



**Telecom Regulatory Authority of India**



**Expression of Interest**

**for**

**Empanelment of Auditors to Carry out Audit of Digital Addressable  
Systems**

**1 June 2020**

**Telecom Regulatory Authority of India**

**Mahanagar Doorsanchar Bhavan, Jawahar Lal Nehru Marg (Old Minto  
Road), New Delhi – 110 002**

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# SECTION-I

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## Notice Inviting Proposals for Empanelment of Auditors to Carry out Audit of Digital Addressable Systems

Telecom Regulatory Authority of India (hereinafter referred to as “TRAI” or “Authority”), Mahanagar Doorsanchar Bhavan, Jawahar Lal Nehru Marg (Old Minto Road), New Delhi – 110002, invites proposals from eligible companies/ Limited Liability Partnerships (LLP)/ Partnership firms/ proprietorship firms registered with the Institute of Chartered Accountants of India (ICAI) as audit firm (hereinafter referred to as the “Audit Agency” or “firm” or “Applicant”) for empanelment in the panel of Auditors to carry out audit of Digital Addressable Systems in accordance with the regulatory framework for digital addressable systems comprising of the “Telecommunication (Broadcasting and Cable) Service Interconnection (Addressable Systems) Regulations, 2017” (hereinafter referred to as ‘**Interconnection Regulations, 2017**’), the “Telecommunication (Broadcasting and Cable) Services Standards of Quality of Service and Consumer Protection (Addressable Systems) Regulations, 2017” (hereinafter referred to as ‘**QoS Regulations, 2017**’) and the “Telecommunication (Broadcasting and Cable) Services (Eighth) (Addressable Systems) Tariff Order, 2017” (hereinafter referred to as ‘**Tariff Order, 2017**’) dated the 03<sup>rd</sup> March, 2017, including all subsequent amendments made thereto.

2. The Audit Agency shall meet the following eligibility conditions for empanelment in the panel of Auditors: -

- a) It shall be a company registered under the Companies Act 2013, OR an LLP under the Limited Liability Partnership Act, 2008, OR a registered Partnership Firm under the Partnership Act, 1932, OR a proprietorship firm registered with ICAI as an audit firm;
- b) It shall have a minimum average annual turnover of
  - (i) Rs.50 Lakhs in the immediate two preceding financial years for national level empanelment or for more than one regional level empanelment;
  - (ii) Rs.25 Lakhs in the immediate two preceding financial years for empanelment in only one regional area;
- c) It shall have experience, either on its own or through any of its partner/employee of (i) at least one year in the audit of Digital Addressable System (DAS) [Subscriber Management System (SMS)/ Conditional Access System (CAS)] (technical and/or subscription) of distributors; or (ii) at least one year in the audit of billing and metering and/or payment and prepaid charging system involving the use of software tools and/or Banking IT system;
- d) It shall have at least three full time professionals from among Chartered Accountant (CA)/ Company Secretary (CS)/Cost Accountant (CoA)/ Graduate Engineer, and at least one of the three professionals should be a Chartered Accountant (CA)/ Company

Secretary (CS)/Cost Accountant (CoA). Such professionals should be full time partners or employees working with the Audit Agency since at-least six months prior to the date of application;

- e) The company/ LLP/ firm or any of its professional shall not have been disqualified or blacklisted by any department of State Government/Central Government or any Bank or Financial Institution or any statutory body or any professional body. Further, the Company/ LLP/ firm or any of its professional should not have been held guilty of criminal misconduct at any point of time;
  - f) The applicant should be well-versed with the broadcasting and distribution industry and shall be proficient in understanding the network head-end setup, customer and system lifecycle knowledge and integration of customer details in SMS and CAS;
  - g) The applicant should be independent of broadcasting service providers and should not have any direct or indirect involvement or interest in the design, construction, operation or maintenance of software such as CAS/SMS/Middleware/Electronic Programme Guide (EPG) or hardware/electronic devices used in digital addressable systems of a service provider. Further, neither any director/ partner/ key managerial personnel of the applicant firm nor its any audit personnel should have held in last one year or should be currently holding the similar position in the company which is involved in the business of broadcasting and distribution activities. The Audit agency shall submit an undertaking to this effect along with the proposal.
3. (i) The empanelment shall be either on All India basis or for a region as per details in Appendix-VIII. The Auditors empaneled for a region will not be eligible to audit a DPO, who has any operations or headend outside the region.

(ii) The complete proposal in a sealed envelope in the format given in Appendix-I and complete in all respects should be submitted to respective TRAI office as per Appendix-VIII or at TRAI Headquarter, New Delhi as the case may be. The operational area of the selected auditor shall be the area covered by the Regional office (refer Appendix – VIII) of TRAI in which the applicant has submitted its proposal. The applicant desirous of All India as its operation shall submit the proposal to Mr. Praveen Saxena, Sr. Research Officer (B&CS) TRAI, Mahanagar Doorsanchar Bhawan, J.L.N. Marg (Old Minto Road), New Delhi-110002. **The empanelment process shall be a continuous process henceforth and the process of empanelment may be carried out on monthly basis i.e. a proposal may be submitted by last working day of a month for the next round of empanelment.** An applicant shall apply only once till TRAI informs it about acceptance/rejection of its proposal. TRAI shall inform all the applicants whether they have been empaneled or their application has been rejected. An applicant once rejected shall not be eligible to re-apply till 12 months from the date of intimation of such rejection.



