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HARYANA MASS RAPID TRANSPORT CORPORATION  
LIMITED

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**AGENDA FOR  
16<sup>TH</sup> MEETING**  
(CONFIDENTIAL)

DATE 22.12.2015  
TIME 11.00 AM  
VENUE CS Committee Room

## **AGENDA FOR THE 16<sup>TH</sup> MEETING OF THE BOARD OF DIRECTORS OF HMRTC**

Day & Date	TUESDAY, 22.12.2015
Time	11.00 AM
Venue	CS Committee Room

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- Item No. 16.8 Adoption of Director's Report for the Financial Year ending 31st March, 2015.....
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- Item No. 16.10      Consultancy fee for conducting the feasibility study of Metro connectivity to Old Gurgaon.....
- Item No. 16.11      Increase in Equity Share Capital of the Corporation.....
- Item No. 16.12      Extension of Contract of HMRTC Staff.....
- Item No. 16.13      To discuss the Status of Metro Projects implemented /being implemented in Haryana .....

**Item No 16.1**  
**To grant Leave of Absence to the Directors**

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Leave of absence may be granted to the Directors who have not been able to attend the meeting.

It may be brought to the notice of the Board that as per the Companies Act 2013, every Director is required to attend at least one Board meeting during the current Financial Year. In the absence of which the Director will automatically vacate the office, even though the leave of absence might have been granted by the Board.

**Item No 16.2**  
**Confirmation of the minutes of the 15<sup>th</sup> Board Meeting of HMRTC held on 29.09.2015**

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The approved minutes of the 15<sup>th</sup> meeting of the Board of Directors were circulated to all the Directors of the corporation vide office letter no HMRTC-ADF-2015/AO/593-601 dated 09.10.2015 and are placed at **Annexure- I**. No observations have been received from any Director.

The Board is requested to confirm the same.

**Item No 16.3**

**Follow up action on the decisions taken by the Board in its  
15<sup>th</sup> Board Meeting of HMRTC held on 29.09.2015**

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Action taken report on the decisions taken in the 15<sup>th</sup> Meeting of Board of Directors is placed at **Annexure-II**. Board may take note of the same.

#### **Item No 16.4**

### **Appointment of Sh. Sanjeev Kaushal, IAS, Principal Secretary, Finance Department as Director of HMRTC.**

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Board was informed that consequent on transfer of Sh. P.K. Das, IAS, Sh. Sanjeev Kaushal, IAS, Additional Chief Secretary, Finance Department has taken over as Director from 16.11.2015. Board may consider and pass the following resolution:

"RESOLVED that pursuant to applicable provisions of Companies Act, 2013, Sh. Sanjeev Kaushal, IAS, Additional Chief Secretary to Government of Haryana, Finance Department (DIN No 02297406) and is hereby appointed as the Director of HMRTC.

"RESOLVED FURTHER that Sh. Brijendra Singh, IAS, Managing Director of the Company be and is hereby authorized to file the necessary document & do all such acts, deeds and things that are incidental and necessary in this regard.

"RESOLVED FURTHER That Sh. Girish Madan, Company Secretary in Practice be and is hereby, authorized to upload necessary e-form in the office of ROC Delhi and Haryana."

"Resolved further that Board places on record the appreciation of services rendered by Sh. P.K. Das, IAS while being Director on the Board of HMRTC."

## **Item No 16.5**

### **Appointment of Sh. Anil Kumar, IAS, Principal Secretary, Urban Local Bodies on the Board of Directors of HMRTC.**

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Board was informed that consequent on transfer of Sh. Mahavir Singh, IAS, Sh. Anil Kumar, IAS, Principal Secretary, Urban Local Bodies has taken over as Director from 02.12.2015. Board may consider and pass the following resolution:

"RESOLVED that pursuant to applicable provisions of Companies Act, 2013, Sh. Anil Kumar, IAS, Principal Secretary, Urban Local Bodies (DIN No -----) be and is hereby appointed as the Director on the Board of Directors of HMRTC.

