



‘Expression of Interest’ by Qualified Chartered Accountants for Empanelment as Statutory Auditors / Additional Auditors / Concurrent Auditors for Concessionaires of Four Groups of “Ganga Expressway Project” in the State of Uttar Pradesh in India

EOI NO. : UPEIDA / 454(23) / 2022

Invited by:

Uttar Pradesh Expressways Industrial Development Authority (UPEIDA)
2nd Floor, Paryatan Bhawan, C-13, Vipin Khand, Gomti Nagar, Lucknow-226010, India.

Notice Inviting EOI from Qualified Chartered Accountants for Empanelment as Statutory Auditors / Additional Auditors / Concurrent Auditors for Concessionaires of Four Groups of “Ganga Expressway Project” in the State of Uttar Pradesh in India



Uttar Pradesh Expressways Industrial Development Authority (UPEIDA)
2nd Floor, Paryatan Bhawan, C-13, Vipin Khand, Gomti Nagar, Lucknow-226010 India
Phone : +91 522 2307592/2307542 Fax : +91 522 4013560 E-mail: upeida.finance@gmail.com

Notice inviting ‘Expression of Interest’ from Qualified Chartered Accountants for Empanelment as Statutory Auditors / Additional Auditors / Concurrent Auditors separately for Concessionaires of Four Groups of “Ganga Expressway Project” in the State of Uttar Pradesh in India

Chief Executive Officer, UPEIDA, invites ‘Expression of Interest’ (EOI) from eligible Qualified Chartered Accountant Entities for Empanelment as Statutory Auditors / Additional Auditors / Concurrent Auditors separately for Concessionaires of Four Groups of Access Controlled 06-Lane (expandable to 08 Lanes) Greenfield “Ganga Expressway Project” in the State of Uttar Pradesh in India.

The interested Chartered Accountant Entities may study the EOI document available on the website <https://upeida.up.gov.in> for further details. Queries, if any, may be posted by email to upeida.finance@gmail.com with the title / subject line of the email being “Query for EOI – Empanelment of Chartered Accountants for “Ganga Expressway Project”. In case of necessity of a personal contact, the Additional Chief Executive Officer of UPEIDA will respond over the mobile phone no. +91-9412188812 or Landline No. +91-522-2307542.

Expression of Interest (EOI) clearly indicating the required relevant details may be submitted separately for one or more out of the four Groups subject to the conditions mentioned in the EOI Document, before 18:00 hrs on 15 March 2022 to the Chief Executive Officer at the abovementioned address with superscription on the envelope as “Expression of Interest for Empanelment of Chartered Accountants for Ganga Expressway Project Group I / II / III / IV” (as the case may be).

Applicants may also send additionally the pdf copy of complete EOI and its attachments, if any, through e-mail to upeida.finance@gmail.com with the aforementioned title / subject line before 18:00 hrs on 15 March 2022.

All further notices, corrigenda, addenda, amendments and clarifications, if any, before the date of submission of EOI, will be hosted on the same website as mentioned above.

UPEIDA reserves the right to accept / reject any or all EOI(s) received without assigning any reason.

Chief Executive Officer, U.P. Expressways Industrial Development Authority (UPEIDA)

Table of Contents

1. Introduction and Background	3
1.1 Uttar Pradesh Expressways Industrial Development Authority (UPEIDA).....	3
1.2 Ganga Expressway Project	3
1.3 Context of the Expression of Interest (EOI)	5
1.4 Brief Description of EOI Process.....	6
1.5 Disclaimer	6
2. Scope of EOI	8
2.1 Strategic Need for the Expressway	8
2.2 Assignment of the Project to the Successful Bidders	8
2.3 The Concessionaires.....	9
2.4 The Appointment of Auditors	9
2.5 The Criteria for Preparing Panel of CAs and the Procedure to be adopted	11
2.6 Format of the Expression of Interest	13
2.7 Separate EOI for separate Group.....	14
2.8 Remuneration	14
3. Important Dates & Information	15
3.1 EOI Related Dates and Information	15
4. Other Aspects	17
4.1 Detailed Project Report.....	17
4.2 Financial details of the Project	17
4.3 Availing EOI Document	17
4.4 Completeness of the EOI Response	17
4.5 Cost of EOI.....	17
4.6 Submission of EOI Queries	17
4.7 Amendment of EOI Document.....	18
4.8 UPEIDA's Right to Terminate the Process.....	18
4.9 Sealing, Marking and Submission of EOI	18
4.10 Late Submission of EOI	19
4.11 Language of EOI	19
5. Formats for EOI Submission	20
5.1 Annexure 1: Check-list for the documents to be submitted in EOI response	20
5.2 Annexure 2: Covering Letter	21
5.3 Annexure 3: Format to share Particulars of the Applicant Entity.....	22
5.4 Annexure 4:List of Companies Audited by Applicant Entity	23
5.5 Annexure 5: Details of Companies Audited : Annual Turnover Rs 100 cr or more ...	24
5.6 Annexure 6: Details of Practising CAs on the rolls of the Applicant Entity	25
5.7 Annexure 7: Declaration	26