(Sapna Sharma)  
Joint Advisor (B&CS)

# SECTION-II

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## **Instructions to prospective Audit Agencies**

1. The procedure for submission of proposal for empanelment as Auditors, the procedure for selection of Audit Agencies, and the terms & conditions of empanelment are contained in this Document seeking Expression of Interest, which comprise the following: -

Section-I	:	Notice Inviting Proposals
Section-II	:	Instructions to the prospective audit agencies
Section-III	:	Terms of Reference
Appendix-I	:	Format for submitting proposals for empanelment as Audit Agency.
Appendix-II	:	List of CA/ CS/ Cost Accountant Professionals/ Engineers with relevant experience and details
Appendix-III	:	Undertaking-Clause by Clause Compliance
Appendix-IV	:	Undertaking-Independence
Appendix-V	:	Undertaking-Blacklisting
Appendix-VI	:	Undertaking-Well versed
Appendix-VII	:	Criteria for shortlisting/ evaluation of Audit Agency
Appendix-VIII	:	Details of TRAI's offices where proposal is to be submitted

2. The proposals for empanelment shall be submitted by the Audit Agency as per the format prescribed at Appendix-I.

3. Along with the proposal for empanelment, the Audit Agency shall submit to TRAI an undertaking/certificate confirming clause by clause compliance, signed by its authorized

signatory, of its acceptance of all the conditions/ clauses of this Expression of Interest as per the format prescribed at Appendix-III.

4. The Audit Agency shall provide the name, designation, address, telephone number, including mobile number, fax number and e-mail ID of its authorized signatory for correspondence by TRAI. On successful evaluation, the Audit Agency shall keep the said name, address and other details updated for reference and contact of the service providers.

5. The proposal in the format prescribed in Appendix-I should be accompanied with the List of CA/ CS/ Cost Accountant Professionals/ Engineers as prescribed vide format at Appendix-II.

6. The Audit Agency shall submit its proposal, complete in all respects, in a sealed envelope in the format given in Appendix-I, along with all the necessary information and documents by last working day of a month. The proposal shall be submitted along with refundable security deposit of Rs. 20,000/- in the form of Demand Draft (DD) from a scheduled bank in the name of “Telecom Regulatory Authority of India, New Delhi”. Incomplete proposals and/ or the proposals not accompanied with the security deposit shall be summarily rejected. However, TRAI reserves the right to seek clarifications to address shortcoming/ ambiguities for the purpose of ascertaining the eligibility. TRAI may hold a pre-bid clarification meeting based on stakeholders’ request.

7. The security deposit shall be refunded to the unsuccessful applicants within 60 days of rejection of their applications. The Audit Agency selected for empanelment shall be required to submit a performance bank guarantee of Rs. 2 Lakh (Rs. 2,00,000/- only) valid for 30 months (Two and Half Years). The security deposit shall be refunded to the successful applicants only after the submission of the Performance Bank Guarantee by the Audit Agency. No interest shall be payable by TRAI on the security deposit.

8. TRAI reserves the right to cancel the notice for empanelment, or reject any, or all the applications without assigning any reason.

# SECTION-III

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## **Terms of Reference (ToR) for Empanelment of Auditors to carry out Audit of Digital Addressable Systems**

### **1. Background:**

1.1 TRAI is a statutory body established under sub-section (1) of Section 3 of the Telecom Regulatory Authority of India Act, 1997 (24 of 1997) (hereinafter referred to as “TRAI Act”), inter-alia, to regulate “Telecommunication Services”. The Central Government, vide its notification, in the Ministry of Communication and Information Technology (Department of Telecommunication), No. 39, published under notification No. S.O. 44 (E) and S.O. 45 (E) dated 09.01.2004, notified ‘broadcasting services’ and ‘cable services’ as telecommunication service, vesting in TRAI the jurisdiction to also regulate the said sector. The main functions entrusted to TRAI under section 11 of TRAI Act are to regulate tariff, interconnection and quality of service of broadcasting services.

1.2 TRAI has in the past issued various regulations, tariff orders and direction in order to regulate the broadcasting and cable services sector. On 3<sup>rd</sup> March 2017, TRAI put in place a regulatory framework for digital addressable systems which, inter-alia, includes Interconnection Regulations, 2017, QoS Regulations, 2017 and Tariff Order, 2017. The framework was duly notified, vide press release no. 71/2018, dated 3<sup>rd</sup> July 2018 giving effect to all the timelines prescribed in the above-mentioned framework from 3<sup>rd</sup> July 2018. The full text of these regulations, tariff order and Press Note is available on TRAI’s website [www.traigov.in](http://www.traigov.in). Amendments issued to Interconnection Regulations, 2017, QoS Regulations, 2017 and Tariff Order, 2017 from time to time are also available on TRAI’s website [www.traigov.in](http://www.traigov.in).

1.3 The television broadcasting sector consists of approx. 1143 active MSOs, 4 private DTH operators, 328 pay TV broadcasters, one operational HITS operator and a few IPTV operators in the country. The size and network of service providers is quite varied as some of them have a huge subscriber base, while there are many medium and small distributors.

