



**Ministry of Corporate Affairs**  
Government of India



**INVITATION FOR EXPRESSION OF INTEREST (EOI)**  
**FOR TRANSITION OF MCA21 E-GOVERNANCE PROJECT**

Ministry of Corporate Affairs (MCA) of Government of India invites Expression of Interest from interested IT Service Providers for transitioning the MCA21 e-Governance Project of the Ministry for an expected period of about 6 to 8 years beyond January 2013. Service Provider will also be responsible for enhancing the services / functionality of MCA21.

For overview of the existing system, scope, pre-qualification criteria, bidding terms and conditions and suggested response formats, please visit our website <http://www.mca.gov.in>

Interested Service Providers who meet the pre-qualification criteria may furnish their Expression of Interest with all the necessary documents in a sealed cover along with the covering letter duly signed by an authorized signatory and a non-refundable processing fee of Rs. 1,00,000 (Rupees One Lakh only) in the form of a Demand draft or a Pay Order (drawn in favour of PAO, Ministry of Corporate Affairs, payable at Delhi) on or before **29<sup>th</sup> November, 2011 by 16:00 hours** at the following address:

Shri Anil Kumar Bhardwaj  
Director  
Ministry of Corporate Affairs  
5<sup>th</sup> Floor, A Wing, Shastri Bhawan,  
New Delhi-110001  
Phone: 011-23070954  
Email: egov-mca@nic.in

**MCA21 v2**

**Expression of Interest (EoI)**

**Selection**

**of**

**Service Provider for MCA21 v2**

**Ministry of Corporate Affairs**

**Government of India**

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# **Part I: General Terms**

## 1. GOALS OF THIS EXPRESSION OF INTEREST(EOI)

The objective of this Eoi is to solicit proposals from the interested bidders for participation in a bid process for selection of Service Provider for continued maintenance and operation of MCA21 services beyond January 2013. The Service Provider will be responsible for transitioning the existing MCA21 services and providing services on the MCA21 Project to the Ministry of Corporate Affairs for an expected period of about 6 to 8 years beyond the contract period of the current operator. In addition to providing the services on MCA21, the Service Provider will also be responsible for enhancing the services / functionality of MCA21, which is henceforth referred to as MCA21 v2. The Eoi intends to bring out the details with respect to scope of services that are deemed necessary to share with the interested bidders.

## 2. EOI ISSUING AUTHORITY

This Expression of Interest (Eoi) is issued by the Ministry of Corporate Affairs (MCA), intended to short-list potential bidders. Ministry's decision with regard to the short-listing of bidders through this Eoi shall be final and the Ministry reserves the right to reject any or all the bids without assigning any reason.

Sl. No.	Item	Description
1	<b>Project Title</b>	<b>Selection of Service Provider for MCA 21 v2 Project</b>
2	<b>Project Initiator Details</b>	
	Department	<b>Ministry of Corporate Affairs(MCA)</b>
	Contact Person	Shri Anil Kumar Bhardwaj Director Ministry of Corporate Affairs Phone: 011-23070954
	Contact Person (Alternate)	Shri. Avinash K Srivastava Joint Secretary Ministry of Corporate Affairs Phone: 011-23383180  Shri S. Sridharan Junior Analyst

	Ministry of Corporate Affairs Phone: 011 – 23384660
Contact Details	Ministry of Corporate Affairs , 5 <sup>th</sup> Floor, A-Wing, Shastri Bhawan, New Delhi-110001 Email: egov-mca@nic.in
Website	<a href="http://www.mca.gov.in">http://www.mca.gov.in</a>

### 3. TENTATIVE CALENDAR OF EVENTS

The following table enlists important milestones and timelines for completion of bidding activities:

S. No	Milestone	Date and time (dd-mm-yyyy; hh:mm)
1.	Release of Expression of Interest (Eoi)	28-10-2011
2.	Bidders Conference	15-11-2011;15:00 hrs
3.	Last date for submission of written questions by bidders	17-11-2011;17:00 hrs
4.	Response to the Queries	22-11-2011
5.	Last date for Submission of Eoi Response	29-11-2011;16:00 hrs
6.	Opening of Eoi Responses	29-11-2011;16:30 hrs
7.	Declaration of Short listed Firms	To be informed later

### 4. AVAILABILITY OF THE EOI DOCUMENTS

Eoi can be downloaded from the MCA website given under Section 2. The bidders are expected to examine all instructions, forms, terms, project requirements and other details in the Eoi documents. Failure to furnish complete information as mentioned in the Eoi documents or submission of a proposal not substantially responsive to the Eoi documents in every respect will be at the bidder's risk and may result in rejection of the proposal.



## **5. BIDDERS' CONFERENCE**

MCA will host a bidder's Conference in Delhi at the address given under Contact Details Section 2. The Conference is tentatively scheduled as per the schedule given in Section 3. The representatives of the interested organizations (restricted to two persons) may attend the bidders' conference at their own cost. The purpose of the conference is to provide bidders with any clarifications regarding the EoI. It will also provide each bidder with an opportunity to seek clarifications regarding any aspect of the EoI and the project. The venue for the bid conference will be at the address given in Section 2.

## **6. EOI PROCESSING FEES**

A non-refundable processing fee for Rs. 1,00,000 (Rupees One Lakh only) in the form of a Demand draft or a Pay Order drawn in favour of Pay & Accounts Officer, Ministry of Corporate Affairs, payable at New Delhi has to be submitted along with the EoI Response. Bids received without or with inadequate EoI Processing fees shall be liable to get rejected.

