

Minutes of the 12th Board Meeting of Haryana Mass Rapid Transport Corporation Limited (HMRTC) held on 30.03.2015 at 11:00 AM under the Chairmanship of Sh.D.S.Dhesi, IAS, Chief Secretary to Government of Haryana-cum-Chairman HMRTC, in the CS Committee room located at 4th Floor, Haryana Civil Secretariat, Chandigarh.

Present:-

- | | | |
|----|----------------------------|-------------------|
| 1. | Sh. P.Raghavendra Rao, IAS | Vice- Chairman |
| 2. | Sh. P.K. Das, IAS | Director |
| 3. | Sh. S.N. Roy, IAS | Director |
| 4. | Sh. Avtar Singh, IAS | Director |
| 5. | Sh. Arun Kumar Gupta, IAS | Director |
| 6. | Sh. Brijendra Singh, IAS | Managing Director |

Minutes:

Agenda No.4 to Agenda No.6 was taken first in the Board meeting.

Item no. 12.4 Appointment of Sh. D.S. Dhesi, IAS, Chief Secretary to Government of Haryana as Chairman of Board of Directors.

Board was informed that consequent on superannuation of Sh. P.K.Gupta, IAS, Chief Secretary to Government of Haryana on 31.12.2014, Sh. D.S. Dhesi, IAS Chief Secretary to Government of Haryana has taken over as the Chairman of the Board of Directors on 01.01.2015 in terms of Haryana Government notification no. 7/11/2011-2TCP dated 12/09/2013 vide which the Board of HMRTC was reconstituted. Board passed the following resolution:

“RESOLVED that pursuant to applicable provisions of Companies Act, 2013 Sh. D.S. Dhesi IAS Chief Secretary to Government of Haryana (DIN No. 01433541) be and is hereby appointed as the Chairman 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. P.K.Gupta IAS while being Chairman on the Board of HMRTC.”

**Item No. 12.5 Appointment of Sh. Arun Kumar Gupta, IAS, DGTCP as
Director on the Board of Directors of HMRTC.**

Board was informed that consequent on transfer of Sh. Anurag Rastogi, IAS, Director General, Town & Country Planning, Sh. Arun Kumar Gupta, IAS Director General, Town & Country Planning has taken over as Director from 20.02.2015. Board passed the following resolution:

“RESOLVED that pursuant to applicable provisions of Companies Act, 2013, Sh. Arun Kumar Gupta IAS Director General, Town & Country Planning (DIN No 05265538) 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.Anurag Rastogi IAS while being Director on the Board of HMRTC.”

Item No. 12.6 Appointment of Sh. S.N. Roy, IAS, Principal Secretary, Urban Local Bodies Department, Haryana as Director on the Board of Directors of HMRTC.

Board was informed that Government of Haryana has nominated Principal Secretary Urban Local Bodies Department, Haryana as the Director on the Board of Directors of HMRTC. Accordingly Sh. S.N. Roy, IAS, Principal Secretary Urban Local Bodies Department, Haryana be and is hereby nominated as the Director on the Board of Directors of HMRTC. Board passed the following resolution:

“RESOLVED that pursuant to applicable provisions of Companies Act, 2013, Sh. S.N. Roy, IAS, Principal Secretary Urban Local Bodies Department, Haryana (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.

Item no.12.1 To grant Leave of Absence to the directors.

Leave of absence was granted to Sh. Hardeep Kumar, IAS, Sh. Devender Singh, IAS and Sh. Vineet Garg, IAS.

Item no. 12.2 Confirmation of the minutes of the 11th Board Meeting of HMRTC held on 24.12.2014.

The Board confirmed the minutes of 11th Board meeting held on 24.12.2014.

Item no. 12.3 Follow up action on the decisions taken by the Board in its 11th Meeting held on 24.12.2014.

The Board noted the action taken report on the minutes of the 11th Board Meeting of HMRTC, held on 24.12.2014. The Board also noted the pockets of land available at Bahadurgarh and Kundli for the development of Multi-Modal transport hub. The Board decided that feasibility study be got conducted through consultants for the development of Multi- Modal transport hub.

Item No. 12.7 Transfer of Shares.

Board considered the agenda and passed the following resolution:

“RESOLVED THAT the consent of Board of Directors of the Company be and is hereby accorded for the re-arrangement of equity shareholders, as per the details given below:

NAME OF EXISTING REPRESENTATIVE	NO OF SHARES	FOLIO NO OF TRANSFEROR	NAME OF NEW REPRESENTATIVE.	FOLIO NO OF TRANSFEREE
S.S. DHILLON, IAS S/O SH. N.S DHILLON ON BEHALF OF GOVERNOR OF HARYANA	46000	01	ADDITIONAL CHIEF SECRETARY TO GOVERNMENT OF HARYANA, TOWN & COUNTRY PLANNING DEPARTMENT, PRESENTLY BEING SH. PIDURU RAGHAVENDRA RAO, IAS, ON BEHALF OF GOVERNOR OF HARYANA.	01
YUDHVIR SINGH MALIK, IAS S/O SH. HOSHIAR SINGH MALIK ON BEHALF OF GOVERNOR OF HARYANA	1000	02	PRINCIPAL SECRETARY TO GOVERNMENT OF HARYANA, INDUSTRIES AND COMMERCE DEPARTMENT, PRESENTLY BEING SH. DEVENDER SINGH, IAS, ON BEHALF OF GOVERNOR OF HARYANA.	02
AJIT MOHAN SHARAN, IAS S/O SH. KRISHAN MOHAN SHARAN ON BEHALF OF GOVERNOR OF HARYANA	1000	03	PRINCIPAL SECRETARY TO GOVERNMENT OF HARYANA, FINANCE DEPARTMENT, PRESENTLY BEING SH. PRANAB KISHORE DAS, IAS, ON BEHALF	03