1. Introduction and Background

1.1 Uttar Pradesh Expressways Industrial Development Authority (UPEIDA)

Uttar Pradesh Expressways Industrial Development Authority (UPEIDA) has been set up as a statutory entity of Government of State of Uttar Pradesh in India, in the year 2007 under the Uttar Pradesh Industrial Area Development Act, 1976 enacted by the Provincial Government. UPEIDA has been assigned by the Government of Uttar Pradesh to work as the nodal agency for construction of Expressway Projects in the State. UPEIDA has completed the construction work of 302 kms. long 6-lane (expandable to 08 lanes) Agra to Lucknow Access-Controlled (Greenfield) Expressway Project which is operational for public vehicular traffic. This Expressway is a critical high-speed road link between the State Capital and western part of Uttar Pradesh upto Agra and it provides a seamless, short and faster connectivity to National Capital City Region (NCR) upto Delhi in conjunction with the Yamuna Expressway that is already in operation from Agra to New Delhi. The toll is being levied on usage of this Expressway under the provisions of The Uttar Pradesh Expressway (Levy of Tolls and Fixing of Fees and Realisation Thereof) Rules 2010 as amended up-to-date with the Fourth Amendment thereof notified on 15 December 2017. Various townships and agricultural / industrial hubs, logistic parks and various other facilities are also planned for being created alongside the expressway as also in its hinterland by the Government of Uttar Pradesh.

Further, the work on Purvanchal Expressway (341 Km) has been completed and it has been inaugurated recently. Two more Projects viz. Bundelkhand Expressway (296 Km) and Gorakhpur Link Expressway (96 Km) are also under various stages of construction on the lines of Agra to Lucknow Expressway in EPC mode.

Now, the State Government has embarked upon the construction of one more project, namely, 594 Km long Ganga Expressway Project under Design, Build, Finance, Operate and Transfer (DBFOT) basis under Public Private Partnership (PPP) mode.

UPEIDA is also seized of development of Economic and Industrial Corridors alongside these Expressways and a Defence Industrial Corridor in the State.

1.2 Ganga Expressway Project

Ganga Expressway is designed to be a 594 km long Green Field Expressway from its initiating node at village Bijouli near Meerut to Judapur Dadon node in the district of

Prayagraj in Uttar Pradesh. This Expressway is being developed on DBFOT basis in PPP mode by UPEIDA with the support of State Government. This Expressway would connect 12 agriculturally predominant districts of the State to the State Capital City of Lucknow and onward to the National Capital Region of Delhi through Meerut to Delhi Expressway under construction by NHAI as of now. On the other hand this Expressway shall also provide these areas of Uttar Pradesh a seamless connectivity to various districts of the States of Bihar and West Bengal upto Kolkata and onwards through other connected National Highways. Thus, this Expressway Project would also attract a substantial quantum of road traffic that will be further bolstered upon development of Industrial and Economic Corridor comprised of several specialised economic hubs alongside the main carriageway. The toll will be levied on usage of this Expressway under the provisions of aforementioned Uttar Pradesh Expressway Toll Rules.

The Detailed Project Report for “Ganga Expressway Project” had been prepared in 12 packages of the Project. However, for the purpose of development of the Project in PPP mode, the Expressway has been divided into four Groups (by appropriately combining these 12 Packages), as indicated in the following table. Further, on the basis of a competitive bidding, these Parts / Groups have been assigned to the successful bidders as indicated for each Part / Group in this table.

Part / Group No.	Village Name (with district name) From	Village Name (with district name) To	Length (Km.)	Approved Bidder
I	Bijouli (Meerut)	Nagala Baraha (Budaun)	129.700	IRB Infrastructure Developer Ltd.
II	Nagala Baraha (Budaun)	Ubraiya Khurd (Hardoi)	151.700	Adani Exterprises Ltd.
III	Ubraiya Khurd (Hardoi)	Sarso (Unnao)	155.700	Adani Exterprises Ltd.
IV	Sarso (Unnao)	Judapur Dadon (Prayagraj)	156.847	Adani Exterprises Ltd.
Total			593.947	

The selected Bidders have floated the following Special Purpose Vehicles (SPVs) under the Companies Act, 2013 as Concessionaires under the Project, and each these Concessionaires have executed separately the Concession Agreement with UPEIDA:-

Part / Group No.	Special Purpose Vehicle / Concessionaire	Registered Address of the Concessionaire
I	Meerut Budaun Expressway Private Limited	Office No. 1101, Hiranandani Knowledge Park Technology Street, Hill Side Avenue, Powai, Mumbai 400076
II	Budaun Hardoi Road Private Limited	Adani Corporate House Shantigram, Near Vaishno Devi Circle, S. G. Highway, Khodiyar Ahmedabad 382421
III	Hardoi Unnao Road Private Limited	Adani Corporate House Shantigram, Near Vaishno Devi Circle, S. G. Highway, Khodiyar Ahmedabad 382421
IV	Unnao Prayagraj Road Private Limited	Adani Corporate House Shantigram, Near Vaishno Devi Circle, S. G. Highway, Khodiyar Ahmedabad 382421

1.3 Context of the Expression of Interest (EOI)

The Companies registered under Companies Act, 2013, are required to appoint the Auditors in compliance with the provisions as contained in the Companies Act, 2013. Further, the matter of requirement of appointing a Chartered Accountant by the Concessionaire as Statutory Auditor has been spelt out in the Concession Agreement in its Article 33.2 that reads as follows:-

“33.2 Appointment of auditors

33.2.1 The Concessionaire shall appoint, and have during the subsistence of this Agreement as its Statutory Auditors, a firm chosen by it from the mutually agreed list of 10 (ten) reputable firms of chartered accountants (the “Panel of Chartered Accountants”), such list to be prepared substantially in accordance with the criteria

set forth in Schedule-T. All fees and expenses of the Statutory Auditors shall be borne by the Concessionaire.