## **7. VENUE & DEADLINE FOR SUBMISSION OF PROPOSALS**

Proposals, in its complete form in all respects as specified in the EoI, must be submitted to Ministry of Corporate Affairs at the address specified above in Section 2.

MCA may, in exceptional circumstances and at its discretion, extend the deadline for submission of proposals by issuing an addendum to be made available on the MCA's website, in which case all rights and obligations of MCA and the bidders previously subject to the original deadline will thereafter be subject to the deadline as extended.

## **Part II: Scope of Services**

## 1. BACKGROUND

### About Ministry of Corporate Affairs

Ministry of Corporate Affairs (MCA) is concerned with administration of the Companies Act, 1956; Limited Liability Partnership Act 2008; other allied Acts and rules & regulations framed there-under mainly for regulating the functioning of the corporate sector in the country. The Ministry has a three tier organisational set-up for administration of the Companies Act, 1956 namely, the Secretariat at New Delhi, the Regional Directorate (RD) at Mumbai, Kolkata, Chennai , Noida (U.P.), Ahmedabad, Guwahati and Hyderabad and 20 offices of Registrars of Companies (ROCs) in States and Union Territories. In addition, 19 offices of the Official Liquidators (OL), who are attached to various High Courts functioning in the country, function under the overall administrative control of the Ministry.

The Ministry is also responsible, as an Administrative Ministry, for the functioning of a number of attached/ subordinate offices such as the Company Law Board (CLB), Competition Commission of India (CCI), Competition Appellate Tribunal, and Serious Frauds Investigation Office (SFIO). It is also engaged in addressing issues relating to the institutional structure consisting of the National Company Law Appellate Tribunal (NCLAT) and the National Company Law Tribunal (NCLT), envisaged to be set up in pursuance of the Companies (Second) Amendment Act, 2002.

### Details of MCA21 Project

The Ministry has implemented MCA21 project aimed at repositioning the MCA as an organisation to provide quality services to its stakeholders in the 21st century. MCA21 is a transformational and successful project that enabled easy and secure access to MCA services to the stakeholders, corporate sector as well as investors, through MCA21 portal. As part of the MCA21 project, the ministry has introduced the concept of e-filing, doing away with manual filing and paper based records in its ROCs and RDs. The ministry has also undertaken substantial business process re-engineering of its processes with an objective of providing enhanced service levels to its stakeholders.

The below table provides statistics on the usage of various services of MCA21:

S.No.	Services	No of transactions since go-live (from Jul' 2006)	No of transactions during Jan - Sep 2011
1.	Name allocation to a new company	6,28,909	1,09,664
2.	Incorporation of a company	3,86,700	73,976
3.	Application of change in name of company	43,136	7,702

4.	Change in registered office	2,28,662	40,530
5.	Change in Director(s)	12,94,865	2,31,556
6.	Increase in authorized capital	1,95,597	30,146
7.	Registration of charges	7,39,439	1,24,605
8.	Annual filings	52,44,388	4,47,422
9.	Viewing of public records	18,79,914	3,94,723
10.	Issue of certified copies	90,355	8311

Tata Consultancy Services (TCS) has been successfully providing services on a BOOT model to MCA since 2006. TCS has been responsible for end-to-end service delivery that includes

- i. Development and maintenance of the MCA21 portal and its back-office applications for processing of the received e-filings by ROCs/RDs/MCA-HQ.
- ii. Supply and maintenance of the associated Infrastructure at the DC-DR and client side locations (ROC/RD/MCA-HQ).
- iii. Provide and manage network connectivity between DC-DR, DC/DR and the client side locations
- iv. Operational services such as Helpdesk, Handholding Support, SLA monitoring and management to assist the ministry in performing its tasks on the MCA21 application
- v. Continuously enhance the system by bringing in additional business services within the scope of MCA21 to provide integrated and enhanced services to the stakeholders of MCA

MCA21 is one of the mission mode projects under National E-Governance Plan and has won several awards; the most coveted being the 'Prime Minister Award for Excellence in Public Administration'.

### **Need for the Expression of Interest**

With the contract with the current operator ending in January 2013, the ministry has initiated the process of selection of Service Provider who would be responsible for providing end-to-end services on MCA21 for an expected period of about 6 to 8 years beyond the contract period of the current operator. In addition to providing the services on MCA21, the Service Provider will also be responsible for enhancing the services / functionality of MCA21, which is henceforth referred to as MCA21 v2. In light of the criticality of the services wherein continuity and performance of operations has to be ensured, the ministry plans to select the Service Provider a few months before the expiry of the current contract so as to ensure smooth transition.

## 2. SCOPE OF WORK

### Scope of MCA21

This section provides details of the following:

- a. Business and Administrative Processes covered under MCA21
- b. Application Solution Components developed / customized to realize the business processes
- c. Underlying Infrastructure
- d. Operations & Maintenance Services provided by the current operator

#### a. Business Processes

MCA21 Project scope covers the core business services of MCA as well as a few administrative processes of the ministry.

The core business services include

- i. Services related to company registration & regulation
- ii. Services related to LLP registration & regulation
- iii. Investor Complaint, Investigation, and Resolution
- iv. Services related to investigation and prosecution function of ROCs and RDs
- v. Several Information Services, the primary being Service to View / Access Company Information that is filed with MCA and is available for public access
- vi. Payment , Reconciliation and refund process as per the approved accounting procedures

The administrative services include the establishment functions of the ministry.