1.4 Regulations 10 (7), 15(1) and 15(2) of the Interconnection Regulations, 2017 have provisions relating to audit. The audit under regulation 10 (7) is commissioned by a broadcaster before providing signal to a distributor to verify whether an addressable system of the distributor meets the addressable system requirements as specified by the regulations. The audit under regulation 15 (1) makes it incumbent upon a distributor to call for audit of its systems once in every calendar year. Regulations 15(2) provides for an audit caused by a broadcaster who is either not satisfied with the audit report of a distributor or

is of the opinion that the addressable system being used by the distributor does not meet requirements as specified in the Interconnection Regulations, 2017.

1.5 The Interconnection Regulations 2017 provide that the Authority may empanel auditors for the purpose of such audit. In order to finalise the terms and conditions pertaining to the empanelment of auditors as a part of established practice, TRAI floated a Consultation Paper on “Empanelment of Auditors for Digital Addressable Systems” on 22.12.2017 seeking written comments of stakeholders on the issues involved. Thereafter, an open house discussion (OHD) was convened on this issue on 12<sup>th</sup> April, 2018 at TRAI’s office in New Delhi, which was attended by a number of stakeholders including associations, companies, organization, firms, service providers and individuals.

1.6 One of the suggestions received from some stakeholders in the above-mentioned consultation process was to develop a comprehensive audit manual for auditors to carry out audit of digital addressable systems. TRAI constituted a Stakeholders’ committee comprising of members nominated by Indian Broadcasting Foundation (IBF- an association of broadcasters), News Broadcasters’ Association (NBA), All India Digital Cable Federation (AIDCF), DTH Association and BECIL. The said committee after several rounds of discussion submitted a draft Audit Manual in November 2018 with few observations and pending issues. Thereafter, several meetings were held with different stakeholders and a comprehensive draft audit manual was prepared. TRAI issued a consultation paper on ‘The Telecommunication (Broadcasting and Cable) Services Digital Addressable Systems Audit Manual on 29th March 2019. Written Comments on this Consultation Paper on Audit Manual were invited from the stakeholders by 22nd April, 2019, and counter-comments by 29th April, 2019. On the request of the stakeholders, the last date for submission of written comments was extended to 13th May, 2019 and counter comments to 20th May 2019. Comments and counter-comments received were posted on TRAI’s website [www.trai.gov.in](http://www.trai.gov.in). Subsequently, the Authority issued ‘The Telecommunication (Broadcasting and Cable) Services Digital Addressable Systems Audit Manual’ on 8 November 2019. This audit manual is available at TRAI’s website : [https://main.trai.gov.in/sites/default/files/Audit\\_manual\\_08112019\\_0.pdf](https://main.trai.gov.in/sites/default/files/Audit_manual_08112019_0.pdf). This Audit Manual is proposed as a guidance document for stakeholders. This manual does not supersede any provision of the extant regulations. In case of any discrepancy between the provision of Interconnection Regulations, 2017, other extant Regulations or Tariff Order and the Audit Manual the provisions as per the regulations/ tariff Orders shall prevail.

1.7 After the preparation and publication of Draft Audit Manual for comments, the Authority has initiated the process for empanelment. TRAI had issued Expression of Interest for Empanelment of Auditors to Carry out Audit of Digital Addressable Systems on 29th March 2019 for the first round of empanelment and on 25 October 2019 for second round of empanelment. Thereafter, after examining the proposals received, the Authority has already empaneled some audit agencies (List can be accessed at TRAI Website). This



invitation is being issued for calling the proposals from audit agencies for third round of empanelment to conduct audit of Digital Addressable Systems under the aforesaid regulations.

## **2. Scope of Work:**

2.1 The scope of work is as under:

(a) audit of the addressable system of the distributor to verify whether the addressable system being used by the distributor of television channels meets the requirements specified in the Schedule III of Interconnection Regulations, 2017;

(b) audit of the subscriber management system, conditional access system and other related systems of the distributor of the addressable system, once in a year, to verify that the monthly subscription reports made available by the distributor to the broadcasters are complete, true and correct, as per Regulation 15 of the Interconnection Regulations, 2017.

(c) conduct Audit as per Regulations 10 (7), 15(1) and 15(2) of the Interconnection Regulations, 2017.

TRAI has issued 'The Telecommunication (Broadcasting and Cable) Services Digital Addressable Systems Audit Manual' on 8 November 2019. This Audit Manual is proposed as a guidance document for stakeholders. This manual does not supersede any provision(s) of the extant regulations.

## **3. Formation and Validity of the Panel**

3.1 TRAI shall select the panel of auditors based on the criteria for shortlisting/ evaluation detailed in Appendix-VII.

3.2 The period of empanelment shall be valid for two (2) years from the date of empanelment of the concerned firm.

3.3 The Authority reserve the right to extend the empanelment for further period, on request of the Audit Agency, and after assessment of their audit performance during the period of empanelment.

3.4 TRAI reserves the right to accept or reject any proposal without assigning any reason. Further TRAI reserves the right to review and expand the panel at any time.

