

Procurement Notice - Service from a legal firm for act as a Company Secretary and other business related services for SIYOLIT Ltd.

1. Background

SIYOLIT Ltd (herein after SL) is a Special Purpose company established in 2021 under the ownership of both LPG supply companies in the country with an aim to ensure uninterrupted gas supply to the nation at a minimum competitive price structure utilizing all LPG related infrastructure facilities available in the country and common facility sharing arrangement.

Now, the company is in the process of finding a suitable reputed legal/professional firm to be appointed as the Company Secretaries and to receive various business services.

2. Scope of the work and Terms of Reference

Indicative list of services which be expected to be offered by the selected firm are as follows:

2.1. Secretarial Practice

- i To ensure compliance with the provisions of Companies Law, regulations and applicable rules made there-under and other statutes and bylaws of the company.
- ii To prepare the agenda in consultation with the Chairman of SL and the other documents, compliances for all the meetings including Board meetings and general meetings.
- iii To attend review meetings of SL with stakeholders.
- iv To file various documents/returns as required under the provisions of the Companies Act.
- v To maintain proper books and registers of the company as required under the provisions of the Companies Act.
- vi To convene/arrange the meetings of directors/shareholders, on their advice.
- vii To issues notices along with agenda of the meetings, board meetings and general meetings to the concerned/shareholders.
- viii To provide other work required to be performed by the firm for compliance with various provisions of the Companies Law.
- ix Amendment/alteration of Articles of Association, shareholder agreement or any other related legislative documents.

Signature with Seal of the Firm

- x Attend Board Meetings, Annual General Meetings, Extra Ordinary Meetings etc. and drafting resolutions, preparing/maintaining Company's minutes, circulate approved resolutions, maintaining statutory minutes register etc.
- xi Any other works assigned by the board of directors of SL which are coming under the Companies secretaries' purview and requirements under the Companies Act.

2.2. Scope under the other business services

- i All legal matters concerning the SL.
- ii Preparation and finalization of Management agreements.
- iii Preparation and finalization of service/lease agreements.
- iv Preparation and finalization of agreements in terms of selling and buying or supply contracts.
- v Screening of financing related agreements, facility contracts, etc.
- vi Preparation and finalization of general business contracts.
- vii Preparation and finalization of employment contracts.
- viii New business incorporation, mergers, acquisition etc.
- ix Arbitration and contract administration.
- x International, National and Local Regulatory Compliances.
- xi Engagement with employment related legal matters
- xii Attending all required compliances relating to environmental issues, UDA, etc.

3. Contract period and other conditions

3.1. The contract shall be awarded initially for a period of six (6) months, which may be extended based on the government policy directions, depending on the successful performance of the service provider, requirement of SL, that would be at the sole discretion of SL. However, if the performance of the firm is not found to be satisfactory by SL, the contract may be terminated earlier by giving termination notice to the firm. The firm shall be able to provide all services specified in 2.1 and 2.2 above in accordance with the highest standards of professional competence and integrity. The SL, reserves the right to require the replacement of any staff/professional assigned to work, in the event of that the staff concerned is resolute to be incompetent or loses the confidence of SL.

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4. Submission of Proposals

- 4.1. The interested eligible firms could provide their proposals covering the above terms with the price schedule *given in Annex A* via an email to the email address i.e. susantha_silva@hotmail.com on or before 13th September 2021 by 3.00 pm. Any Proposal submitted after the aforesaid deadline will not be accepted. The prospective bidders shall be ensured that the email is properly named as **“Proposal for secretarial and legal services to the SIYOLIT LIMITED”**. The properly received emails will be opened in front of the Bid Opening Committee (BoC) and substantially responsive lowest evaluated bidder will be selected by the Procurement Committee of the SIYOLIT Ltd.

5. Evaluation Criteria

5.1. Basic eligibility criteria

The Bidder should have at least 3 continuing service contracts with reputed companies/entities on legal services including company's secretarial services in 2021. In this regard, the bidder should submit the details required under the *Annex B*.

- 5.2. Only the firms are eligible for submitting bids and individuals are not entitled to submit.
- 5.3. The potential firm should be independent in terms of the business of SL.
- 5.4. The bidder shall not be a blacklisted firm.
- 5.5. If the bidder is responsive as the criteria 5.1,5.2,5.3 and 5.4 above, the cost offered will be the selection criteria to select the substantially responsive lowest evaluated bidder.

6. Mandatory Documents to be furnished

- 6.1. Self-prepared well-designed proposals including firm's profile.
- 6.2. Properly signed Price schedule given under *Annex A*.
- 6.3. Properly signed *Annex B* with details of service contracts.
- 6.4. The bidders who are unable to submit these documents will not be considered for the evaluation.

If you require further details, please contact Mr. Susantha De. Silva, Chairman cum Chief Executive Officer of the SL on 0775283313. The Board of Directors of SIYOLIT Ltd has sole discretion in this service procurement.

Signature with Seal of the Firm

Annex A – Price schedule

Name of the Firm

Service Category	Price Rs. (Monthly) /per event (without VAT)	Remarks if Any*
Secretarial Practice		
<ul style="list-style-type: none"> i To ensure compliance of the provisions of Companies Law, regulations and applicable rules made there-under and other statutes and bye-laws of the company. ii To prepare the agenda in consultation with the Chairman of SL and the other documents, compliances for all the meetings including Board meetings and general meetings. iii To attend review meetings of SL with stakeholders. iv To file various documents/returns as required under the provisions of the Companies Act. v To maintain proper books and registers of the company as required under the provisions of the Companies Act. vi To convene/arrange the meetings of directors/shareholders, on their advice. vii To issues notices along with agenda of the meetings, board meetings and general meetings to the concerned/shareholders. viii To provide other work required to be performed by the firm for compliance of various provisions of the Companies Law. ix Amendment/alteration of Article of Association, shareholder agreement or any other related legislative documents x Attend Board Meetings, Annual General Meetings, Extra Ordinary Meetings etc. and drafting resolutions, 		

preparing/maintaining Company's minutes, circulate approved resolutions, maintaining statutory minutes register etc. xi Any other works assigned by the board of directors of SL which are coming under the Companies secretaries' purview and requirements under the Companies' Act. **		
Other Services		
i All legal matters concerning the SL. ii Preparation and finalization of Management agreements. iii Preparation and finalization of service/lease agreements. iv Preparation and finalization of agreements in terms of selling and buying or supply contracts. v Screening of financing related agreements, facility contracts, etc. vi Preparation and finalization of general business contracts. vii Preparation and finalization of employment contracts. viii New business incorporation, mergers, acquisition etc. ix Arbitration and contract administration. x International, National and Local Regulatory Compliances. xi Engagement with employment related legal matters xii Attending all required compliances relating to environmental issues, UDA, etc. **		

* Pl. provide additional details as annexure if the space is not enough

** Pl insert additional rows if the bidder has further categories

It is confirmed that, we agree with the all the terms and conditions stipulated in this procurement notice and the offer is valid till 13.10.2021 and the details provided in the proposal and this **Annex A** are accurate.

Authorized person Signature
Seal of the firm

Date

Annex B – Details of service contracts continued in 2021

Name of the firm

Customer Name	Nature of Service (Secretariat/Other)*	Revenue of the entity (Rs. Mn)	Remarks

*Pl. explain

It is confirmed that, we agree with the all the terms and conditions stipulated in this procurement notice and the offer is valid till 13.10.2021 and the details provided in the proposal and this **Annex B** are accurate.

Authorized person Signature
Seal of the firm

Date