**The core business processes, related to company registration and regulation, covered by MCA21 include:**

- i. Check / Apply for Name availability for a Company
- ii. Registration of a New Company (Indian company, Part IX company, Section 25 company, Foreign company)

- iii. Acquire Director Identification Number (DIN)
- iv. Registration & Verification of Digital Certificate
- v. Change Company Information (company name, changes among managing director, directors, manager and secretary of a company, Object Clause of MOA, Registered office of the company, Increase authorized capital of the company, Convert a Public company into a Private company, Convert a Private company into a Public company, Information of a Foreign Company, Convert an existing Company to LLP)
- vi. Registration of Charge (register, modify, report satisfaction)
- vii. Annual Filing of Balance Sheet, Profit & Loss Account, Annual Returns, Compliance Certificate
- viii. Return of Allotment
- ix. Particulars of contract relating to shares allotted as fully or partly paid-up otherwise than in cash
- x. Statement of amount or rate per cent of the commission payable in respect of shares or debentures and the number of shares or debentures for which persons have agreed for a commission to subscribe for absolutely or conditionally
- xi. Return in respect of buy Back of Shares
- xii. Filing of Statutory Report
- xiii. Registration of resolution(s) and agreement(s)
- xiv. Information by Auditor to Registrar
- xv. Return of appointment of managing director or whole time director or manager
- xvi. Submission of documents with Registrar of Companies
- xvii. Report by a public company
- xviii. Statement of amounts credited to investor education and protection fund
- xix. Modification in the matters to be stated in the company's balance sheet or profit and loss account
- xx. Exemption from attaching the annual accounts of the subsidiary companies
- xxi. Not providing depreciation
- xxii. Appointment of cost auditor
- xxiii. Giving loan, providing security or guarantee in connection with a loan
- xxiv. Obtaining prior consent for holding of any office or place of profit in the company by certain persons

- xxv. Declaration as Nidhi Company
- xxvi. Submission of application / documents to the Central Government
- xxvii. Declaration of dividend out of reserves
- xxviii. Removal of disqualification of directors
- xxix. Appointment of sole selling agents by the company
- xxx. Appointment of sole buying agent by a company
- xxxi. Change of registered office of the company within the state from the jurisdiction of one Registrar to the jurisdiction of another Registrar
- xxxii. Submission of application / documents to the Regional Directorate
- xxxiii. Opening branch(s) by a Nidhi company
- xxxiv. Submission of application / documents to the ROCs
- xxxv. Closing a Company

**The core business processes, related to LLP registration and regulation, covered by MCA21 include:**

- i. Check / Apply for Name availability for LLP
- ii. Acquire Designated Partner Identification Number (DPIN)
- iii. Application for reservation or change of name
- iv. Incorporation Document and Statement to Incorporation Document and Subscriber's Statement
- v. Information with regard to Limited Liability Partnership Agreement and changes, if any, made there in
- vi. Notice of appointment, cessation, change in name / address / designation of a partner / designated partner, intimation of DPIN and consent to become a partner/designated partner
- vii. Notice for change of name
- viii. Statement of Account & Solvency
- ix. Intimation of changes in particulars by designated partners
- x. Annual Return of Limited Liability Partnership
- xi. Form for intimating other address for service of documents
- xii. Notice of change of place of registered office

- xiii. Application and statement for the conversion of a firm into Limited Liability Partnership
- xiv. Application and Statement for conversion of a private company/unlisted public company into limited liability partnership
- xv. Notice of intimation of Order of Court/ Tribunal/CLB/Central Government to the Registrar
- xvi. Application for direction to LLP to change its name
- xvii. Application to the Registrar for striking off name
- xviii. Application for reservation/renewal of name by a foreign LLP/foreign company
- xix. Form for registration of particulars by foreign limited liability partnership
- xx. Alteration in the - (A) The incorporation document, or other instrument constituting or defining the constitution of a limited liability partnership incorporated or registered outside India; or (B) The registered or principal office of a limited liability partnership incorporated or registered outside India; or (C) The partner or designated partner if any of a limited liability partnership incorporated or registered outside India
- xxi. (A) Alteration in the certificate of incorporation or registration of limited liability partnership incorporated or registered outside India (B) Alteration in the name or address of any of the persons authorized to accept service on behalf of a foreign limited liability partnership in India; (C) Alteration in the principal of business of foreign limited liability partnership in India; (D) Cessation to have place of business in India.
- xxii. Application for compounding of an offence under the Act

**The core business processes, related to Investor Complaint, covered by MCA21 include:**

- i. File Complaints
- ii. Track Complaint Status

**The core business processes, related to investigation and prosecution function of ROCs and RDs, covered by MCA21 include:**

- i. Determine Violation (Technical Scrutiny, review compare and correlation on submitted documents periodically to find out violations).
- ii. Allocation of selected companies to the concerned RD for carrying out inspection
- iii. Identification of violations



- iv. Initiation of punitive measures (Prosecution and follow-up)
- v. Issue of show cause notice to violators
- vi. Sending show cause notice
- vii. Recording company's response
- viii. Filing court cases against such violators
- ix. Follow-up court cases hearing, submission of affidavits, witness examination and the like Implementation of court orders
- x. Compounding of offences
- xi. MIS Reports

**The core business processes, related to informational services, covered by MCA21 include:**

- i. View / Access Company Information that is filed with MCA and is available for public access
- ii. View Signatory details / Company Master Data & Index of Charges
- iii. Find Company Identification Number(CIN)
- iv. Calculate Fees
- v. Track Filing and Payment Status
- vi. Receive Certified Copies
- vii. SMS Alert Facility for Annual Filing
- viii. List of Defaulters (Directors, Secretaries)
- ix. List of Certified Filing Centers / Facilitation Centers / Certifying Authorities / Banks
- x. List of companies that have applied for striking off their name under the Fast Track Exit Scheme