33.2.2 The Concessionaire may terminate the appointment of its Statutory Auditors after a notice of 45 (forty five) days to the Authority (UPEIDA), subject to the replacement Statutory Auditors being appointed from the Panel of Chartered Accountants.

33.2.3 Notwithstanding anything to the contrary contained in this Agreement, the Authority (UPEIDA) shall have the right, but not the obligation, to appoint at its cost from time to time and at any time, another firm (the "Additional Auditors") as may be decided by the Authority to audit and verify all those matters, expenses, costs, realisations and things which the Statutory Auditors are required to do, undertake or certify pursuant to this Agreement.

33.2.4 The Authority (UPEIDA) shall have the right, but not the obligation, to appoint at its cost, for the duration of the Construction Period, another firm (the "Concurrent Auditors") as may be decided by the Authority (UPEIDA) to undertake concurrent audit of the Concessionaire's accounts.

In this backdrop, this proposal of calling for the 'Expression of Interest' by UPEIDA from the interested and eligible Chartered Accountants for preparation of a Panel for appointment of Auditors by the Concessionaire for Ganga Expressway Project has been instituted.

1.4 Brief Description of EOI Process

UPEIDA intends to make the process more participative in nature by inviting the wider market interest. In line with this objective, UPEIDA has decided to undertake this EOI exercise to seek proposals from the interested and eligible Chartered Accountants interested and eligible Chartered Accountants in line with the process described later in this document. Subsequently, UPEIDA will undertake its own analysis of the proposals, seek appropriate Approvals and send out formal proposals to the respective Concessionaires for maintaining the panel of Chartered Accountants for the specified period.

1.5 Disclaimer

Information provided in this EOI document to the interested applicant(s) is on a wide range of matters, some of which may depend upon interpretation of law. The information given is not intended to be an exhaustive account of statutory requirements and should not be regarded as a complete or authoritative statement of

law. UPEIDA accepts no responsibility for the accuracy or otherwise for any interpretation or opinion on law expressed herein. Further, the information related to Project is being provided only as a preliminary reference by way of assistance to the Applicants who are expected to carry out their own detailed examination of the subject matter before submitting their Expressions of Interest. Nothing contained in this document shall be binding on UPEIDA nor confer any right on the Applicants, and UPEIDA shall have no liability whatsoever in relation to or arising out of any or all contents of this EOI document.

2. Scope of EOI

2.1 Strategic need for the Expressway

The “Ganga Expressway” has been conceived as a Greenfield Project to provide a critical high-speed road link between the agriculturally predominant areas of the State of Uttar Pradesh with a variety of agricultural and allied commodities production centres to the consumer centres in State Capitals, National Capital Region and other cities along the alignment of this Expressway. This Expressway would also provide faster connectivity to the vehicular traffic flowing between the Northern and eastern parts of the Country. The setting up of Industrial and Economic Corridors proposed alongside this Expressway will further prop up the vehicular traffic on the road. Thus, it is expected to boost the economy of the areas of the State alongside its alignment. Therefore, the State government has accorded a very high priority to this Project.

2.2 Assignment of the Project to the Successful Bidders

The Project is being developed in four Groups (of packages) on Design, Build, Finance, Operate and Transfer (DBFOT) (Toll) basis in PPP mode as indicated earlier. The bids had been invited for these four Groups separately and for all practical purposes, each Group is considered as a separate Project. The details of assignment of the Project to the successful bidders is as follows:-

Part / Group No.	Village Name (with district name) From	Village Name (with district name) To	Length (Km.)	Approved Bidder
I	Bijouli (Meerut)	Nagala Baraha (Budaun)	129.700	IRB Infrastructure Developer Ltd.
II	Nagala Baraha (Budaun)	Ubraiya Khurd (Hardoi)	151.700	Adani Enterprises Ltd.
III	Ubraiya Khurd (Hardoi)	Sarso (Unnao)	155.700	Adani Enterprises Ltd.
IV	Sarso (Unnao)	Judapur Dadon (Prayagraj)	156.847	Adani Enterprises Ltd.
Total			593.947	

2.3 The Concessionaires:-

The selected Bidders have floated the following Special Purpose Vehicles (SPVs) under the Companies Act, 2013 as Concessionaires under the Project, and each of these Concessionaires have executed separately the Concession Agreement with UPEIDA:-

Part / Group No.	Special Purpose Vehicle / Concessionaire	Registered Address of the Concessionaire
I	Meerut Budaun Expressway Private Limited	Office No. 1101, Hiranandani Knowledge Park Technology Street, Hill Side Avenue, Powai, Mumbai 400076
II	Budaun Hardoi Road Private Limited	Adani Corporate House Shantigram, Near Vaishno Devi Circle, S. G. Highway, Khodiyar Ahmedabad 382421
III	Hardoi Unnao Road Private Limited	Adani Corporate House Shantigram, Near Vaishno Devi Circle, S. G. Highway, Khodiyar Ahmedabad 382421
IV	Unnao Prayagraj Road Private Limited	Adani Corporate House Shantigram, Near Vaishno Devi Circle, S. G. Highway, Khodiyar Ahmedabad 382421

2.4 The Appointment of Auditors:-

2.4.1 As the Concessionaires are the Companies registered under the Companies Act, 2013, the Concessionaires are required to appoint the Auditors in consonance with the provisions as contained under the "Chapter X : Audit and Auditors" of the Companies Act, 2013.