"RESOLVED FURTHER that Sh. Brijendra Singh, IAS, Managing Director of the Company be and is hereby authorized to file the necessary document & do all such acts, deeds and things that are incidental and necessary in this regard.

"RESOLVED FURTHER That Sh. Girish Madan, Company Secretary in Practice be and is hereby, authorized to upload necessary e-form in the office of ROC Delhi and Haryana.

"Resolved further that Board places on record the appreciation of services rendered by Sh. Mahavir Singh, IAS while being Director on the Board of HMRTC."



## **Item No 16.6**

### **Appointment of Sh. Sudhir Rajpal, IAS, Managing Director, HSIIDC as Director on the Board of Directors of HMRTC**

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Board was informed that consequent on transfer of Sh. Vineet Garg, IAS, Sh. Sudhir Rajpal, IAS, Managing Director, HSIIDC has taken over as Director from 16.12.2015. Board may consider and pass the following resolution:

"RESOLVED that pursuant to applicable provisions of Companies Act, 2013, Sh. Sudhir Rajpal, IAS, Managing Director, HSIIDC (DIN No 00107802) be and is hereby appointed as the Director on the Board of Directors of HMRTC.

"RESOLVED FURTHER that Sh. Brijendra Singh, IAS, Managing Director of the Company be and is hereby authorized to file the necessary document & do all such acts, deeds and things that are incidental and necessary in this regard.

"RESOLVED FURTHER That Sh. Girish Madan, Company Secretary in Practice be and is hereby, authorized to upload necessary e-form in the office of ROC Delhi and Haryana.

"Resolved further that Board places on record the appreciation of services rendered by Sh. Vineet Garg, IAS while being Director on the Board of HMRTC."

## **Item No 16.7**

### **Adoption of Audited Financial Statements, Audit Report and CAG Report for the Financial Year ending 31<sup>st</sup> March, 2015.**

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Board was informed that the Financial Statements for the year ending 31st March 2015, duly certified by the Auditor along with the Auditor's Report was approved by the Board in its 15<sup>th</sup> Board Meeting held on 29.09.2015 and the same was submitted to CAG for comments on financial statements of the company. CAG has sent No Review Certificate/ comments for the financial statements of the year ending 31.03.2015 vide letter no. CA-1/BS/HMRTC/14-15/15-16/674 dated 23.11.2015. The copy of the Audited Financial Statements along with No Review Certificate of CAG is placed at **Annexure-III**. Meeting after consideration passed the following Resolution:

"RESOLVED THAT pursuant to Section 134 and other applicable provision of Companies Act 2013, Financial Statements i.e. Balance Sheet and Profit and Loss Account for the year ended 31st March 2015, along with auditor's report, comments of CAG, as placed before the meeting, be and are hereby approved.

RESOLVED FURTHER that Sh. Brijendra Singh, IAS, Managing Director of the Company be and is hereby authorized to file necessary documents with ROC and to place these financial statements along with Auditor's Report/CAG report for adoption by shareholders in the Annual General Meeting of the Company."

**Item No 16.8**  
**Adoption of Director's Report for the Financial Year ending**  
**31<sup>st</sup> March, 2015.**

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Board was informed that the Director's Report for the year ending 31<sup>st</sup> March, 2015 is being placed before the meeting for the approval and comments thereon. Copy of the Director's Report is placed at **Annexure-IV**. Meeting after due consideration passed the following Resolution:

"RESOLVED THAT pursuant to Section 134 of Companies Act 2013, Director's Report of the Company for the financial year ending 31<sup>st</sup> March, 2015, placed before the meeting, be and is hereby approved together with the annexure thereto

RESOLVED FURTHER THAT Sh. P. Raghavendra Rao, IAS, Director and Sh. Brijendra Singh, IAS, Managing Director be and is here by authorized to sign the report for and on behalf of the Board of Directors of the company.