**The administrative / establishment processes of the ministry covered by MCA21 include:**

- i. Human Resources Management
  - a. Maintenance of employees service records
  - b. Filling up of posts (fresh & promotion)
  - c. Suspension, reinstatement, termination and retirement
  - d. Transfers

- e. Employee Appraisal
  - f. Employee Training
  - g. Employee attendance & leave records management
- ii. Payroll
- a. Payroll processing for MCA employees (All permanent employees, temporary employees, employees under suspension, employees on deputation from other Government Ministry/Departments)
  - b. Salaries, allowances, deductions, income tax & recoveries
  - c. Loans & advances
  - d. General Provident Fund
- iii. Accounting
- a. Generate Bill/ Voucher/ Challan numbers.
  - b. Capture cash and non-cash changes (in form of comments).
  - c. Incorporate any changes in the bill amount due to PAO objection in the respective modules.
  - d. Update relevant budget heads on case-to-case basis.
  - e. Capture cheque details for bill/ voucher/ challan cases
  - f. Maintain General Ledger codes
  - g. Asset register
  - h. Procurement, tendering
- iv. Finance
- a. Define locations and cost centers
  - b. Allocation of Budgets
  - c. Re-appropriation of Budgets
  - d. Budget estimate derivation
  - e. Budget vs expenditure

**It is also envisaged to cover the entire lifecycle of the functioning of office of Official Liquidators that includes:**

- i. Initiating the case and managing the case during the interactions with the courts
- ii. Tracking of the assets of the company

- iii. Administration / Sale / Auction of the assets and realization of all debts of the company as per the directions of the court
- iv. Liquidation of the company

Within the office of O/L, it is expected to implement accounting functionality for tracking of the assets of the company, e-Auction for Sale / Auction of the company's assets as per the directions of the court, and HRMS functions of O/L office.

## **b. Application Solution Components**

Overall architecture of MCA21 system employs the SOA style whereby MCA21 portal acts as the Service Requester with MCA Gateway acting as the Service Router (which leverages on the Request Reference Response architecture) and MCA Back Office acting as the Service Provider. Additionally, the individual layers (MCA Front office and MCA Back Office) follow the three-tier architectural style that is, Presentation, Business and Data tiers, to implement the functional, non-functional and aesthetic needs of the software system.

The list of applications:

- i. MCA21 front office portal for external stakeholders
- ii. MCA21 back office portal for MCA employees (ROC, RD, HQ), SFIO, OL & LLP
- iii. Establishment functions application (PeopleSoft)
- iv. Batch process application
- v. Service Level Agreement monitoring and management application (Tivoli suite)
- vi. Email system
- vii. Helpdesk application
- viii. Centralized Web based EQMS Application

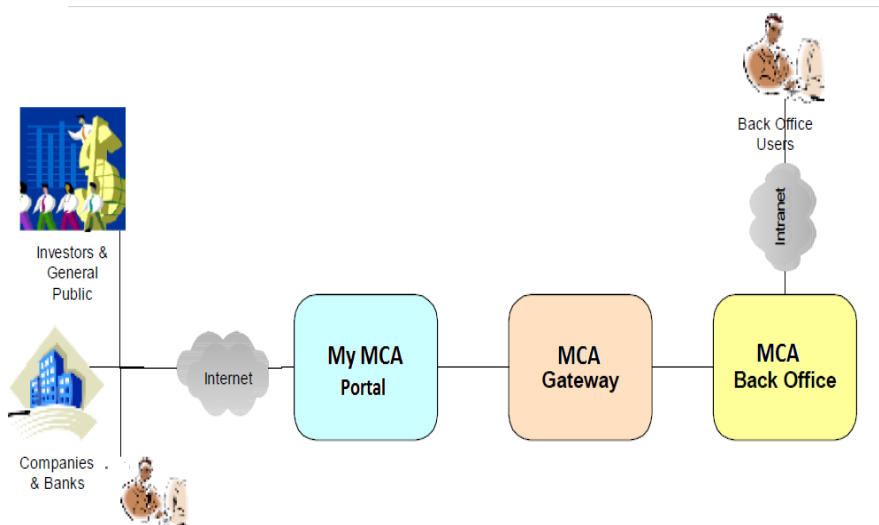
The core business processes are implemented through:

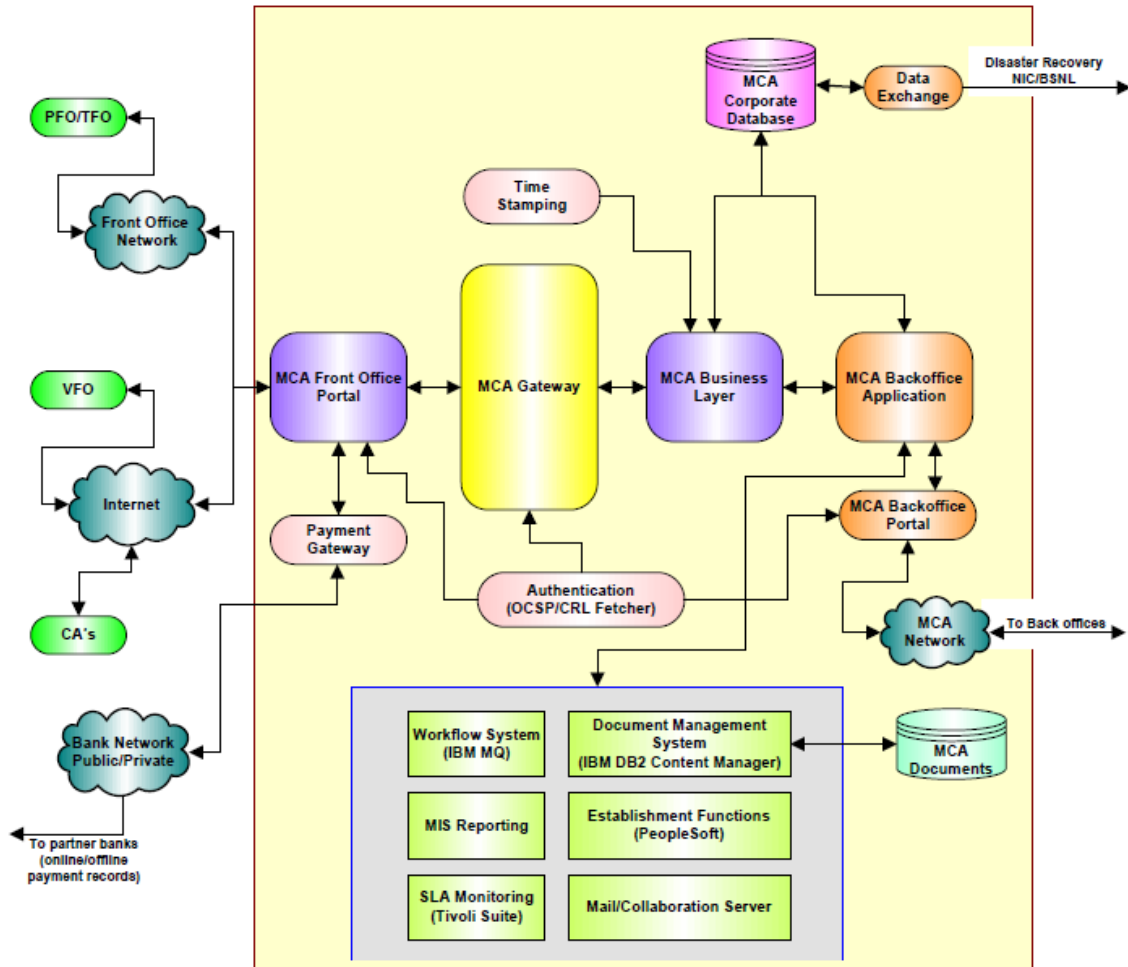
- i. **Front Office Portal:** The Front Office Portal Acts as interface between the corporate world and MCA. In addition to the static content of the MCA website, the portal serves as an interface for user registration / administration, e- filing of forms, investor complaints, and several other informational services such as View / Access Company Information that is filed with MCA and is available for public access. It facilitates filing of eForms, scanning attachments to eForms, providing interface to

payment gateway & bank portals for making payment of fees and finally uploading the filled in eForms with digital signature.

- ii. **Gateway Application:** Serves as single point interface between back end applications of MCA and other external systems as well as MCA 21 Front office Portal. Any service request originating from MCA 21 Front office portal applications/3<sup>rd</sup> party SAP/NSDG is routed for processing to the MCA Business layer application via MCA 21 gateway application. It is built on the IIP/IIS standards, the standard mandated for Government of India for interoperability.
- iii. **Business Layer Application:** Responsible for processing all service requests originating from the front office portal/3<sup>rd</sup> party SAP/NSDG. The processing results are sent back to Front office Portal. This application interacts with the Back office application to enable backend processing of Service request
- iv. **Back Office Application:** Automation of the back end processes (eg: approval process of uploaded e-forms) within the ministry (MCA-HQ, RDs, ROCs). This application is accessible to MCA employees only.

Figure given below provides a high level overview of the MCA21 System:





The application is built on IBM solution stack (Websphere Application Server, DB2, Content Manager, Websphere MQ Workflow), Intelliview, and Adobe’s e-Forms.

The administrative / establishment processes are realized through implementation of the related modules of PeopleSoft (Business Unit, Global Payroll, Workforce Administration, Leave Management, Loans and Advances, Budgeting, General Ledger, General Provident Fund, Pension & Gratuity, and Central Government Employees Group Insurance Scheme (CGEGIS).

### c. Infrastructure Components

The infrastructure supplied and maintained includes:

- i. Server-side infrastructure (servers, storage, network, and appliances) at the Data Center and Disaster Recovery Center
- ii. Digital Signature / PKI Infrastructure

- iii. Client Side IT infrastructure at Front Offices / ROCs / RDs / HQs
- iv. Non-IT Infrastructure at Front Offices / ROCs / RDs / HQs/ (UPS, DG Sets etc.)
- v. Network Connectivity between the sites (Front Offices / ROCs / RDs / HQs) and Data Center, between sites and Disaster Recovery Center, and between the Data Center and Disaster Recovery Center

The Data Center is located at Delhi. The Disaster Recovery Center is of the same capacity as the Data Center and is located at Chennai. The DC and DR hosting facilities are provided and managed by the operator.

