period of five financial years from Financial Year 2025-26 to Financial Year 2030-31.

4. Eligibility Criteria:

The Bidder meeting each of the following eligibility criteria will only be shortlisted as technically qualified Bidder.

- (i) **Experience of CA firm** - The firm should have a minimum professional experience of 10 (Ten) years.
- (ii) **No. of Partners in the firm** - The firm should have minimum 4 (Four) nos. of Partners.
- (iii) **Annual Turnover of the firm** - The firm should have minimum annual turnover of Rs. 200 lakhs during each of last three financial years.
- (iv) **No. of Statutory Audit / Internal Audit** - The firm should have an experience of carrying out minimum 03 (Three) nos. of Statutory Audit/ Internal Audit of Limited Company/Public Sector Undertaking having a minimum turnover of Rs.100 crores in any of the last three financial years.
- (v) **No. of qualified CAs with the firm** - The firm should have at least 5 nos. of Chartered Accountants at their pay roll on the date of tender submission.
- (vi) **Conflict of Interest** - The firm, as per applicable laws including Companies Act, 2013 and OMDA, should not have any conflict of interest with Mumbai International Airport Limited, any other Adani Group Company except for the work awarded by AAI. An undertaking in this regard is to be given by respective Bidder as per Clause 7 (vii).
- (vii) The firm should have Head Office/ Branch Office in Mumbai.

5. Bidding Process:

- (i) Schedule of bidding process is as under:

1.	Date of issue of tender/ RFQP	27 th May, 2025
2.	Query period	28 th May , 2025 to 30 th May, 2025
3.	Last date and time for submission of Technical Bids by e-mail to procurement.csmia@adani.com	Up to 1700 Hrs. on 3 rd June, 2025

4.	MIAL to inform technically qualified Bidders to submit Financial bid	4 th June, 2025
5.	Last date for submission of Financial bid by technically qualified Bidders through Procure Tiger E Portal in prescribed format (refer Annexure-4)	Up to 1700 Hrs. on 6 th June, 2025

- (ii) Refer checklist of documents to be submitted (**Annexure - 3**) along with tender document with respect to eligibility criteria mentioned in para 4.
- (iii) MIAL has adopted two stage bidding process for selection of IPA.
- The technical bid consisting of documents in support of eligibility criteria as per Annexure-3 and unconditional acceptance letter has to be emailed procurement.csmia@adani.com. The technical bid will be opened first and the documents submitted will be examined with respect to eligibility criteria defined in tender conditions and requirements. It is advised that, before submitting the technical bid, requirements should be crossed checked by the Bidders with **Annexure-3**.
 - The financial bid would be invited only from technically qualified Bidders. The intimation of the same will be given by the Company to such technically qualified Bidders through mail. Financial bids have to be submitted online through e-mail, in the prescribed format as provided in **Annexure-4**. E-portal link for submitting the financial bid would be provided by the Company to the technically qualified Bidders.

The Bidder scoring highest marks will be appointed as IPA for Contract Period. In case overall marks scored by two or more firms are equal, then the successful Bidder will be selected by draw of lots.

6. Evaluation of Bid

Evaluation of technical bids from Bidders meeting the eligibility criteria will be made on the following basis:

S. N.	Particulars	Max. Marks	Marks
1	Experience of CA firm	20	
	At least 10 years		14
	More than 10 to 15 years		18
	More than 15 years		20

2	Number of partners in CA firm	20	
	At least 4 partners		16
	More than 4 - 10 partners		18
	More than 10 partners		20
3	Annual Turnover of the firm (each of the last 3 financial years)	20	
	At least Rs. 200 Lakhs		12
	More than Rs. 200 lakhs to Rs. 300 lakhs		14
	More than Rs. 300 lakhs to Rs. 400 lakhs		18
	More than Rs. 400 lakhs		20
4	No. of companies (registered under Companies Act) audited in the capacity of statutory auditor and/ or internal auditor having a minimum turnover of 100 crore (At least 3 companies) in any of the last 3 Financial Years.	20	
	At least 3 companies		14
	More than 3 to 6 companies		16
	More than 6 to 10 companies		18
	More than 10 companies		20
5	No. of qualified CAs in the full time employment with the firm	20	
	At least 5 CAs		16
	More than 5-10 CAs		18
	More than 10 CAs		20
	Total marks	100	

Method of Selection:

Financial bid will be called only from technically qualified Bidders. In deciding the final selection of the IPA, the technical and financial evaluation of the proposals will be given a weightage of 50% each.

MIAL reserves the right to cancel any bid at processing stage.

7. Documents to be submitted in Technical bid:

All documents should be e-mailed to “procurement.csmia@adani.com”.

- (i) In respect of eligibility criteria Serial No. 4(i) and 4(ii) photocopy/scanned copy of Certificate issued by The Institute of Chartered Accountants of India duly certified by any of the partner of the firm.
- (ii) In respect of eligibility criteria Serial No. 4(iii), copy of Balance Sheet and P & L Account for the years ended on 31st March, 2022, 31st March, 2023 and 31st March, 2024 should be submitted duly certified by any of the partner of the firm.
- (iii) In respect of eligibility criteria Serial No. 4 (iv) list of companies audited during the Financial Year 2021-22, Financial Year 2022-23 and Financial Year 2023-24, duly certified by any partner of the firm in the following format :

S. No.	Name of the Company	Whether as Internal Auditor/ Statutory Auditor	Year of auditing	Turnover of the Company

- (iv) In respect of eligibility criteria Serial No. 4 (v), list of CA employees duly certified by any of the partner of the firm.
- (v) A copy of GST Registration Number.
- (vi) A copy of PAN.
- (vii) Every Bidder has to confirm that the firm, as per applicable laws including Companies Act, 2013 and OMDA, has no conflict of interest with Mumbai International Airport Limited, any other Adani Group Company except for the work awarded by AAI. An Undertaking in this regard must be submitted by every Bidder duly signed by any of the partner of the firm (**refer Annexure 5**).
- (viii) Unconditional Acceptance letter duly signed by any of the partner of the firm as per **Annexure 1**.