RESOLVED FURTHER that **Sh. Brijendra Singh, IAS, Managing Director** of the Company be and is hereby authorized to file necessary documents with ROC and to place this Report in the Annual General Meeting of the Company."

**Item No 16.9**  
**Holding of the 3<sup>rd</sup> Adjourned Annual General Meeting (AGM)**  
**of the corporation.**

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Board was informed that 3<sup>rd</sup> Annual General Meeting as fixed on 29.09.2015 was adjourned due to want of CAG Report on the Audited Annual Financial Statements for the financial year ending 31<sup>st</sup> March, 2015. Board may consider and pass the following resolution:

“RESOLVED that the adjourned Annual General Meeting of the company be held on 22.12.2015 at 3.00 PM at the registered office of the company.

FURTHER RESOLVED that the draft notice of the meeting and initialed by the Managing Director for the purpose of identification be and is here by approved.” **(Annexure-V)**

“FURTHER RESOLVED that Sh. S.C. Kansal, CFO of the Company be and is hereby authorized to issue notice of meeting.”

## **Item No 16.10**

### **Consultancy fee for conducting the feasibility study of Metro connectivity to Old Gurgaon as per TOR**

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Board in its 13<sup>th</sup> meeting decided to conduct the feasibility study for providing Metro connectivity between City Centre and Old Gurgaon as per TOR approved by Board. The Board further decided that quotations for the study may be obtained from 4 companies i.e. DIMTS, UMTC, RITES and DMRC. Accordingly, quotations were invited from the above said 4 companies to study various options of route alignment between City Centre and old Gurgaon (Influence Zone) and selection of suitable route alignment with merits and demerits of all options with the aim to provide Metro connectivity keeping in view the existing/proposed Metro lines in Gurgaon. The route suggested by MLA, Gurgaon, Ex-MP (Lok Sabha), and Hon'ble Union Minister were also intimated to the consultants with the request that these routes may also be taken into consideration at the time of study of various options of route alignment. UMTC, DIMTS and RITES submitted the quotations out of which the quotation of UMTC was the lowest i.e. Rs.2 lakh per km plus Service Tax. DMRC had shown its inability to quote the consultancy fee intimating that DMRC does not desire to compete with the other consultancy organizations for taking up the work. If Haryana Government desires to get the above consultancy work done through DMRC it can be taken on mutually agreed terms and conditions on one-to-one basis.

The matter was discussed in detail in meeting held on 28.10.2015 under the Chairmanship of CS, Haryana and it was observed that ultimately the existing line of DMRC is likely to be extended to old Gurgaon to provide seamless travel to the thickly populated areas of Gurgaon. Therefore, the study conducted by any consultancy firm other than DMRC may not be useful and may not serve the purpose because in the eventuality of execution of the project by DMRC, DMRC may not rely upon the feasibility study conducted by other consultancy firms. It was, therefore, decided that ACSTCP and CA, HUDA-cum-MD, HMRTC may discuss the matter with DMRC and work out the

mutually agreed terms and conditions for the above said study and bring the matter before the Board for taking a final decision in this regard. The minutes of the meeting held on 28.10.2015 are placed at **Annexure-VI**.

Pursuant to the above decision, a meeting was held on 06.11.2015 under the Chairmanship of ACSTCP. In the meeting, Sh. S.D. Sharma, Director (BD), DMRC intimated that the feasibility study will be conducted by DMRC as per TOR already circulated by HMRTC except Topo Survey and Multi Modal Traffic Integration which could be carried out at the time of preparation of DPR on the basis of selected route alignment. The alignment will, however, be prepared on Google map giving details of gradient. The matter was discussed in detail and the Director (BD), DMRC was requested to intimate the fee within 10 days, so that appropriate decision could be taken by the competent authority at the earliest.

