



STOCKHOLDING SERVICES LIMITED

(A WHOLLY OWNED SUBSIDIARY OF STOCKHOLDING CORPORATION OF INDIA LIMITED)

RFQ – Appointment of Secretarial Auditor

**StockHolding Services
Limited**

Regd. Office: F-51, SHCIL House, Mahape, MIDC, Navi Mumbai
- 400710

CIN no.

U65990MH1995GOI08560

Website: www.stockholdingservices.com

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Reference No.: StockHoldingservices/Mum/RFQ/26-27/02

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Key Activities & Due Dates

Notice no.	StockHoldingservices/Mum/RFQ/26-27/02	
Nature of proposal	Appointment of Secretarial Auditor	
Date of issue of RFQ Document	28 September , 2026 from 4.00 pm.	
Department	Secretarial	
Contact Details	ssl.legal@stockholdingservices.com	
Website	www.stockholdingservices.com	
Submission of Queries	Date	Till October 1, 2026, 11.30 a.m.
Date and Time of Pre bid meeting		September 30 , 2026 at 11.30 a.m virtually through Video Conferencing (VC) . VC Link will be shared later.
Last Date & Time of submission of Quotation	Date & Time	October 06 , 2026 , by 05.00 p.m Applicant should ensure that Application along with the documents are submitted at the : ssl.legal@stockholdingservices.com
Date of Opening of Application	Date	OCTOBER 07, 2026
Final Outcome	Outcome will be displayed on Company's website and communicated to successful applicant.	
This document is not transferable		

Application in any other format would not be considered and conditional applications would be summarily rejected. StockHolding Services Limited reserves the right to reject all or any of the application, wholly or partly, without assigning any reason whatsoever.

"B"

Disclaimer

This document is not an offer by SSL, but an invitation to receive response from eligible Firms for **RFQ – Appointment of Secretarial Auditor** as per scope of work specified in this document. This document should be read in its entirety.

The purpose of this document is to provide the interested firms with information to assist the formulation of their proposals. This document does not claim to contain all the information each applicant may require. Each applicant should conduct its own investigations, analysis and should check the accuracy, reliability and completeness of the information in this document and wherever necessary, may obtain independent advice. SSL makes no representation or warranty and shall incur no liability under any law, statute, rules or regulations as to the accuracy, reliability or completeness of this document. SSL may in its absolute discretion, but without being under any obligation to do so, update, amend or supplement the information in this document. SSL also reserves the right to reject any or all responses received in response to this document without assigning any reason whatsoever and cancel the appointment process for this audit assignment at any stage, without assigning any reason whatsoever.

Introduction

About StockHolding Services Limited

StockHolding Services Limited (SSL) was incorporated on February 14, 1995 as Public Limited Company having CIN U65990MH1995GOI085602 and the registered office of Company is situated at SHCIL House, Plot No. P-51, T.T.C. Industrial Area, MIDC, Mahape, Navi Mumbai - 400710.

SSL is the wholly owned subsidiary of Stock Holding Corporation of India Ltd. (SHCIL). SSL is a SEBI registered Corporate Stock Broker providing safe and reliable services to all institutional and retail clients across the length and breadth of the country's offers comprehensive services across multiple segments, including the Cash and F&O segments on BSE and NSE. The Company also provides services in Mutual Fund - BSE Star MF .

SSL commenced its broking operations in July 2006. SSL is also registered as SEBI Registered Research Analyst (RA), Portfolio Management Services (PMS), Depository Participant (DP) and Mutual Fund distributor registered with AMFI.

Objective:

At present, StockHolding Services Limited (SSL) does not fall within the thresholds prescribed under Section 204 of the Companies Act, 2013; therefore, conducting a Secretarial Audit and issuing Form MR-3 are not mandatory. However, to follow best Corporate Governance practices, SSL carries out audits of its Secretarial activities.

The purpose of RFQ is to appoint Practicing Company Secretary/Firm of Company Secretaries for carrying out Secretarial Audit of StockHolding Services Limited for the Financial Year 2026-27.