			OF GOVERNOR OF HARYANA.	
RAJAN GUPTA, IAS S/O SH. RAM PARKASH GUPTA ON BEHALF OF GOVERNOR OF HARYANA	1000	04	PRINCIPAL SECRETARY TO GOVERNMENT OF HARYANA, TRANSPORT DEPARTMENT, CHANDIGARH, PRESENTLY BEING SH. AVTAR SINGH, IAS ON BEHALF OF GOVERNOR OF HARYANA.	04
TRILOK CHAND GUPTA, IAS S/O SH. SHIV CHARAN DAS GUPTA ON BEHALF OF GOVERNOR OF HARYANA	1000	05	DIRECTOR GENERAL, TOWN AND COUNTRY PLANNING DEPARTMENT, HARYANA, PRESENTLY BEING SH. ARUN KUMAR GUPTA, IAS, ON BEHALF OF GOVERNOR OF HARYANA.	05
SATISH CHANDER CHOUDHARY, IAS S/O SH. PHOOL CHAND CHOUDHARY ON BEHALF OF GOVERNOR OF HARYANA	1000	07	ADDITIONAL CHIEF SECRETARY TO GOVERNMENT OF HARYANA, BUILDING & ROADS DEPARTMENT CHANDIGARH, PRESENTLY BEING SH. HARDEEP KUMAR, IAS, ON BEHALF OF GOVERNOR OF HARYANA.	07

“Resolved further that Sh. Brijendra Singh, Managing Director of the Company be and is hereby authorized to take necessary action related to re-arrangement of shareholders and to do all such acts, deeds and things as are necessary and incidental in this regard.”

Item No. 12.8 Appointment of Advisor (Finance), HMRTC (being CFO of the Corporation) as Nodal Officer for ROC.

Board was informed that for smooth functioning and management of the Company, it is hereby proposed to appoint Sh. S. C. Kansal, Adviser (Finance) being CFO (Whole Time KMP) of the Company and nominate him as nodal officer/compliance officer with substantial powers of compliance and management of all laws as applicable. Board passed the following resolution:

"RESOLVED THAT pursuant to the provisions of Section 203 and all other applicable provisions, if any, of the Companies Act, 2013, and Article of Association of the Company, Mr. S. C. Kansal Adviser (Finance) be and is hereby appointed as CFO (Whole Time KMP) of the Company and nominate him as nodal officer/compliance officer with substantial powers of compliance and management of all laws as applicable."

"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.

Item No. 12.9 To discuss the financial status of HMRTC.

Board noted the financial status of HMRTC.

Item No. 12.10 To Discuss the Status of Metro Projects being implemented in Haryana.

The Board observed that HMRTC was incorporated in March, 2012 but till date it is acting as the facilitator between DMRC and GoH for implementation of Metro projects in Haryana. The objectives of HMRTC also provides to design, construct, undertake civil works, procure, install systems, rolling stock, tracks, signalling and telecommunication system, automatic fare collection system and other systems/facilities required for successful Metro links and other means of rapid transport and to test, commission, operate and maintain the systems, etc. However, no steps have been taken by HMRTC in this direction. Although Metro projects are being implemented in Haryana on PPP mode, these projects are being constructed/operated and maintained by a private a party.

The Board further observed that Haryana is going to be well connected with Delhi Metro line on all its surrounding areas i.e. Gurgaon, Faridabad, Bahadurgarh

and Kundli. There is, however, a necessity to provide additional independent Metro lines and better transportation infrastructure in Haryana for the people working in Haryana so that they are encouraged to reside in the State itself. It was, therefore, decided that a study may be got conducted to examine the feasibility of metro projects being constructed by HMRTC itself, after raising finances from lenders/market. The Terms of Reference of the study may be decided by a committee headed by the ACSTCP with PS(Finance), PSULB, PS (Transport) and CA, HUDA-cum-MD, HMRTC as member.

The Board also reviewed the Metro projects implemented /being implemented in Haryana and took the following decisions:-

1. Gurgaon Metro:

Noted

2. Metro Link from Sikanderpur Station to NH-8.

Noted.

3. Metro Line from Sikanderpur to sector-56, Gurgaon.

Noted. It was decided that a sub-committee may be constituted under the Chairmanship of CA, HUDA-cum- MD, HMRTC to review the progress of the project.

North Extension:

Noted.

4. Faridabad Metro.

Noted.

5. Ballabgarh Metro.

Noted.

6. Bahadurgarh Metro.

Noted.

7. Hon'ble C.M. Haryana has written D.O. letter to Hon'ble Minister of Urban Development, Government of India on 19.1.2015 requesting that following Metro connectivity may be provided in Haryana:-

Noted.

8. Metro Connectivity to Old Gurgaon.

Noted. The meeting in this regard has been fixed on 07.04.2015 under the chairmanship of Chief Secretary, Haryana.

9. Gurgaon-Bawal- Manesar Project.

Noted. The meeting in this regard has been fixed on 31.03.2015 under the chairmanship of Chief Secretary, Haryana.

10. Metro in Tri-city of Chandigarh, Mohali & Panchkula.

Noted.

Item No. 12.11 Any other item with the permission of the chair.

There being no other business, the meeting ended with a vote of thanks to the Chair and all present.

(Chairman)