#### **d. Operations & Maintenance Services**

The services are provided on a BOOT model and the operator is responsible for end-to-end operations and maintenance support to meet the Service Level Requirements:

- i. Overall Program Management
- ii. Digital Signature / PKI Issuance and Management Processes
- iii. DIN Cell at RD-North
- iv. Facilitation centres at show case RFOs and Helpdesk at & ROCs
- v. Handholding Support at the Client Sites (MCA-HQ, RD Offices, and ROC Offices)
- vi. Provision and management of network connectivity across the ROCs, RDs, MCA-HQ, DC, and DR
- vii. Data Center and Disaster Recovery Center Hosting and Facility Management Services
- viii. Data transfer from the Data Center to Government Secured Repository (GSR) as stipulated by the MCA
- ix. Application maintenance and functional support services
- x. Annual Technical Support (ATS) for all the licensed software
- xi. Warranty / AMC Support for IT Infrastructure at Data Center and Disaster Recovery Center and IT & Non-IT Infrastructure at Client Sites (MCA-HQ, RD Offices, and ROC Offices)
- xii. Operations and maintenance services for Application; IT Infrastructure at the Data Center and Disaster Recovery Center; and IT & Non-IT Infrastructure (desktops, printers, and other peripherals) at the Client Sites (MCA-HQ, RD Offices, and ROC Offices)
- xiii. Asset Management Services

- xiv. SLA Monitoring and Management Services
- xv. Support to Annual 3rd party acceptance testing, audit, and certification by STQC

### **Indicative Details of MCA21 v2**

#### **a. Scope of MCA21 v2**

It is envisaged that MCA21 v2 will be the next version of MCA21 with additional business and administrative processes in its scope designed to provide a significantly enhanced experience to the end-users through a major revamp of some of the current interfaces.

Some of the potential candidates under consideration include:

- i. Portal for businesses (Directors)
- ii. Portal for e-Filing Centers (Company Secretaries, Chartered Accountants, Cost Auditors)
- iii. Business intelligence tools
- iv. Interfaces with external agencies such as Company Law Board, Serious Fraud Investigation Office
- v. Completely revamped and enhanced interface for View Public Documents

The underlying software platform needs to be upgraded / migrated as necessary, depending on the approach by the bidder. The infrastructure (server-side, network, & client side) needs to be augmented where possible and replaced where obsolete to ensure continued support from the OEMs and deliver the solution as per the service levels defined by the ministry.

#### **b. Scope of the Service Provider for MCA21 v2**

The Service Provider selected through this bidding process will be responsible for smooth transitioning the entire suite of applications, infrastructure, and services under MCA21 from the current operator.

Further, the Service Provider has the option of

- i. either maintain the current system & incrementally develop the additional business and administrative processes targeted for MCA21 v2 on top of the existing system
- ii. or maintain the current system for some period and in parallel rebuild and migrate the entire solution as deemed fit for delivering the services under the scope of MCA21 v2 (including the services of MCA21)

The Service Provider has to ensure continuity and performance of the operations. The pre-qualified bidders, to whom the RFP will be released, will be provided with opportunity for due-diligence before the submission of their techno-commercial proposal during the RFP bid process. The pre-qualified bidders will have to send the requests beforehand for required documentation on the current business processes, applications, infrastructure and operations & services, so that the same can be provided by the ministry to the bidders during the due-diligence process.

**c. Payment Model**

For the current operator, payments were made after achieving the milestones of application development & certification and data migration. All the other payments during the operations and maintenance phase are Service Level Agreement based and made on a quarterly basis at the end of the quarter. Similar milestone based payments for milestones (if any) and performance based quarterly payments during the operations and maintenance phase is being considered for the new operator.

**d. Requirement on the Development Center**

The Service Provider shall either have a development center or commit to setup a development centre in the National Capital Region (NCR) of Delhi during the project implementation and maintenance phase.

**The requirements given in this Expression of Interest are indicative only and Ministry will seek inputs from the pre-qualified bidders in further refining the requirements and all aspects of services before finalizing the Request for Proposal.**



## **Part III: Bidding Terms and Pre-Qualification Criteria**

### **1. CONDITIONS UNDER WHICH THIS EOI IS ISSUED**

- i) This Eoi is not an offer and is issued with no commitment. MCA reserves the right to withdraw the Eoi and change or vary any part thereof at any stage. MCA also reserves the right to disqualify any bidder, should it be so necessary at any stage.
- ii) MCA reserves the right to withdraw this Eoi if MCA determines that such action is in the best interest of the Government of India.
- iii) Short-listed bidders would be issued formal tender enquiry/Request For Proposal inviting their technical and commercial bids at a later date.
- iv) Timing and sequence of events resulting from this Eoi shall ultimately be determined by MCA.
- v) No oral conversations or agreements with any official, agent, or employee of MCA shall affect or modify any terms of this Eoi and any alleged oral agreement or arrangement made by a bidder with any department, agency, official or employee of MCA shall be superseded by the definitive agreement that results from this Eoi process. Oral communications by MCA to bidders shall not be considered binding on MCA, nor shall any written materials provided by any person other than MCA.
- vi) Neither the bidder nor any of the bidder's representatives shall have any claims whatsoever against MCA or any of their respective officials, agents, or employees arising out of, or relating to this Eoi or these procedures (other than those arising under a definitive service agreement with the bidder in accordance with the terms thereof).
- vii) Applicants who are found to canvass, influence or attempt to influence in any manner the qualification or selection process, including without limitation, by offering bribes or other illegal gratification, shall be disqualified from the process at any stage.
- viii) Each applicant shall submit only one Pre-qualification requirements proposal.

### **2. RIGHTS TO THE CONTENT OF THE PROPOSAL**

For all the bids received before the last date and time of bid submission, the proposals and accompanying documentation of the Pre-Qualification proposal will become the property of MCA and will not be returned after opening of the pre-qualification proposals. MCA is not restricted in its rights to use or disclose any or all of the information contained in the proposal and can do so without compensation to the bidders. MCA shall not be bound by any language in the proposal indicating the confidentiality of the proposal or any other restriction on its use or disclosure.