Now, DMRC vide letter no. DMRC/Advisor(CS)/oldGGN/2015 dated 13.11.2015(**Annexure-VII**) has submitted the consultancy fee for conducting the feasibility study and has intimated as follows:

1. The fee for the study for the TOR will be Rs. 10 lakh plus service tax in addition to actual cost of the field surveys. The 50% of Rs. 10 lakh (plus ST) will be released immediately and the cost of actual field surveys will be reimbursed to DMRC as and when invoice raised by DMRC. The balance Rs. 5 lakh( plus ST) will be paid to DMRC on completion of the study and final submission of the report.
2. The TOR will be same as already circulated by HMRTC except Topo Survey and Multi Modal Traffic Integration which could be carried out at the time of preparation of DPR on the basis of selected route alignment.
3. Deliverables, horizontal and vertical alignment will be submitted on google map. The conceptual plan of the station will also be submitted on google map as topo survey is not included in study. Only rough estimates of land requirement for traffic integration at stations, electric sub-stations, operational requirement, temporary construction depots and other components of the project land plans on google map shall be provided.

4. Schedule: 3 Copies of the initial draft report shall be submitted within 5 months after the payment of mobilisation fee of Rs. 5 lakh (plus ST). Thereafter, 3 copies of final report will be submitted after incorporating suggestions from HMRTC.

The matter is placed before the Board for consideration.

## **Item No 16.11**

### **Increase in Equity Share Capital of the Corporation**

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Board in its 13<sup>th</sup> meeting decided to increase the paid up share capital of the Corporation from Rs. 1 crore to Rs. 23.31 crore as the Council of Ministers in its meeting held on 01.06.2015 has approved that the funds received from Rapid Metro may be taken towards the equity of HMRTC. The shareholders of the Corporation have also approved the same in Extra-Ordinary General Meeting held on 30.07.2015.

Till date Rs. 16.7351 crore have been received from Rapid Metro and the same is lying with HUDA. HUDA & HSIIDC were required to contribute additional Rs. 3.12 crore and Rs. 2.46 crore respectively to maintain their balance of 29% and 20% in the equity participation.

Board is informed that share application money has not been received from HUDA & HSIIDC so far. Therefore, the equity of the Corporation could not be increased.

The matter is placed before the Board for information.



## **Item No 16.12**

### **Extension of contract of HMRTC staff.**

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The Board in its 7<sup>th</sup> Meeting held on 11.12.2013 decided to appoint one Advisor (Finance) and skeletal staff on contract basis initially for a period of one year in order to make the corporation functional. Board further decided that the Advisor (Finance) should be well versed with the working of HMRTC. The skeletal Staff i.e. one Manager (Technical), one Finance Officer, one Accounts Officer and one Accountant may be appointed through outsourcing on contract basis initially for a period of one year. It was also decided that service of Company Secretary be outsourced to comply with the provisions of Companies Act.

As decided above, Sh. S.C. Kansal, retired as CCF, HUDA was appointed as Advisor (Finance) on contract basis in Haryana Mass Rapid Transport Corporation Limited initially for a period of one year w.e.f. 01.01.2014. The salary is paid as last pay drawn (at the time of retirement as Chief Controller of Finance in HUDA) minus pension. All the allowances, perks and facilities as applicable to the pay scale and equivalent to Chief Controller of Finance in HUDA are also paid.

The Board in its 9<sup>th</sup> meeting held on 26.06.2014 decided that one post of PA to Advisor(Finance) may be created and PA may be appointed from the retired Government Stenographer/PA at the consolidated salary of Rs. 20,000/- p.m. for a period of one year. Accordingly, Shri Kharaiti Lal who retired from HUDA as PA to CCF was appointed as PA to Advisor(Finance) on the consolidated salary of Rs. 20,000/- p.m. His tenure of one year is going to expire on 03.02.2016.