#### 4. Eligibility Criteria:

The firms, in order to be eligible for empanelment, are required to fulfil the following criteria:

- a) The applicant should be a company registered under the Companies Act 2013, OR an LLP under the Limited Liability Partnership Act, 2008, OR a registered Partnership Firm under Partnership Act, 1932 OR a proprietorship firm registered with ICAI as an audit firm.
- b) The applicant should have at least three full time professionals from among Chartered Accountant (CA)/ Company Secretary (CS)/Cost Accountant (CoA)/ Graduate Engineer and at least one of the three professionals should be a Chartered Accountant (CA)/ Company Secretary (CS)/ Cost Accountant (CoA). Such professionals should be full time partners or employees working with the Audit Agency since at-least six months prior to the date of application. (The list of auditors having Chartered Accountant (CA)/ Company Secretariat (CS)/ Cost Accountant (CA)/ Engineer should be given in the format prescribed in **Appendix-II**).
- c) The applicant shall have a minimum average annual turnover of
  - (i) Rs.50 Lakhs in the immediate two preceding financial years for national level empanelment or for more than one regional level empanelment;
  - (ii) Rs.25 Lakhs in the immediate two preceding financial years for empanelment in only one regional area;

The Audit Agency shall submit relevant documentary evidence in this regard including the audited Balance Sheet, Profit and Loss Account and other financial statements, if any, for the preceding two financial years.

- d) The applicant should have experience, either on its own or through any of its partner/employee of (i) at least one year in the audit of Digital Addressable System (DAS) [Subscriber Management System (SMS)/ Conditional Access System (CAS)] (technical and/or subscription) of distributors ; or (ii) at least one year in the audit of billing and metering and/or payment and prepaid charging system involving the use of software tools and/or Banking IT system. The Audit Agency shall submit documentary evidence regarding relevant experience.
- e) The applicant should be well-versed with the broadcasting and distribution industry and shall be proficient in understanding the network head-end setup, customer and system lifecycle knowledge and integration of customer details in SMS and CAS. The Audit Agency shall submit an undertaking to this effect along with the proposal in the format prescribed at Appendix-VI.

f) The applicant should be independent of broadcasting service providers and should not have any direct or indirect involvement or interest, in the design, construction, operation or maintenance of software such as CAS/SMS/Middleware/EPG or hardware/electronic devices used in digital addressable systems of a service provider. Further, neither any director/ partner/ key managerial personnel of the applicant firm nor its any audit personnel should have held in last one year or should be currently holding the similar position in the company which is involved in the business of broadcasting and distribution activities. The Audit Agency shall submit an undertaking to this effect along with the proposal in the format prescribed at Appendix-IV.

g) The applicant audit agency or any of its professional shall not have been disqualified or blacklisted by any department of State Government/Central Government or any Bank or Financial Institution or any statutory body or any professional body. Further, the audit agency or any of its professional should not have been held guilty of criminal misconduct at any point of time. The Audit Agency shall submit an undertaking to this effect along with the proposal in the format prescribed at Appendix-V.

## **5. Reporting Requirement:**

5.1 The firm shall submit the quarterly report to TRAI about the details of audits carried out by them during the quarter within 21 days from the end of the respective quarter, as per the format prescribed by TRAI from time to time.

5.2 In case the firm observes any major discrepancy in the system of the distributor during audit, the same shall be reported to TRAI immediately.

## **6. Confidentiality:**

6.1 The firm shall treat all the information provided by the service provider as confidential and shall not share such information without the written approval of the service provider.

6.2 The Audit Agency shall enter into necessary confidentiality agreement with the service provider to the satisfaction of the service provider.

## **7. Other Terms and Conditions**

7.1 The audit agency shall adhere to the scope of work given in this document and Interconnection Regulation, 2017.

7.2 The Audit Agency and its staff/audit personnel must carry out the tasks with the highest degree of professional integrity and technical competence. They must be free from all pressures and inducements, particularly financial, which might influence their judgment or the results of any assessment, especially from persons or groups of persons with an interest in such results.

7.3 The Audit Agency must guarantee the impartiality of inspection staff/audit personnel. Their remuneration must not depend on the number of assessments carried out or on the results of such assessments.

7.4 In case of any misconduct or negligence; TRAI is free to report the matter at any time to any Government agency or department/statutory body/ICAI/ ICWAI or any other concerned professional body.

7.5 The Audit Agency shall maintain, at all times during its period of empanelment, necessary office set up and adequate personnel to ensure proper deployment for timely completion of the assignments.

7.6 The Audit Agency shall not sub-contract the audit work assigned to it to any outside firm or other persons.

7.7 In case any information/documents submitted by the applicant Audit Agency to TRAI, whether at the time of submission of proposal or thereafter, are found to be incorrect or false or misleading, the agency shall be removed from the panel immediately. In addition, the audit agency and the professionals shall be liable for appropriate action in accordance with the statutory guidelines or professional rules.

7.8 TRAI reserves the right to remove any Audit Agency from the panel in case it is found that any of the conditions laid down in this document have been contravened, or the performance of the auditor is found to be unsatisfactory, or any serious act of omission or commission is noticed in their working. Such Audit Agency will be blacklisted for empanelment with TRAI for a period of two years. If felt necessary, the matter may be reported to ICAI and/or RBI/IBA/ICSI/ICWAI/BCI or any other concerned professional body for necessary action.

7.9 The empanelment shall be subject to unconditional acceptance of the terms and conditions of this document.

7.10 The Audit Agency shall comply with all the instructions, guidelines etc. issued by TRAI, from time to time, for the purpose of conducting the audit of the digital addressable systems of service providers and for reporting thereof.

7.11 The Audit Agency shall not undertake audit of addressable system of any service provider for whom he is also the statutory auditor or internal auditor or concurrent auditor or where he is the consultant to the service provider.

7.12 The Audit agency shall not undertake audit of the addressable system of any service provider consecutively for more than three years.

7.13 TRAI may call the Audit Agency for meetings/ presentation for seeking/ providing clarifications or for reviewing the progress of audit. The Audit Agency shall attend such meetings/ presentation at their own expense.