### **3. ACKNOWLEDGEMENT OF UNDERSTANDING OF TERMS**

By submitting a proposal, each bidder shall be deemed to acknowledge that it has carefully read all sections of this Eoi, including all forms, schedules and annexure hereto,

and has fully informed itself as to all existing conditions and limitations.

#### 4. EVALUATION OF PRE QUALIFICATION PROPOSAL

The bidders' Pre-Qualification Proposal in the bid document will be evaluated as per the requirements specified in the EoI and adopting the pre-qualification criteria spelt out in this EoI. The Bidders are required to submit all required documentation in support of the pre-qualification criteria specified (e.g. detailed project citations and completion certificates, client contact information for verification, profiles of project resources and all others) as required for evaluation.

#### 5. LANGUAGE OF PROPOSALS

The proposal and all correspondence and documents shall be written in English.

#### 6. PRE-QUALIFICATION CRITERIA

The invitation for bids is open to all entities registered in India who fulfil prequalification criteria as specified below:

- a. Ministry of Corporate Affairs (Government of India) reserves its right to subject the bidders to security clearances as it deems necessary
- b. The participation is restricted to companies registered in India.
- c. The Bidder for MCA21 v2 project should satisfy all of the criteria below on its own:
  - i. The Bidder should be a company registered under Indian Companies Act 1956. The company should be primarily providing IT / ICT / ITeS operations in India for at least the last five financial years for the year ending 31<sup>st</sup> March 2011 as evidenced by the Certificate of Incorporation issued by the Registrar of Companies, India. The bidder (Service Provider) will be a single legal entity.
  - ii. The Bidder should be a profitable company for the last three years and must have an annual turnover of not less than INR 750 Crores for each of the last three financial years ending 31<sup>st</sup> March 2011. Out of the Total turnover of the company at least INR 200 Crores or above should be from IT services and system integration services for each of the last three years
  - iii. The Bidder must have executed<sup>1</sup> transitioning (from an existing operator to the bidder) of 'Turnkey IT Projects<sup>2</sup>' of total contract value of INR 50 Crores or above.
  - iv. The Bidder (Service Provider) must have at least 2000 full time IT professionals on its payroll
  - v. The bidder (Service Provider) must have been assessed and certified for **CMMi Level 5<sup>3</sup>**. The certificate should be valid for at least a period of one year from the date of submission of the bid

Notes:

1. *In case of long duration projects that includes operations and maintenance services in scope, it is expected that the bidder has successfully completed transitioning phase in the project.*
2. *'Turnkey IT Projects' relates to projects involving IT Application, IT Infrastructure, and Operations & Maintenance Services on the application and infrastructure.*
3. *In case of bidders where the CMMi certification is under renewal, the bidders shall provide the details of the previous CMMi certification and the current assessment details for consideration in the Eol process.*
4. *In respect of the cited projects, the bidder should have been directly responsible for the implementation of the projects and not just a member of a consortium.*
5. ***Only Project Citations completed / started in the last 5 financial years (2006-2011) will be considered for evaluation.***

## 7. RESPONSE REQUIREMENTS

- i) The Response to the Pre-Qualification Requirements shall be prepared in accordance with the requirements specified in this Eol and in the format prescribed in this document for each of the above mentioned qualifying criteria as proof of having the minimum requirements.
- ii) Proposals must be direct, concise, and complete. All information not directly relevant to this Eol should be omitted.
- iii) The Pre-Qualification Proposal shall be sealed and super scribed "Response to Pre-Qualification Requirements – MCA21 v2 Project" on the top right hand corner and addressed to MCA at the address specified in this document.
- iv) The pre-qualification proposal should be submitted with two printed copies of the entire proposal, one marked ORIGINAL and the second one as DUPLICATE and a soft copy on non-rewriteable compact discs (CDs) with all the contents of the pre-qualification proposal. The words "Response to Pre-Qualification Requirements – MCA21 v2 Project" shall be written in indelible ink on the CD. The Hard Copy shall be signed by the authorized signatory on all the pages before being put along with the CD in the envelope and sealed.
- v) In case of discrepancies between the information in the printed version and the contents of the CDs, the printed version of the pre-qualification proposal will prevail and will be considered as the proposal for the purpose of evaluation.
- vi) The proposal should contain the copies of references and other documents as specified in the Eol.
- vii) A board resolution authorizing the Bidder to sign/ execute the proposal as a binding document and also to execute all relevant agreements forming part of Eol shall be included in this envelope.

- viii) MCA will not accept delivery of proposal in any manner other than that specified in this EoI. Proposal delivered in any other manner shall be treated as defective, invalid and rejected.

## 8. PRE-QUALIFICATION REQUIREMENTS PROPOSAL

The Pre-Qualification Proposal should be submitted in the sealed envelope with the following details.

Bidders are requested to submit their responses for the Pre-Qualification Requirements in five (5) parts, clearly labelled according to the following categories:

### 1. Part I – Covering Letter, Processing Fee, and Board Resolution

- a. Covering Letter from the Bidder as per the format provided in Annexure – Form I
- b. A non-refundable processing fee for Rs. 1,00,000 (Rupees One Lakh only) in the form of a Demand draft or a Pay Order drawn in favour of PAO, Ministry of Corporate Affairs, payable at New Delhi has to be submitted along with the EoI Response.
- c. Board resolution authorizing the Bidder to sign/ execute the proposal as a binding document and also to execute all relevant agreements forming part of EoI

### 2. Part II – Details of the Organization

- a. This part must include a general background of the respondent organization (limited to 400 words) along with other details of the organization as per the format provided in the EoI (Annexure – Form II). Enclose the mandatory supporting documents listed in format.
- b. The bidder must also provide the financial details of the organization as per format provided in the EoI (Annexure – Form III). Enclose the mandatory supporting documents listed in format.