Further, as decided by the Board in 7<sup>th</sup> Board Meeting, following staff was appointed through outsourcing from M/s P.K. Bhasin & Associates initially for a period of one year w.e.f. 01.03.2014 on monthly fees of ₹ 99000/- per month plus service tax :

Sr.No.	Staff	Remarks
1.	Finance officer	Ms. Monika who is a qualified Chartered Accountant with an experience of 1 year 3 months is presently working in the Corporation.
2.	Accounts Officer	Ms. Puneet Malhotra who is a qualified Chartered Accountant with an experience of about 1 year has left on 15.09.2015. Replacement is provided by M/s P.K.Bhasin and now Mr. Ankush Garg, Chartered Accountant with an experience of 1.5 years is working as Accounts Officer.
3.	Accountant	Ms. Surbhi Narang who is semi qualified Chartered Accountant with an experience of about 1 year 9 months is presently working in the Corporation.

Sh.Girish Madan was appointed as Company Secretary in practice on retainer-ship basis for secretarial work of HMRTC initially for a period of one year w.e.f 01.03.2014 on monthly fees of ₹7500/- per month plus service tax.

The Board in its 11<sup>th</sup> meeting held on 24.12.2014 decided that the contract of Sh. S.C.Kansal, Advisor (Finance), M/s P.K.Bhasin & Associates and Sh. Girish Madan, Company Secretary may be extended for another 1 year on the same terms and conditions.

Board is informed that tenure of service of Advisor (Finance) will expire on 31.12.2015, PA to Advisor (Finance) will expire on 03.02.2016 and the outsourcing contract of M/s P.K. Bhasin & Associates will expire on 28.02.2016. Similarly the outsourcing contract of Company Secretary in practice Sh. Girish Madan will also expire on 28.02.2016.

The Board may decide the further extension of contract of above mentioned staff of HMRTC.

**Item no 16.13**  
**To Discuss the Status of Metro Projects being implemented in Haryana**

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The status of Metro projects implemented /being implemented in Haryana is given as under:-

**1. Gurgaon Metro.**

The line is operational since September, 2010

**2. Faridabad metro.**

The line is operational since 06.09.2015

**3. Ballabgarh Metro.**

The revised project cost is Rs. 651 crore. The project is under construction and likely to be completed by December, 2017, Rs. 37.50 crore released till date. The Central Financial Assistance is yet to be sanctioned.

**4. Bahadurgarh Metro.**

The project is under construction and likely to be completed by December, 2016 Rs. 400.285 crore released till date out of Haryana share of Rs. 787.96 crore.

## **5. Metro projects developed/ being developed by Rapid Metro in Gurgaon.**

The matter regarding Metro Projects developed/ being developed by Rapid Metro was discussed in the meeting held on 20.11.2015 under the Chairmanship of Chief Secretary, Haryana wherein the progress of development of south extension, the matter regarding constitution of Fare Fixation Committee and development of North Extension was discussed. The minutes of the meeting as enclosed at **Annexure-VIII** for the information of the Board.

## **6. Metro Connectivity between Faridabad & Gurgaon.**

Government of Haryana has taken up the matter with Government of India to provide Metro connectivity between Faridabad and Gurgaon. In this regard, D.O. letter has been sent by Chief Minister, Haryana to Union Urban Development Minister on 19.01.2015 wherein it has been intimated that in Phase IV of Delhi Metro, there is a proposal of a Metro link between Qutub Minar and Badarpur stations, to be constructed by 2021. It has been requested that:-

a) The construction of Metro link between Qutub Minar and Badarpur stations may be got completed latest by 2018.

b) The line between Qutub Minar and Badarpur stations is planned to pass through Delhi area. It has been requested that a spur may be planned along this line, which may pass through the inhabited areas of northern Faridabad in Haryana starting from Surajkund and connect to an appropriate Metro station located on Delhi-Faridabad route.