2.4.2 Further, the matter of requirement of appointing a Chartered Accountant by the Concessionaire as Statutory Auditor has been spelt out in the Concession Agreement in its Article 33.2 that reads as follows:-

Article “33.2 Appointment of auditors

33.2.1 The Concessionaire shall appoint, and have during the subsistence of this Agreement as its Statutory Auditors, a firm chosen by it from the mutually agreed list of 10 (ten) reputable firms of chartered accountants (the “Panel of Chartered Accountants”), such list to be prepared substantially in accordance with the criteria set forth in Schedule-T. All fees and expenses of the Statutory Auditors shall be borne by the Concessionaire.

33.2.2 The Concessionaire may terminate the appointment of its Statutory Auditors after a notice of 45 (forty five) days to the Authority (UPEIDA), subject to the replacement Statutory Auditors being appointed from the Panel of Chartered Accountants.

33.2.3 Notwithstanding anything to the contrary contained in this Agreement, the Authority (UPEIDA) shall have the right, but not the obligation, to appoint at its cost from time to time and at any time, another firm (the “Additional Auditors”) as may be decided by the Authority to audit and verify all those matters, expenses, costs, realisations and things which the Statutory Auditors are required to do, undertake or certify pursuant to this Agreement.

33.2.4 The Authority (UPEIDA) shall have the right, but not the obligation, to appoint at its cost, for the duration of the Construction Period, another firm (the “Concurrent Auditors”) as may be decided by the Authority (UPEIDA) to undertake concurrent audit of the Concessionaire’s accounts.

2.4.3 Further to the above, the Concession Agreement provides for the following clause:-

Article 33.3 Certification of claims by Statutory Auditors

Any claim or document provided by the Concessionaire to the Authority in connection with or relating to receipts, income, payments, costs, expenses, accounts or audit, and any matter incidental thereto shall be valid and effective only if certified by its Statutory Auditors. For the avoidance of doubt, such certification shall not be required for exchange of information in the normal course of business including the submission of Monthly Fee Statements under Clause 19.5.”

2.4.4 In the light of the broad scope of services as mentioned above, UPEIDA proposes to prepare the Panel of Chartered Accountants for appointment

of Statutory Auditors, Additional Auditors and Concurrent Auditors, separately for each of the aforementioned four Packages of Ganga Expressway. The appointment of the Auditors out of this Panel shall be done by the respective Concessionaire complying with the relevant provisions of Companies Act, 2013. In case of a need for appointment of Additional Auditors or Concurrent Auditors by UPEIDA at its own cost, UPEIDA would appoint the same from this Panel.

2.5 The criteria for preparing Panel of Chartered Accountants and the procedure to be adopted in this behalf

2.5.1 The criteria for preparing Panel of Chartered Accountants and the procedure to be adopted in this behalf shall be as defined in the Schedule-T of the Concession Agreement. The Schedule-T referred to in the Article 33.2.1 of the Concession Agreement executed between UPEIDA and the respective Concessionaires reads as follows:-

“PANEL OF CHARTERED ACCOUNTANTS

1. Panel of Chartered Accountants

Pursuant to the provisions of Clause 33.2.1 of the Agreement, the Authority and the Concessionaire shall prepare a mutually agreed panel of 10 (ten) reputable firms of Chartered Accountants having their registered offices in India (the “Panel of Chartered Accountants”). The criteria for preparing such Panel and the procedure to be adopted in this behalf shall be as set forth in this Schedule-T.

2. Invitation for empanelment

2.1 The Authority shall invite offers from all reputable firms of Chartered Accountants who fulfil the following eligibility criteria, namely:

(a) the firm should have conducted statutory audit of the annual accounts of at least one hundred companies registered under the Companies Act, 2013, of which at least ten should have been public sector undertakings;

(b) the firm should have at least 5 (five) practising Chartered Accountants on its rolls, each with a minimum experience of ten years in the profession;

(c) the firm or any of its partners should not have been disqualified or black-listed by the Comptroller and Auditor General of India or the Authority; and

(d) the firm should have an office in the State or in an adjacent State with at least 2 (two) practising Chartered Accountants on its rolls in such State.

2.2 Interested firms meeting the eligibility criteria shall be required to submit a statement of their capability including the bio-data of all the practising Chartered Accountants on its rolls. In particular, each firm shall be required to furnish year-wise information relating to the names of all the companies with an annual turnover exceeding Rs. 100,00,00,000 (Rs. one hundred crore) whose annual accounts were audited by such firm in any of the preceding 5 (five) Accounting Years.