7.14 The Audit Agency shall indemnify and hold TRAI harmless against any claims, demands, disputes or judgment of any nature brought against TRAI and arising out of the services provided by the Audit Agency to the service provider under this agreement. TRAI shall be entitled to get the monetary loss suffered by it, if any, reimbursed from the Audit Agency. TRAI may also, at its discretion, remove the Audit Agency from the panel in such circumstances, without prejudice to the obligation of the Audit Agency under this clause, which shall survive the removal of Audit Agency from the panel.

7.15 In case of disputes/ clarifications arising out of this document, the decision of TRAI shall be final and binding on the Audit Agency.

7.16 The Audit Agency shall comply with, and be governed by the laws of India for the time being in force.

7.17 All the documents required to be submitted along with this Expression of Interest shall be in English, or duly translated in English with proper authentication.

**FORMAT FOR SUBMITTING APPLICATION**

**Application for: All India operation**

**Regional operation**

**(Tick ✓ as applicable)**

1. Name of the Audit Firm: .....
2. Registered Address: .....
3. Please state whether you a company or partnership firm or LLP or a proprietorship firm registered with ICAI as audit firm. Please attach certified copy of registration or Memorandum of association or Partnership deed, signed and stamped on all pages (having evidence of number of years in operation of the applicant firm), as per checklist at the end of Appendix – I : .....
4. Please state whether you have at least three full time professionals from among Chartered Accountant (CA)/ Company Secretary (CS)/Cost Accountant (CoA)/ Graduate Engineer. At least one of the three professionals should be a Chartered Accountant (CA)/ Company Secretary (CS)/Cost Accountant (CoA). To be eligible for empanelment such professionals should be full time partners or employees working with the Audit Agency since at-least six months prior to the date of application. Please also provide documentary evidence containing the details of the Chartered Accountant (CA)/ Company Secretary (CS)/Cost Accountant (CoA)/Engineer engaged by the firm on applicant firm's letterhead as per Appendix-II of EoI, signed and stamped by the applicant firm . Please provide copy of Degree Certificates of at least three CA/ CS/ CoA/Graduate Engineer, signed and stamped by the applicant firm, as per checklist at the end of Appendix – I: .....
5. Please state whether the applicant has a minimum average annual turnover of:
  - (i) Rs.50 Lakhs in the immediate two preceding financial years prior to the date of application for national level empanelment or for more than one regional level empanelment; OR
  - (ii) Rs. 25 Lakhs in the immediate two preceding financial years prior to the date of application for empanelment in only one regional area;.

Please provide annual turnover for last two financial years. Please provide documentary evidence in this regard including audited financial statement or Income Tax Returns for last two financial years, signed and stamped by the applicant firm, as per checklist at the end of Appendix - I: .....

6. Please state the experience (Audit Agency shall have experience, either on its own or through any of its partner/employee) in years on any of the following:

(a) Audit of Digital Addressable System (DAS) [SMS / CAS] (technical and/or subscription) of distributors.

Or

(b) Audit of billing and metering and/or payment and prepaid charging system involving the use of software tools and/or Banking IT system.

Attach documentary evidence in this regard, as per checklist at the end of Appendix – I: .....

7. Please state if any DAS [SMS/CAS] (technical and/or subscription) audits have been undertaken by the applicant firm. If yes, please provide the number of audits undertaken, and documentary evidence in this regard, as per checklist at the end of Appendix – I:

8. Please state the number of full time professional engaged by the applicant firm who have experience in DAS [SMS/CAS] (technical and/or subscription) audits. Attach documentary evidence in this regard, as per checklist at the end of Appendix – I: ..

9. Please state whether the applicant firm is independent of broadcasting service providers. Attach an undertaking signed by the authorised person of the applicant firm on applicant firm's letterhead as per Appendix IV. Please refer checklist at the end of Appendix – I:

10. Please state whether the applicant firm has been disqualified or blacklisted by any department of State Government/Central Government or any Bank or Financial Institution or any statutory body or any professional body. Attach undertaking signed by the authorised person of the applicant firm as per Appendix V. Please refer checklist at the end of Appendix – I:

11. Explicitly state whether the applicant is well-versed with the broadcasting and distribution industry and is proficient in understanding the network head-end setup, customer and system life cycle knowledge and integration of customer details in SMS

and CAS. Attach undertaking signed by the authorised person of the applicant firm as per Appendix VI. Please refer checklist at the end of Appendix – I:

12. Please provide a certificate confirming clause by clause compliance, signed by applicant firm's authorized signatory, of applicant firm's acceptance of all the conditions/ clauses of this Expression of Interest as per Appendix III. Please refer checklist at the end of Appendix – I:
13. Please state whether the applicant has branch offices in Delhi (including NCR area), Mumbai (including Greater Mumbai, Vasai, Kalyan), Chennai, Kolkata and any of other Cities, as per checklist at the end of Appendix – I: ....
14. Please provide the name, designation, address, telephone number, fax number and E-mail id of the authorized signatory of the firm for correspondence by TRAI and service providers.