Work (SOW)

Scope of



The scope of the Secretarial Audit shall include, but not be limited to, the following:

1. Conduct Secretarial Audit in accordance with:

- Companies Act, 2013 and Rules made thereunder ;
- Secretarial Standards issued by the Institute of Company Secretaries of India (ICSI) ;
- Other corporate and securities laws applicable to the Company.

2. Verification and reporting on:

- Compliance with statutory provisions
- Board and Committee procedures
- Corporate governance compliances
- Maintenance of statutory registers and records
- Filing of forms and returns with ROC and stock exchanges
- Related party transactions and disclosures
- Other applicable secretarial and regulatory compliances

3. Quarterly Secretarial Audit Report:

The Secretarial Auditor will be required to conduct and submit the quarterly secretarial audit report on secretarial compliances for placing it before the Audit Committee of the Board covering the following-

- Audit of the records and documents maintained by the Company under the provisions of the Companies Act, 2013 and rules thereon.
- Secretarial Standards and all related laws, regulations and guidelines issued by the Ministry of Corporate Affairs from time to time and applicable to the Company.
- Inspection of all the Statutory Records, Registers and Books maintained by the Company under the Act, Regulations and Rules under the Act,

The PCS/ firm shall submit the Secretarial Audit Report in the format prescribed under Section 204 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 within the stipulated timelines.

4. Certifications & Filing / Upload:

- Certifications of statutory forms to be e-filed with Registrar of Companies (RoC) including the annual returns to be filed with RoC and filing / upload of the said forms.

Eligibility Criteria (On letter head of PCS/Firm)

Sr. No.	Eligibility Criteria	Yes / No	Supporting Document to be Submitted *
1.	The Lead Partner/Proprietor/Individual, under whose supervision the Secretarial Audit of SSL will be carried out, should have a minimum post CS qualification experience of at least 10 years, out of which minimum 5 years should be in full time practice.		Copy of Engagement Letters/ Equivalent
2.	The Company Secretary in Practice / Firm of Company Secretaries should have his / its Headquarters/Branches in Mumbai, Navi Mumbai / Thane		Copy of Registration Certificate having Corporate Address
3.	The Company Secretary in Practice / Firm of Company Secretaries should have conducted Secretarial Audit of at least one government PSU having minimum net-worth of Rs. 50 crore, in the last 5 years.		Copy of Engagement Letters/ Equivalent
4.	The Lead Partner/ Proprietor/ Individual should not be owned or controlled by any Directors or employees or relatives of Stockholding Services Limited or its parent or associates thereof or the firm should not have any direct/indirect benefit/conflict of interest with the StockHolding group.		Self-Declaration
5.	No adverse remark/disciplinary proceedings pending/initiated against the firms/any of its partners/proprietor on record on Institute of Company Secretaries of India (ICSI).		Self-Declaration
6.	The applicant entity should have an average annual financial turnover of at least 25 Lakhs or more in the last 5 financial years.		Copy of Audited financial Statements.
7.	The Company Secretary in Practice / Firm of Company Secretaries should have experience of conducting Secretarial Audit of capital market intermediaries/Financial Services.		Copy of Engagement Letters/ Equivalent

Terms and Conditions

1. Validity of appointment will initially be for one year starting from financial year 2026-27 for conducting Secretarial Audit. The Company at its sole discretion may extend the contract based on the performance with the approval of Competent Authority.
2. Place of Audit: The audit work has to be conducted at the registered office of StockHolding Services Limited which are as under-

SHCIL House, Plot No. P-51, T.T.C. Industrial Area, MIDC, Mahape, Navi Mumbai-400710.
3. Format for submission of Technical quotation: The Company Secretary in Practice/ Firm satisfying/ fulfilling the above minimum eligibility criteria should submit the Declaration in the prescribed format in a separate email as per **Annexure I**.
4. Format for submission of financial quotation: The Company Secretary in Practice/ Firm satisfying/ fulfilling the above minimum eligibility criteria should submit financial quotations in a separate email as per **Annexure II**.
5. Date of Submission and Opening of quotation:

Applicant should ensure that Application along with the documents are submitted at the: ssl.legal@stockholdingservices.com

Date of Submission of quotations (Technical and Financial)	October 06, 2026 upto 05:00 p.m.
Date of Opening of Technical quotations	October 07, 2026 at 11.00 a.m
Date of Opening of Financial quotations	October 07, 2026 at 3.0 p.m
6. The Technical quotations shall be opened first and evaluated for the bidder's eligibility criteria. Thereafter, only the technically qualified bidder's financial quotations will be opened and evaluated to finalise the successful bidder for award of the contract.
7. SSL reserves the right to cancel/ restrict/ enlarge/ modify/ postpone and/or extend the date of receipt/ opening of quotations.

Integrity Pact



The firm will have to enter into an Integrity Pact with StockHolding Services Limited. The declaration regarding the signing of Integrity Pact is provided as **Annexure V**. The firm will have to submit a signed and stamped copy of the Integrity Pact of SSL upon grant of award.

To
The Head of Department
Secretarial, Legal & Compliance
StockHolding Services
Limited Regd. Office: F-51,
SHCIL House,
Mahape, MIDC, Navi Mumbai - 400710

Re : Declaration w.r.t. Eligibility Criteria

Dear Madam,

I/We _____ Practicing Company
Secretary/ Firm of Company Secretaries do hereby confirm that :

1. Our firm is having its Headquarters/Branch at Mumbai / Navi Mumbai / Thane.
2. The Lead Partner/ Proprietor/ Individual do not have any direct/ indirect benefit/ conflict of interest with StockHolding Group.
3. No adverse remark/disciplinary proceedings are pending/initiated against the firm/any of its partners/proprietor on record on Institute of Company Secretaries of India (ICSI).
4. We have an average turnover of at least Rs.20 Lakhs or more from practice, in last five financial years, proof in this respect is enclosed.
5. Secretarial Audit of StockHolding Services limited will be carried out by a qualified Company Secretary with an experience of at least 10 years, out of which minimum 7 years is in full time practice, experience certificate enclosed.
6. We have conducted Secretarial Audit of the following Government Companies having a minimum net-worth of Rs.50 crore, in the last 5 years.
7. We have experience of 5 years in conducting Secretarial Audit of regulated business viz, capital market intermediary/Financial Services.

Signature of Authorised
Signatory

Date: Name:

Place: Designation:

Stamp

Annexure -II
Format for Financial Quotes
(On the Letterhead of the PCS/Firm)

To
The Head of Department
Secretarial, Legal & Compliance
StockHolding Services Limited
Regd. Office: F-51, SHCIL House,
Mahape, MIDC, Navi Mumbai - 400710

Subject: Quotation for carrying out Secretarial audit of StockHolding Services Limited for the Financial Year 2026-27.

I/We _____ Practicing Company Secretary/
Firm of Company Secretaries are pleased to submit our commercials for the
assignment/scope of work as mentioned in the document.

I am / We are enclosing a brief profile of the firm at **Annexure-1** along with the
declarations / proof w.r.t. the eligibility criteria in the prescribed format.

Our fee exclusive of applicable taxes for F.Y. 2026-2027:

Particulars	Amount in ₹ (Excluding Taxes)
I. Professional fee (includes Annual and quarterly audits & reports thereon, e-filing of all forms on MCA portal & certifications thereto, filing Annual Returns [MGT 7] along with MGT 8 declaration thereto)	
II. Fee for preparation of instance document for filing XBRL including PCS declaration.	

Declarations :

- ☐ We confirm that all the information provided by me/us here above is correct to the best of my/our knowledge & belief.
- ☐ We confirm that we meet all the eligibility criteria mentioned on the contract.
- ☐ No out of pocket expenses will be paid on account of local conveyance, dearness allowance and daily allowance etc.