3 Evaluation and selection

3.1 The information furnished by each firm shall be scrutinised and evaluated by the Authority (UPEIDA) and 1 (one) point shall be awarded for each annual audit of the companies specified in Paragraph 2.2 above. (For the avoidance of doubt, a firm which has conducted audit of the annual accounts of any such company for five years shall be awarded five points).

3.2 The Authority (UPEIDA) shall prepare a list of all the eligible firms along with the points scored by each such firm and 10 (ten) firms scoring the highest points shall be identified and included in the draft Panel of Chartered Accountants.

4 Consultation with the Concessionaire

The Authority (UPEIDA) shall convey the aforesaid panel of firms to the Concessionaire for scrutiny and comments, if any. The Concessionaire shall be entitled to scrutinise the relevant records of the Authority (UPEIDA) to ascertain whether the selection of firms has been undertaken in accordance with the prescribed procedure and it shall send its comments, if any, to the Authority (UPEIDA) within 15 (fifteen) days of receiving the aforesaid panel.

5 Mutually agreed panel

5.1 The Authority shall, after considering all relevant factors including the comments, if any, of the Concessionaire, finalise and constitute a panel of 10 (ten) firms which shall be deemed to be the mutually agreed Panel of Chartered Accountants.

5.2 After completion of every five years from the date of preparing the mutually agreed Panel of Chartered Accountants, or such earlier period as may be agreed between the Authority and the Concessionaire, a new panel shall be prepared in accordance with the provisions of this Schedule - T."

Accordingly, the criteria and the procedure as aforementioned shall be adopted for preparation of the Panel of Chartered Accountants for being appointed as Auditors by the respective Concessionaire(s).

2.6 Format of the Expression of Interest

In the light of the above, the format of the Expression of Interest would comprise broadly of the following:-

- i. The Covering Letter indicating the interest of the Applicant Entity
- ii. A Check-list duly filled in
- iii. The Power of Attorney for the official signing on the EOI and related documents
- iv. Evidence of the existence of the Applicant Entity as a legal entity competent to undertake the work of audit as indicated in the Companies Act, 2013. The certified copy of Certificate of Registration / Incorporation of the Applicant Entity would be required to be submitted.
- v. Basic Particulars of the Applicant Entity
- vi. A list of the companies registered under the Companies Act, 2013, in respect of which the Applicant Entity has conducted statutory audit of the annual accounts This list may indicate separately the public sector undertakings and private sector companies so as to facilitate appropriate assessment;
- vii. A statement of the capability of Applicant Entity furnishing, in particular, the year-wise information relating to the names of all the companies with an annual turnover exceeding Rs. 100,00,00,000 (Rs. one hundred crore) whose annual accounts were audited by the Applicant Entity in any of the preceding 5 (five) Accounting Years. For the purpose of clarification, if the audit of one such Company has been conducted in more than one years in the preceding five Accounting Years, the name of such Company may appear in each such year.
- viii. A list along with separate Bio-Data of each of the practising Chartered Accountants on the rolls of the Applicant Entity. The names of the Chartered Accountants each with a minimum experience of ten years in the profession may be given specifically in this list along with the evidence of their experience for a minimum period of ten years.
- ix. The evidence of existence of an office of the Applicant Entity in the State of Uttar Pradesh or in an adjacent State with positioning of at least 2 (two) practising Chartered Accountants on its rolls in the office in such State.

- x. A declaration to the effect that the Applicant Entity or any of its partners should not have been disqualified or black-listed by the Comptroller and Auditor General of India or any other Competent Authority.
- xi. Any other information that the Applicant Entity may like to furnish in support of its EOI, may be attached.

Broad formats that may be adopted by the Applicant Entity for the sake of uniformity are given in Part - 5 of this EOI document. Any additional information to be furnished by the Applicant to facilitate its consideration for empanelment, may be attached at appropriate place.

2.7 Separate EOI for separate Group

As the Panel of Chartered Accountants is to be prepared separately for the four Groups of the Ganga Expressway for four separate Concessionaires on a mutually exclusive basis, it is necessary that the Applicants should submit separate EOI for one or more out of the four Groups chosen by the Applicant for its EOI. In any case, one qualifying Chartered Accountant Entity shall be placed in the Panel for one Group / Concessionaire only. To facilitate the final choice, the Applicants submitting more than one EOI as aforesaid, may indicate their choice ranking for each of the Group / Concessionaire for which EOI is submitted by them, appropriately in the EOI Covering Letter.

2.8 Remuneration :-

The remuneration of the Auditors to be appointed by the Concessionaire out of the Panel finalised by UPEIDA with the respective Concessionaire, shall be as governed by the Section 142 of the Companies Act, 2013 and its subsequent amendments, if any. The remuneration of any Additional / Concurrent Auditors to be appointed, if any, by UPEIDA under the provisions of the Concession Agreement, shall be mutually negotiated between UPEIDA and the concerned Chartered Accountant(s).