8. FINANCIAL BID

Probity audit is to be done on need basis as and when required by MIAL during the Contract Period. Bidder shall quote the fee per certificate in INR only. Fee shall be quoted inclusive of all taxes and levies except GST which shall be paid as per actual after receiving the invoice. Financial bid is to be submitted in prescribed format (**Annexure-4**).

Financial bid will carry 100 marks. The Lowest bidder will get 100 marks.

9. Payment Terms

Payment will be released to probity auditor on case to case basis after receipt of invoice.

10. General Note:

- (i) All supporting documents should be submitted along with the technical bid in digital form duly certified/attested by any partner and have be e-mailed to “procurement.csmia@adani.com’
- (ii) In case any Bidder fails to submit the documents in support of qualifying requirements (QR), the offer of the Bidder shall be rejected and the Bidder shall be disqualified for Financial bid.
- (iii) Any clarification regarding the tender can be obtained from Head Techno Commercial – Bid Officer-in-Charge, Tel : 022-66850900 E-mail: [‘procurement.csmia@adani.com’](mailto:procurement.csmia@adani.com)
- (iv) The financial bids should be uploaded by the Bidder on Procure Tiger eportal not later than 1700 Hrs on 6th June, 2025. Financial bid received after that date and time will not be entertained. Financial bid sent directly in physical form will not be entertained.

ANNEXURE-1

Acceptance Letter – On the Letter-head of the firm

To

Head Techno Commercial
Bid Officer-in-Charge
Terminal-1B,
CSMI Airport,
Mumbai – 400099

Sir,

Subject: Acceptance of MIAL’S E-Tender Conditions

1. The bid documents for the work “Appointment of Chartered Accountants firm as IPA of Mumbai International Airport Limited (MIAL) for Contract Period” have been issued to us by MIAL and we hereby certify that we have read the entire terms and conditions of the bid documents which shall form part of the Contract we shall abide by the conditions/clauses contained therein.
2. We hereby unconditionally accept the tender conditions of MIAL’s bid documents in its entirety for the above work.

In case, the bid is found to be in violation of the terms and conditions contained in the bid documents, we agree that the bid will be rejected by MIAL without prejudice to any other right or remedy.

Signature of the partner

Name & Designation of the Authorized Signatory: Seal of the Firm

Place: _____

Date: _____

ANNEXURE-2

SCHEDULE-12 of OMDA

Contracting Procedures

No shareholder of the JVC (nor any of its Group Entities) that has an interest in the contract can be involved in the design of the contract, or the contracting process or decision-making.

Where a shareholder of the JVC (or any of its Group Entities) intends to tender for the contract, an independent probity auditor must be appointed to review and monitor the tender to ensure a complete arm's length arrangement. It is clarified that the independent probity auditor shall not be a Group Entity of the JVC or any of its shareholders. JVC shall agree to the appropriate terms of reference and the selection procedure of the independent probity auditor as laid down by AAI.

ANNEXURE-3

CHECKLIST

S. No.	Particulars	Attached Yes/No	Remarks
1	Details of experience of the firm and details of partners (Clause 7 (i))		
2	Copy of audited financial statement for the last three financial years (mention total turnover for three years in remarks column) (Clause 7 (ii))		
3	Details of statutory audit/ internal audit (Clause 7 (iii))		
4	List of qualified CAs with the firm (Clause 7 (iv))		
5	Copy of GST registration (Clause 7 (v))		
6	Copy of Permanent Account Number Clause 7 (vi))		
7	Undertaking that the firm does not have any conflict of interest - Annexure 5 . (Clause 7 (vii))		
8	Tender document (all pages) signed by bidder		
9	Proof of Registered Head Office or Branch at Mumbai		
10	Copy of ICAI Firm registration certificate showing name of the Firm		

Signature of the partner

Name & Designation of the Authorized Signatory: Seal of the Chartered Accountants firm

Place: _____

Date: _____

ANNEXURE- 4

On the letter head of Firm.

PROFORMA FOR FINANCIAL BID

(In INR only)

Particular	Amount in figures	Amount in Words
Fees (To be quoted in INR on per certificate basis and certification would be on need basis as and when required by MIAL during the Contract Period.)		

1. Quoted amount includes all taxes and levies and other components except GST which shall be paid extra as per actual.
2. In case overall marks scored by two or more firms are same, then the successful bidder will be selected by draw of lots.

Signature of the partner

Name & Designation of the Authorized Signatory: Seal of the Chartered Accountants firm

Place: _____

Date: _____

ANNEXURE - 5

Undertaking - On letterhead of the firm

To,
Head Techno Commercial
Bid Officer-in-Charge
Terminal-1B,
CSMI Airport,
Mumbai - 400099

This is to confirm that our firm, as per applicable laws including Companies Act, 2013 and OMDA, has no conflict of interest with Mumbai International Airport Limited, any other Adani Group Company, *except for the work awarded by the Airports Authority of India.

Signature of partner

Name & Designation of the Authorized Signatory: Seal of the Firm

Date: _____

Place: _____

* strike out if not applicable.