DMRC did not find the proposal viable as it will be a parallel Metro Corridor to the existing line. Chief Secretary, Haryana has again written D.O. Letter to Secretary, Ministry of Urban Development (MoUD) on 30.06.2015 to re-examine the proposal and suggest a viable solution to provide Metro connectivity between commercial hubs of Faridabad & Gurgaon cities. In response to the D.O. letter, DMRC has intimated vide letter dated 31.08.2015 that in order to examine the project in detail including the traffic projections etc., the feasibility

study needs to be prepared for which Terms of Reference indicating the fee can be furnished if so desired by GOH.

It has now been decided that to conduct the feasibility study of this project. Accordingly, DMRC has been requested on 23.10.2015 to send the TOR & intimate the fee for the above said study which is awaited.

## **7. Metro in Tricity of Chandigarh, Mohali & Panchkula.**

The updated DPR of the project has been received, the main features of which are given as follows:

- (a) The total route length of the Metro is 37.573 kms with the completion cost of Rs.13, 909 crore against the previous completion cost of Rs. 10,900 crore
- (b) Two separate corridors will be developed under this project.
  - (i) First corridor will be from Capital Complex Chandigarh upto Gurudawara Singh Shahidan, Sector 70, Sahibjada Ajit Singh Nagar and the total length of this Corridor shall be 12.497 Km (4.427Km above ground and 8.070 Km underground). Same as in the previous report.
  - (ii) Second Corridor will be from Mullanpur (in Punjab portion) upto Grain Market Panchkula(Haryana) and the total length of this corridor shall be 25.076 KM(19.041 Km above ground and 6.035 Km underground). Same as in the previous report.
  - (iii) The route length of Haryana falls in the second corridor which has the length of 6.406 km above ground with 7 No. elevated stations i.e. MDC, Panchkula, HUDA Office Complex, City Centre, Bus Stand, Sector-14 District Centre, Village Raili and Grain Market.(Same as in the previous report)
- (c) The financial details of the project are given as under:
  - (i) Route length /estimated cost of the project.

	Route length (In Kms)	Estimated cost (Rs. in Crore)	Completion cost (Rs. in Crore)
Chandigarh portion.	23.362	7824	10018
Punjab portion.	7.805	1643	2089
Haryana portion.	6.406	1422	1802
Total	37.573	10888	13909

The updated costs have been worked out at September, 2015 Price Level. The completion cost includes the Central taxes, but the State taxes shall have to be exempted or reimbursed by the State Governments/UT.

- (ii) Likely date of start of construction. April, 2016
- (iii) Likely date of completion. April, 2021
- (iv) Revenue opening date. 01.04.2021
- (v) Land Requirement:-  
Govt. Land 325202.60 Sq.mtr.  
Pvt. Land 27385.20 Sq.mtr.
- (vi) Govt. land has been valued at Rs.20.00 crore per hectare, whereas private land has been valued @ Rs.55 crore per hectare.

(d) Projected Ridership

Year	Trips per day(lakhs)
2021-22	4.16
2031-32	7.11
2041-42	11.26

(e)	FIRR	
	Chandigarh portion	1.40%
	Punjab portion.	1.71%
	Haryana portion	-0.58%
	Overall	1.35%
(f)	EIRR	14.22%

The DPR recommended that the project may be implemented through SPV, wherein 20% amount (including equity and Sub ordinate debt for Central taxes) may be contributed by GOI and 20% amount (including equity, Sub ordinate debt for Central taxes and Sub ordinate debt for land cost) may be contributed by Chandigarh, Haryana and Punjab in proportion to the investment required to be made in the project in their area. Balance 60% is proposed to be taken as loan from JICA/ Domestic Financial Institutions. The MOU has already been signed between MOUD, UT Administration, GOH and GOP on 09.07.2015 to create a new organization by the name of Greater Chandigarh Transport Corporation (GCTC) for the development of comprehensive integrated multi modal urban & sub-urban commuted transport system for the region. The SPV is yet to be formed. The copy of MoU is attached at **Annexure-IX**. The main features of the updated DPR are placed before the Board for information.