3. Important Dates & Information

3.1 EOI related Dates and Other Information

Sl. No.	Item	Details
1	Project Name	'Expression of Interest' from Qualified Chartered Accountants for Empanelment as Statutory Auditors / Additional Auditors / Concurrent Auditors for Concessionaires of Four Groups of "Ganga Expressway Project" in the State of Uttar Pradesh in India
2	EOI Reference Number	UPEIDA / 454(23) / 2022
3	EOI Issue Date	10 February 2022
4	Website to download EOI Document	https://upeida.up.gov.in
5	Queries by email	Applicants may post queries by email to upeida.finance@gmail.com . Please keep "Query for EOI – Expression of Interest for Empanelment of Chartered Accountants for "Ganga Expressway Project" as subject of the email.
6	Last date for receipt of Queries	On or before 25 February 2022
7	Submission (in Hard Copy)	<p>Complete EOI in sealed envelope separately for one or more out of the four Groups of Ganga Expressway Project along with relevant details may be submitted through Speed Post/Courier so as to reach by 18:00 hrs on 15 March 2022 at the following address:-</p> <p>Chief Executive Officer U.P. Expressways Industrial Development Authority (UPEIDA) 2nd Floor, Paryatan Bhawan, C-13, Vipin Khand, Gomti Nagar, Lucknow-226010 India Telephone: +91-522-2307542 / 2307592</p> <p>Note:- The envelope(s) should have a superscription as "Expression of Interest for Empanelment of Chartered Accountants for "Ganga Expressway Project Group I / II / III / IV" (as the case may</p>

		<p>be) and may be prepared as indicated in para 4.9 of this EOI Document.</p> <p>Ensuring proper delivery of the EOI documents in UPEIDA office by the given time and date shall be the responsibility of Applicant Entity.</p>
8	Submission by email	<p>Additionally, the applicants may also send the pdf copy of complete EOI along with its enclosures separately for one or more out of the four Groups of Ganga Expressway Project through e-mail to upeida.finance@gmail.com with the aforementioned title / subject line before 18:00 hrs on 15 March 2022.</p>
9	Contact Person for EOI	<p>Additional Chief Executive Officer U.P. Expressways Industrial Development Authority (UPEIDA) 2nd Floor, Paryatan Bhawan, C-13, Vipin Khand, Gomti Nagar, Lucknow-226010.</p> <p>Mobile Phone No. : +91 9711295994 Landline No. +91-522-2307542</p>

4. Other Aspects

4.1 Detailed Project Report (DPR)

For a better understanding of the Project, the Detailed Project Report of the “Ganga Expressway Project” for each of the 12 packages constituting the four Groups is available on the website of UPEIDA ie. <https://upeida.up.gov.in> and may be downloaded / studied from therein by the Applicant Entity.

4.2 Financial Details of the Project

Based on the Detailed Project Report and certain financial assumptions, various financial details have been prepared by UPEIDA that facilitate some insights into the financial aspects of the Project. These are also available on the abovementioned website. The Applicant Entity is expected to carry out their own analysis of all the aspects of their work relating to the Project. UPEIDA will in no way be responsible for any information or data given in these Financial Details that are available on the aforementioned website of UPEIDA.

4.3 Availing EOI Documents

The EOI document can be downloaded from the web site <http://upeida.up.gov.in> up till the date and time of submission of EOI as mentioned in the EOI Notice.

4.4 Completeness of the EOI Response

The response to this EOI should be full and complete in all respects. Submission of EOI shall be deemed to have been done after careful study and examination of the EOI document with full understanding of its implications.

4.5 Cost of EOI

No Cost for submission and processing of the EOI has been prescribed. However, the Applicant is responsible for all costs incurred in connection with participation in this process, including, but not limited to, the costs incurred in conduct of informative and other diligence activities, participation in meetings/ discussions/ presentations if any, preparation of EOI or in providing any additional information required by UPEIDA as also furnishing the same to UPEIDA in time. UPEIDA will in no case be responsible or liable for any of those costs, regardless of the conduct or outcome of the EOI process. All materials submitted by the Applicant shall become the property of UPEIDA and may be returned at its sole discretion.

4.6 Submission of EOI Queries

The following format is suggested for seeking queries:

Subject: Query for EOI – Empanelment of Chartered Accountants for “Ganga Expressway Project”		
Details of the query seeker	Name & Address of the Organization	
	Name & Position of the Person submitting query	
	Contact Details	Mobile: Telephone: Email:
Sl. No.	EOI Reference (Page/Section)	Query/Points of clarification required

The queries may be sent by email at upeida.finance@gmail.com within the specified time ie. not more than 15 days from publication of this EOI document on the website of UPEIDA.

4.7 Amendment of EOI Document

At any time before the deadline for submission of EOI, UPEIDA, may, for any reason, whether at its own initiative or in response to clarification(s) requested by a prospective Applicant, modify the EOI Document by an amendment. In order to afford prospective Applicants a reasonable time in which to take the amendment into account in preparing their EOI(s), UPEIDA may, at its discretion, extend the last date for the receipt of EOIs. The Applicants are advised to visit the website <https://upeida.up.gov.in> on regular basis for checking necessary updates. UPEIDA also reserves the rights to amend the dates mentioned in this EOI.

4.8 UPEIDA’s Rights to Terminate the Process

UPEIDA reserves the right to terminate the EOI process at any time and without assigning any reason thereof. UPEIDA makes no commitments, express or implied, that this process will result in a business transaction with anyone. This EOI does not constitute an offer by UPEIDA.