**(Signature of Authorized Signatory)**

**Name and Designation**

Place:

Date:

### **Checklist**

1. Requirements of Point No. 3 of format for submitting application:-
  - (i) Please inform whether you a company or partnership firm or LLP or a proprietorship firm registered with ICAI as audit firm
  - (ii) Please attach certified copy of registration or Memorandum of association or Partnership deed, signed and stamped on all pages (having evidence of number of years in operation of the applicant firm).
2. Requirements of Point No. 4 of format for submitting application:-
  - (i) Please explicitly state whether you meet above-mentioned criteria of Point No. 4.
  - (ii) Please provide complete information on applicant firm's letterhead as per Appendix-II of EoI, signed and stamped by the applicant firm .
  - (iii) Please provide copy of Degree Certificates of at least three CA/ CS/ CoA/Graduate Engineer (at least one of them should be CA/CS/CoA), signed and stamped by the applicant firm.



3. Requirements of Point No. 5 of format for submitting application:-

- (i) Please explicitly state whether you meet above-mentioned criteria of Point No. 5.
- (ii) Please provide annual turnover for last two financial years.
- (iii) Please provide documentary evidence in this regard including audited financial statement or Income Tax Returns for last two financial years, signed and stamped by the applicant firm (copy of annual report may also be provided).

4. Requirements of Point No. 6 of format for submitting application:-

- (i) Explicitly indicate whether applicant firm has experience, either on its own or any of its partner/employee of (i) at least one year in the audit of Digital Addressable System (DAS) [ SMS / CAS] (technical and/or subscription) of distributors; or (ii) at least one year in the audit of billing and metering and/or payment and prepaid charging system involving the use of software tools and/or Banking IT system .
- (ii) a) Explicitly provide the experience in terms of number of years, in case of audit of Digital Addressable System (DAS) [SMS / CAS] (technical and/or subscription) of distributors, signed and stamped by the applicant firm.

**OR**

b) Explicitly provide the experience in terms of number of years, in case of Audit of billing and metering and/or payment and prepaid charging system involving the use of software tools and/or Banking IT system, signed and stamped by the applicant firm.

(Note that you may also provide information mentioned at a) and b) both, in case you have experience in both)

- (iii) Please provide copy of work completion certificate issued by the agency for whom the audit was done (in case of copy, it should be signed and stamped by the audit agency), regarding relevant experience in terms of number of years, or Certificate from the broadcaster, or by the agency for whom the audit was done, stating the relevant experience in terms of number of years (signed and stamped on their letterhead).

5. Requirements of Point No. 7 of format for submitting application:-

- (i) Explicitly state if any DAS [SMS/CAS] (technical and/or subscription) audits have been undertaken by the **applicant firm**.
- (ii) **If yes**, then please provide copy of work completion certificate issued by the agency for whom the audit was done (in case of copy, it should be signed and stamped by the audit agency), regarding relevant experience, or Certificate from the broadcaster/Distributor stating the relevant experience (signed and stamped on the broadcaster's/Distributor's letterhead).

6. Requirements of Point No. 8 of format for submitting application:-
  - (i) Explicitly state the number of full time professional with experience in DAS [SMS/CAS], signed and stamped by the applicant firm in letterhead.
  - (ii) Please attach certificate from the broadcaster/DPO(s) (signed and stamped) mentioning the name of the professional(s) engaged in DAS [SMS/CAS] Audit, on their letterhead.
  - (iii) Please indicate if any of your professional has been trained in any reputed institution which has more than 3 years of experience of conducting DAS [SMS/CAS] audits. If yes, please indicate the number of such professionals.
  
7. Requirements of Point No. 9 of format for submitting application:-
  - (i) Provide Undertaking phrased as per Appendix IV.
  - (ii) Undertaking should be signed and stamped on the applicant firm's letterhead
  - (iii) No change in the specified language will be accepted.
  
8. Requirements of Point No. 10 of format for submitting application:-
  - (i) Provide Undertaking phrased as per Appendix V.
  - (ii) Undertaking should be signed and stamped on the applicant firm's letterhead
  - (iii) No change in the specified language will be accepted.
  
9. Requirements of Point No. 11 of format for submitting application:-
  - (i) Provide Undertaking phrased as per Appendix VI.
  - (ii) Undertaking should be signed and stamped on the applicant firm's letterhead
  - (iii) No change in the specified language will be accepted.
  
10. Requirements of Point No. 12 of format for submitting application:-
  - (i) Provide Undertaking phrased as per Appendix III.
  - (ii) Undertaking should be signed and stamped on the applicant firm's letterhead
  - (iii) No change in the specified language will be accepted.
  
11. Requirements of Point No. 13 of format for submitting application:-
  - (i) Provide name of the cities in which the applicant has branch offices.
  
12. Submit the proposal along with refundable security deposit of Rs. 20,000/- in the form of Demand Draft (DD) from a scheduled bank in the name of "Telecom Regulatory Authority of India, New Delhi".

**Appendix -II**

**LIST OF CA/CS/COST ACCOUNTANT PROFESSIONAL/GRADUATE ENGINEERS**

Sl. No.	Name	Designation	Date of Appointment	PF No./UAN	Gross Salary	Remarks

**(Signature of Authorized Signatory)**

**Name and Designation**

Place:

Date:

**Undertaking**

M/s\_\_\_\_\_, certify that we accept all the conditions/ clauses of the Expression of Interest for “Empanelment of Auditors to Carry out Audit of Digital Addressable Systems” issued by TRAI on 1st June 2020 and shall ensure clause by clause compliance of this Expression of Interest.