Date:

Signature of Authorized Signatory

Place:

Name:

Designation:

Annexure III- Format of General Self

Declaration

(Declaration to be furnished on the letter head of the company)

(Submission of Information and Documents)

We, _____ (firm name), having its registered/ principle
office _____ at

_____ (complete address), do hereby solemnly affirm
and declare that the statement made, information and/ or documents
provided with respect to (state the relevant topic/ point of RFQ document)
is/ are true to the best of our knowledge and belief and nothing has been
concealed therein. We are well aware of the fact that if the statement
made, information and/ or documents given by us is/ are proved false/ not
true at any point of time, we will be liable for penal actions determined
by SSL including but not limited rejection of our application or
revocation of awarded contract or other benefits accrued to us based on
aforesaid.

Date:

Signature of Authorised Signatory

Place:

Name:

Designation:

Stamp:

Annexure IV- Format of Self Declaration for Disciplinary Action

(Declaration to be furnished on the letter head of the PCS/Firm)

To
The Head of Department
Secretarial, Legal & Compliance
StockHolding Services Limited
Regd. Office: F-51, SHCIL House,
Mahape, MIDC, Navi Mumbai - 400710

Dear Sir/Madam,

Subject: Appointment of Secretarial Auditor.

Please find enclosed the application along with quotation for consideration of our firm/Company for Appointment of Secretarial Auditor for StockHolding Services Limited.

We agree to undertake the assignment, if given by you, as per the scope of work laid down under the RFQ dated We hereby declare that our firm does not have any pecuniary liability or any claim/disciplinary proceeding /legal proceeding pending against us/ our partners/ our employees/ our agents or any other cause which could hamper our ability to render the services to SSL as envisaged. We further declared that:

- a. There has not been any disciplinary action initiated or pending /suspension or debarment by ICSI or other financial sector regulator /statutory authority during the last five years.
- b. None of the partners/employees have been convicted of any offence involving moral turpitude or has been found guilty of any economic offence.
- c. No appeal/unresolved dispute/suit/case/application has been pending at any court of law/ Tribunal in India regarding the existence of the business/ right to carry on practice of our firm or any of its partners/directors.
- d. If the aforesaid representation /declaration or any information contained in the Annexures is found to be incorrect, false or misleading, we agree that the SSL shall be entitled to terminate the Contract, if executed with our firm, or initiate suitable action as deemed fit and appropriate by the SSL, in accordance with law, without reference to us.

e. We confirm that we meet all the eligibility criteria mentioned in the RFQ & we have not been Black listed by any Government organization/ Regulator/ Statutory authority in the past.

Date

Signature of Authorised Signatory

Place:

Name:

Designation:

Stamp

Annexure V

Covering Letter on applicant' s letterhead (Annexure of Integrity Pact)

Date:

To,
The Head of Department
Secretarial, Legal & Compliance
StockHolding Services Limited
Regd. Office: F-51, SHCIL House,
Mahape, MIDC, Navi Mumbai - 400710

Sub: RFQ No: _____ dated _____ for Appointment of Secretarial Auditor.

Dear Sir/Madam,

DECLARATION

StockHolding Services Limited (SSL) hereby declares that SSL has adopted Integrity Pact (IP) Program as advised by Central Vigilance Commission vide its Letter No.015/VG:/012-276469 (circular No. 05-01-22) dated 25.01.2022 and stands committed to following the principles of transparency, equity and competitiveness in public procurement. The subject RFQ is an invitation to offer made on the condition that the applicant entity will sign the Integrity Agreement, which is an integral part of RFQ documents, failing which the application will stand disqualified from the RFQ process and the application of the applicant would be summarily rejected. This Declaration shall form part and parcel of the Integrity Agreement and signing of the same shall be deemed as acceptance and signing of the Integrity Agreement on behalf of the SSL

Yours faithfully,

For and on behalf of Applicant
(Authorized Signatory)