4.9 Sealing, Marking and Submission of EOI

The EOI separately for one or more out of four Groups of Ganga Expressway Project, along with the relevant details / attachments may be sent manually through speed-post/courier on the aforementioned address. The EOI in physical format shall be put

in a large envelope containing the duly completed EOI documents separately for one or more out of four Groups of Ganga Expressway Project, along-with all necessary supporting documents and superscribed as “EOI Documents For Ganga Expressway Project Group I / II / III / IV” (as the case may be). This envelope must be kept inside another envelope that must be sealed, superscribed and sent as under:

Details to be mentioned exactly on sealed envelope	
EOI Details:	To,
I. Notice No.: UPEIDA/ 454(23) / 2022	The Chief Executive Officer
II. “Expression of Interest for Empanelment of Chartered Accountants for “Ganga Expressway Project Group I / II / III / IV” (as the case may be).	U.P. Expressways Industrial Development Authority (UPEIDA) 2nd Floor, Paryatan Bhawan, C-13, Vipin Khand, Gomti Nagar, Lucknow-226010. India

EOIs must be direct, concise, and complete. UPEIDA will analyse EOI Applications based on its clarity and completeness of its response to the requirements as outlined earlier in this EOI. The EOI should be signed by an authorized person of the Applicant Entity. The Power of Attorney for signing of the EOI should also be submitted. The CEO, UPEIDA, reserves the right to accept or reject any or all the EOIs without assigning any reason.

Further, **additionally**, the EOIs separately for one or more out of four Groups of Ganga Expressway Project, along with the relevant details / attachments, as furnished to UPEIDA in the physical format, may also be submitted electronically in pdf format through e-mail to upeida.finance@gmail.com. While sending additionally through email, the title / subject line of the email should be as “Expression of Interest for Empanelment of Chartered Accountants for “Ganga Expressway Project Group I / II / III / IV” (as the case may be).

4.10 Late Submission of EOI

EOI(s) not reaching on or before the specified time limit and date will not be accepted.

4.11 Language of EOIs

The responses prepared by the Applicant and all correspondence and documents exchanged between the Applicant and UPEIDA, shall be written in English language. Any printed literature furnished by the Applicant in another language should be accompanied by an English translation, in which case, for the purposes of interpretation of the EOI, the English translation shall govern. If any supporting documents submitted are in any language other than English, translation of the same in English language is to be duly attested by the Applicant.

5. Formats for EOI Submission

5.1 Annexure 1: Check-list for the documents to be submitted in EOI response

Sl. No.	Documents to be submitted	Suggested Format	Submitted (Y/N)	Documentary Proof (Page No.)
1	Check List for the documents to be submitted in EOI response	Annexure 1: Checklist		
2	EOI Covering Letter	Annexure 2: Cover Letter		
3	Power of attorney to the Authorized Signatory of the EOI	--		
4	Copy of Certificate of Registration / Incorporation of the Applicant Entity	--		
5	Particulars of the Applicant	Annexure 3:		
6	The List of the companies registered under the Companies Act, 2013, in respect of which the Applicant Entity has conducted Statutory Audit of the Annual Accounts	Annexure 4:		
7	The Details of the Companies with Annual Turnover exceeding Rs 100.00 crore in respect of which the Applicant Entity has conducted Statutory Audit of the Annual Accounts during last five Accounting Years	Annexure 5:		
8	The Details of the Practising Chartered Accountants on the rolls of the Applicant Entity along with their Bio Data	Annexure 6:		
9	The Declaration to the effect of not having been disqualified or black-listed	Annexure 7:		
10	Any other aspect / declaration / submission necessary as per the law of land of the Applicant Entity	--		

(Signature and Seal of Authorized Signatory)

(Name, Title and Address)

5.2 Annexure 2: Covering Letter

[On the Letter head of the Applicant]

Letter Reference No. :

Date:

To

The Chief Executive Officer,
U.P. Expressways Industrial Development Authority
2nd Floor, Paryatan Bhawan,
C-13, Vipin Khand, Gomti Nagar,
Lucknow-226010
India.

Ref: **Submission of “Expression of Interest” for Empanelment of Chartered Accountants for “Ganga Expressway Project” : Group I/II/III/IV (as the case may be*) : Cover Letter**

Choice Preference	1	2	3	4
-------------------	---	---	---	---

Please tick mark the choice no. for this EOI if more than one EOI is submitted

Sir,

Being duly authorized to represent and act on behalf of (hereinafter referred to as “the Applicant”), and having appropriately studied the EOI Document regarding the captioned matter and fully understood the information provided by UPEIDA, the undersigned hereby does apply in response to the EOI for “Expression of Interest” for Empanelment of Chartered Accountants for “Ganga Expressway Project Group I/II/III/IV (as the case may be*)”. It is further submitted that the Applicant has submitted the EOI for ___ Groups out of the four Groups of Ganga Expressway and out of these ___ EOIs, the Choice Number of the Applicant for this particular Group is ___.

We are enclosing our Expression of Interest with the details as per the requirements of the EOI document, for your consideration and evaluation.

Yours faithfully,

(Signature and Seal of Authorized Signatory)

(Name, Title and Address)

: Please delete the number of the Group which is not applicable as also the words (as the case may be) in the final letter.