(signed and stamped on applicant firm’s letterhead)

**Undertaking**

M/s \_\_\_\_\_ is independent of broadcasting service providers and does not have any direct or indirect involvement or interest in the design, construction, operation or maintenance of software such as CAS/SMS/Middleware/EPG or hardware/electronic devices used in digital addressable systems of a service provider. Further, the directors/ partners/ key managerial personnel of M/s\_\_\_\_\_ or audit personnel have not held, in last one year nor are they currently holding, a similar position in any company which is involved in the business of broadcasting and distribution activities.

(signed and stamped on applicant firm's letterhead)

**Undertaking**

M/s \_\_\_\_\_ or any of its professionals have not been disqualified or blacklisted by any department of State Government/Central Government or any Bank or Financial Institution or any statutory body or any professional body. Further, M/s \_\_\_\_\_ or any of its professional have not been held guilty of criminal misconduct at any point of time.

(signed and stamped on applicant firm's letterhead)

**Undertaking**

M/s\_\_\_\_\_ is well-versed with the broadcasting and distribution industry and is proficient in understanding the network head-end setup, customer and system lifecycle knowledge and integration of customer details in SMS and CAS.

(signed and stamped on applicant firm's letterhead)

## Appendix - VII

### EVALUATION CRITERIA FOR NATIONAL LEVEL EMPANELMENT OR FOR MORE THAN ONE REGIONAL LEVEL EMPANELMENT

The following list of parameters shall form the basis for examination and evaluation of the proposals for short-listing of proposers for empanelment.

Sl. No	Criteria	Range	Points	Maximum Points	
1.	No. of years in operation	Upto 2 years	10	20	
		More than 2 - 4 years	15		
		Above 4 years	20		
2.	Annual Turnover in Rupees during each of the immediate two previous financial years	Rs.50 Lakh – 1 Crore	10	20	
		Above Rs. 1 Crore- 2 Crore	15		
		Above 2 Crore	20		
3.	Experience in the audit of SMS / CAS (technical and/or subscription) of distributors.	1 year	10	30	
		2 years	15		
		3 years	25		
		Above 3 years	30		
	OR				
	Experience in audit of billing and metering and/or payment and prepaid charging system involving the use of software tools and/or Banking IT system.	1 year	5		
		2 years	10		
		3 years	15		
		Above 3 years	20		
	4.	Number of professionals who have been trained in any reputed institution that has more than 3 years of experience of conducting DAS [SMS/CAS] audits	1 or more		8
OR					
No. of full time professional who have experience in					
1		12			
2		16			
3 and above		20			



	SMS/CAS (technical and/or subscription) audits			
5.	Infrastructure and facilities	Branch offices in Delhi (including NCR area), Mumbai (including Greater Mumbai, Vasai, Kalyan), Chennai, Kolkata or any of the Cities.	2 for each City	10
<b>TOTAL POINTS</b>				<b>100</b>

Eligible firms having secured 50 or more<sup>1</sup> points would be considered for empanelment. The eligible firms may be invited to make a presentation at a date, time and location intimated by TRAI. The purpose of such presentation would be to allow the firms to present their technical proposal, approach and methodology and other key points in the proposals. TRAI, reserves the right to seek clarifications to address shortcoming/ ambiguities for the purpose of ascertaining the eligibility.

TRAI may seek inputs from BECIL in the evaluation process. TRAI's decision in this regard shall be final and binding and no further discussion/ interaction will be held with the unsuccessful applicants.

### **EVALUATION CRITERIA FOR EMPANELMENT IN ONLY ONE REGIONAL AREA**

The following list of parameters shall form the basis for examination and evaluation of the proposals for short-listing of proposers for empanelment.

<b>Sl. No</b>	<b>Criteria</b>	<b>Range</b>	<b>Points</b>	<b>Maximum Points</b>
1.	No. of years in operation	Upto 2 years	10	20
		More than 2 - 4 years	15	
		Above 4 years	20	

<sup>1</sup> TRAI reserves the right for reviewing the above-mentioned criteria to ensure that enough firms are empanelled to cover different states/areas.

2.	Annual Turnover in Rupees during each of the immediate two previous financial years	Rs.25 Lakh – 50 lakh	10	20	
		Above Rs.50 lakh - 1 Crore	15		
		Above 1 Crore	20		
3.	Experience in the audit of SMS / CAS (technical and/or subscription) of distributors.	1 year	10	30	
		2 years	15		
		3 years	25		
		Above 3 years	30		
	OR				
	Experience in audit of billing and metering and/or payment and prepaid charging system involving the use of software tools and/or Banking IT system.	1 year	5		
		2 years	10		
		3 years	15		
		Above 3 years	20		
4.	Number of professionals who have been trained in any reputed institution that has more than 3 years of experience of conducting DAS [SMS/CAS] audits	1 or more	8	20	
		OR			
	No. of full time professional who have experience in SMS/CAS (technical and/or subscription) audits	1	12		
		2	16		
		3 and above	20		
5.	Infrastructure and facilities	Branch offices in Delhi (including NCR area), Mumbai (including Greater Mumbai, Vasai, Kalyan), Chennai, Kolkata or any of the Cities.	2 for each City	10	
<b>TOTAL POINTS</b>				<b>100</b>	

Eligible firms having secured 50 or more<sup>2</sup> points would be considered for empanelment. The eligible firms may be invited to make a presentation at a date, time and location intimated by TRAI. The purpose of such presentation would be to allow the firms to present their technical proposal, approach and methodology and other key points in the proposals. TRAI, reserves the right to seek clarifications to address shortcoming/ ambiguities for the purpose of ascertaining the eligibility.