### 3. Part III – Relevant Project Experience for Transitioning of Turnkey IT Projects

- a. Respondents must provide details (client organization, nature / scope of the project, project value) of Turnkey IT project experience as per the format provided in the EoI (Annexure – Form IV). The projects mentioned here should match with the projects quoted by the respondent in order to satisfy the qualification requirements. Enclose the mandatory supporting documents listed in format.

### 4. Part IV – Proof of Fulltime IT Professionals in the Bidder's Organization

- a. The bidder must enclose certified copy by Statutory Auditor or Company Secretary of the bidder's organization with the number of full time IT professionals in the bidder's organization.

**5. Part V – Proof of Certification**

- a. Assessment and Certification of the required certification (CMMi Level 5).  
(Annexure – Form V)

## **Part IV: Annexure – Response Formats**

**1. FORM I: COVERING LETTER**

(Company letterhead)

[Date]

To,

Director  
Ministry of Corporate Affairs ,  
5th Floor, Shastri Bhawan,  
New Delhi-110001

Dear Sir,

**Ref: Expression of Interest Notice for Selection of Service Provider  
for MCA 21 v2 Project**

Having examined the Expression of Interest (Eol), the receipt of which is hereby duly acknowledged, we, the undersigned, intend to submit a Pre-qualification requirements proposal in response to the Expression of Interest (Eol) for Selection of Service Provider for MCA21 v2 Project.

We attach hereto the response as required by the Eol, which constitutes our proposal.

Primary and Secondary contacts for our company are:

	Primary Contact	Secondary Contact
<b>Name:</b>		
<b>Title:</b>		
<b>Company Name:</b>		
<b>Address:</b>		
<b>Phone:</b>		





**CERTIFICATE AS TO AUTHORISED SIGNATORIES**

I,,....., the Company Secretary of ....., certify that  
..... who signed the above Bid is authorized to do so  
and bind the company by authority of its board/ governing body.

Date:

Signature:

(Company Seal)

(Name)

**2. FORM II: GENERAL DETAILS OF THE ORGANIZATION**

<b>Details of the Organization</b>	
Name of organization	
Nature of the legal status in India	
Legal status reference details	
Nature of business in India	
Date of Incorporation	
Date of Commencement of Business	
Address of the Headquarters	
Address of the Registered Office in India	
Other Relevant Information	
Mandatory Supporting Documents: a) Certificate of Incorporation from Registrar Of Companies( ROC) b) Relevant sections of Memorandum of Association of the company or filings to the stock exchanges to indicate the nature of business of the company	

**3. FORM III: FINANCIAL DETAILS OF THE ORGANIZATION**

<b>Financial Information</b>			
	FY 2008-09	FY 2009-10	FY 2010-11
Revenue (in INR crores)			
Profit Before Tax (in INR crores)			
Revenue from IT services and system integration services (in INR crores)			
<b>Other Relevant Information</b>			
<p><b>Mandatory Supporting Documents:</b></p> <ul style="list-style-type: none"> <li>a. Auditor Certified financial statements for the Last three financial years; 2010-11, 2009-10, and 2008-09 (Please include only the sections on P&amp;L, revenue and the assets, not the entire balance sheet.)</li> <li>b. Unaudited financial statements certified by the Company auditor for the latest year (2010-11) (in case the auditor certified statement for 2010-11 is not available)</li> <li>c. Certification by the company auditors supporting the revenue break-up for IT Services and System Integration Services</li> </ul>			

**4. FORM IV: TRANSITIONING OF TURNKEY IT PROJECT EXPERIENCE**

<b>Transitioning of Turnkey IT Project Experience</b>	
<b>General Information</b>	
Name of the project	
Client for which the project was executed	
Name and contact details of the client	
Current Status	
<b>Project Details</b>	
Description of the project	
Geographical Scope	
Outcomes of the Project	
Scope of Transition	
Business Processes	
Applications	
Technologies Used	
Infrastructure	
Operations & Services	
Number of Locations / Sites	
<b>Other Details</b>	
Due-Diligence During Transition	Y / N  Indicate the duration in case there was a due-diligence performed before the selection process
Duration of Transition (post selection)	
Total Duration of the project (no. of	

months, start date, completion date)	
Total cost of the project	
Total cost of the services provided by the Bidder	
Other Relevant Information	
Mandatory Supporting Documents:  a) Letter from the client duly indicating the salient points like cost, period, scope of services like software , hardware, networking, O&M etc and successful completion of the projects	
<b>Project Capability Demonstration</b>	
Complete details of the scope of the project shall be provided to indicate the relevance to the pre-qualification criterion (which is part of minimum qualification criteria).	

**5. FORM V: DETAILS OF CMMi CERTIFICATION**

<b>CMMi Assessment Details</b>	
<b>Level of CMMi Assessment</b>	
<b>Date of Assessment</b>	
<b>Validity of the Assessment</b>	
<b>Name of the Assessing company and their contact details</b>	
<b>Units / Locations Assessed</b>	
<b>Mandatory Supporting Documents</b>	
Proof of Certification	

*In case of bidders where the CMMi certification is under renewal, the bidders shall provide the details of the previous CMMi certification and the current assessment details for consideration in the EoI process*