5.3 Annexure 3: Format to share Particulars of the Applicant Entity

Sl. No.	Item	Details (to be filled by the responder to the EOI)	
1	Name of the Applicant Entity		
2	Registered Address		
3	Mobile / Landline Phone no. and Fax no.		
4	E-mail ID		
5	Website Address, if any		
6	Details of Applicant Entity's Registration / Incorporation, as the case may be. (Please enclose copy of the relevant registration document)		
7	Registration Number and Year of Registration		
8	Permanent Account Number (PAN)		
9	State where the Applicant Entity is having its Registered Office.		
10	Address(es) of the office of Applicant Entity in Uttar Pradesh and/or its nearby States	i. ii. iii. and onwards	
11	Applicant Entity's Revenue for last 3 (Three) Financial years (Year wise) (Amount in Rs Lakh)	Year 1 (2018-19)	
		Year 2 (2019-20)	
		Year 3 (2020-21)	

Contact Details of Authorised Signatory for future correspondence regarding the EOI process:

Details of Authorised Signatory	
Name	
Designation	
Address	
Mobile Phone Number	
Land Line Phone Number	
Fax	
E-mail ID	

(Signature and Seal of Authorized Signatory)

(Name, Title and Address)

5.4 Annexure 4: The List of the companies registered under the Companies Act, 2013, in respect of which the Applicant Entity has conducted Statutory Audit of the Annual Accounts so far

(Ref.: Para 2.1(a) of the EOI Document)

Sl. No.	Year	Name of the Company
A	PUBLIC SECTOR COMPANIES	
1		
2		
3		
4		
5		
6		
7		
8		
9		
10		
B	PRIVATE SECTOR COMPANIES	
1		
2		
3		
4		
5		
6		
7		
8		
9		
10		

(Signature and Seal of Authorized Signatory)

(Name, Title and Address)

5.5 Annexure 5: The Details of the Companies with Annual Turnover exceeding Rs 100.00 crore in respect of which the Applicant Entity has conducted Statutory Audit of the Annual Accounts during last five Accounting Years (Ref.: Para 2.2 & para 2.6.vii of the EOI Document)

Sl. No.	Accounting Year	Name of the Company	Annual Turnover (Rs crore)
<u>Accounting Year 1</u>			
A	PUBLIC SECTOR COMPANIES		
1			
2			
3			
4			
5			
6			
7			
8			
9			
10			
B	PRIVATE SECTOR COMPANIES		
1			
2			
3			
4			
5			
6			
7			
8			
9			
10			
<u>Accounting Year 2</u>			
and so on as above separately for Public Sector & Private Sector Companies			

Note : 1. The details herein may please be given on Financial Accounting Year-wise basis for last five Financial Accounting Years and if a particular Company has been audited in successive years, its name may appear in each year.

2. The names of only those Companies as having turnover of Rs 100.00 crore or more during the Financial Accounting Year of Statutory Audit by the Applicant Entity may please be given in the above table.

(Signature and Seal of Authorized Signatory)

(Name, Title and Address)

5.6 Annexure 6: The Details of the Practising Chartered Accountants on the rolls of the Applicant Entity (Bio-Data of each person to be attached to the EOI) (Ref.: Para 2.1(b), para 2.6.viii & para 2.6.ix of the EOI Document)

Sl. No.	Name and Address	Professional Registration Number	Length of Experience (in Years & Months)
A	At Head Office of the Applicant Entity		
1			
2			
3			
4			
5			
6			
7			
8			
9			
10			
B	At State / Branch Office No.1 of the Applicant Entity (the name of State/Branch may please be indicated starting with the office in Uttar Pradesh)		
1			
2			
3			
4			
5			
6			
C	At State / Branch Office No.2 of the Applicant Entity (the name of State / Branch may please be indicated)		
1			
2			
3			
4			
5			
and so on as above			

Note : 1. The details herein may please be given in a Descending Order of Length of Experience of the Practising Chartered Accountant on the rolls of the Applicant Entity for each type of office.

2. The appropriate evidence of their experience may be specifically furnished for each of those Practising Chartered Accountant with a minimum period of ten years

3. The information may please be given for each office separately as indicated above with the Bio-Data of each person being attached to the EOI separately.

(Signature and Seal of Authorized Signatory)

(Name, Title and Address)

5.7 Annexure 7: The Declaration to the effect of not having been disqualified or black-listed (Ref.: Para 2.6.x of the EOI Document)

[On the Letter head of the Applicant]

Letter Reference No. :

Date:

To

The Chief Executing Officer,
U.P. Expressways Industrial Development Authority
2nd Floor, Paryatan Bhawan,
C-13, Vipin Khand, Gomti Nagar,
Lucknow-226010
India.

Ref:

Submission of "Expression of Interest" for Empanelment of Chartered Accountants for "Ganga Expressway Project" : Declaration

Sir,

Being duly authorized to represent and act on behalf of (hereinafter referred to as "the Applicant"), and having appropriately studied the EOI Document regarding the captioned matter, having fully understood the information provided by UPEIDA and having examined the relevant records available in the office of the Applicant, the undersigned hereby does declare that the Applicant or any of the Chartered Accountants on its roll at present or in the past have not been disqualified or black-listed or debarred in any form by the Comptroller and Auditor General of India or any other Competent Authority.

Yours faithfully,

(Signature and Seal of Authorized Signatory)
(Name, Title and Address)