TRAI may seek inputs from BECIL in the evaluation process. TRAI's decision in this regard shall be final and binding and no further discussion/ interaction will be held with the unsuccessful applicants.

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<sup>2</sup> TRAI reserves the right for reviewing the above-mentioned criteria to ensure that enough firms are empanelled to cover different states/areas.

## Appendix – VIII

<b>For Regional Operational Area</b>					
<b>Sl. No.</b>	<b>Contact details of the TRAI's Official to whom proposal needs to be sent in hard copy</b>	<b>Areas covered by each RO</b>		<b>Name of State/Union Territories under Areas covered by each Regional Office</b>	
1	Advisor TRAI, RO-Kolkata, Bharat Bhawan, 1st Floor, 3- C.R. Avenue, Kolkata-700072 [Email-adv.kolkata@trai.gov.in ; traikolkata@gmail.com]	(i) (ii) (iii) (iv) (v)	West Bengal Kolkata North-East Assam Bihar	(i)  (ii) (iii)  (iv) (v)	West Bengal - West Bengal, Sikkim, Andaman & Nicobar Islands; Kolkata - Kolkata; North-East - Arunachal Pradesh, Meghalaya, Mizoram, Nagaland, Manipur, Tripura; Assam-Assam; Bihar-Bihar & Jharkhand
2	Advisor TRAI, RO-Bangalore Telephone House, Raj Bhawan Road, Bangalore-560001 [Email- adv.bengaluru@trai.gov.in ; traibangalore@gmail.com]	(i) (ii) (iii) (iv)	Karnataka Kerala Maharashtra Mumbai	(i) (ii) (iii) (iv)	Karnataka-Karnataka; Kerala - Kerala, Lakshadweep & Minicoy; Maharashtra-Maharashtra, Goa Mumbai-Mumbai
3	Advisor TRAI, RO-Hyderabad, RTTC Building, Gachhibowli, Hyderabad-500032 [Email- advisortraihyd@gmail.com]	(i) (ii) (iii)	Andhra Pradesh Tamilnadu (Chennai) Odisha	(i) (ii) (iii)	Andhra Pradesh- Andhra Pradesh & Telengana; Tamilnadu including Chennai, Puducherry; Odisha- Odisha
4	Advisor TRAI, RO-Bhopal, Telecom Museum Building, Near Arera Telephone Exchange, Arera Hills, Bhopal- 462004 [Email-adv.bhopal@trai.gov.in ; traibhopal@gmail.com]	(i)  (ii)	Madhya Pradesh & Chhattisgarh Uttar Pradesh & Uttarakhand	(i)  (ii)	Madhya Pradesh- Madhya Pradesh & Chhattisgarh; UP (East)- Entire areas covered by Eastern Uttar Pradesh with the following as its boundary districts towards Western Uttar Pradesh; Shahjahanpur; Kannauj, Farrukhabad, Lakhimpur, Kanpur Rural and Jalaun (Orai) UP (West) - Entire area covered by Western Uttar Pradesh with the following as its boundary districts towards Western Uttar Pradesh; Pilibhit, Bareilly, Badaun, Kasganj (Kanshiram Nagar), Etah, Mainpuri, Etawah and Auraiya. It will exclude the local telephone

**For Regional Operational Area**

<b>Sl. No.</b>	<b>Contact details of the TRAI's Official to whom proposal needs to be sent in hard copy</b>	<b>Areas covered by each RO</b>	<b>Name of State/Union Territories under Areas covered by each Regional Office</b>
			area of Ghaziabad, Noida & State of Uttarakhand.
5	Advisor TRAI, RO-Jaipur, South Block, Admin Building, Jhalana Doongri, 1st Floor, Jaipur-302004 [Email-adv.jaipur@trai.gov.in ; traijaipur@gmail.com]	(i) Daman & Diu (ii) Rajasthan (iii) Gujarat & Lakshadweep (iv) Haryana (v) Punjab	(i) Daman and Diu; Silvassa (Dadra & Nagar Haveli); Rajasthan-Rajasthan; (ii) Gujarat-Gujarat, Lakshdweep (iii) Haryana-Haryana, except (iv) Panchkula Town and the local areas served by Faridabad and Gurgaon Telephone Exchange (v) Punjab-Punjab, Union Territory of Chandigarh and Panchkula town of Haryana
6	Mr. Praveen Saxena, Sr. Research Officer (B&CS) TRAI, Mahanagar Doorsanchar Bhawan, J.L.N. Marg (Old Minto Road), New Delhi- 110002 [Email- interconnect-bcs@trai.gov.in]	(i) Delhi (ii) Himachal Pradesh (iii) Jammu & Kashmir	(i) Delhi-Local Areas served by Delhi, Ghaziabad & Noida Telephone Exchange; (ii) Himachal Pradesh-Himachal Pradesh; (iii) Jammu & Kashmir including the autonomous Council of Ladakh

**For All India Operational area**

<b>Sl. No</b>	<b>Contact details of the TRAI's Official to whom proposal needs to be sent in hard copy</b>	<b>Area Covered</b>
1.	Mr. Praveen Saxena, Sr. Research Officer (B&CS) TRAI, Mahanagar Doorsanchar Bhawan, J.L.N. Marg (Old Minto Road), New Delhi- 110002 [Email- interconnect-bcs@trai.gov.in]	All India

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