

Minutes of the 22nd Board Meeting of Haryana Mass Rapid Transport Corporation Limited (HMRTC) held on 28.03.2017 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's Committee Room.

Present:-

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| 1. Sh. S.S.Dhillon, IAS | Director |
| 2. Sh. P. Raghavendra Rao, IAS | Director |
| 3. Sh. Alok Nigam, IAS | Director |
| 4. Sh. Anand Mohan Sharan, IAS | Director |
| 5. Sh. Arun Kumar Gupta, IAS | Director |

Minutes:

Item no.22.1 To grant Leave of Absence to the directors:

Leave of absence were granted to Sh. Devender Singh, IAS, PS, Industries & Commerce Department, Govt. of Haryana, Sh. Sudhir Rajpal, IAS, MD, HSIIDC, Sh. Vikas Gupta, IAS, MD, HMRTC and Sh. T.L. Satyaprakash, IAS, Director, Town & Country Planning Department, Govt. of Haryana.

Item no. 22.2 Confirmation of minutes of the 21st Board meeting of HMRTC held on 22.12.2016:

The Board confirmed the minutes of 21st Board meeting of HMRTC held on 22.12.2016.

Item no. 22.3 Follow up action on the decisions taken by the Board in its 21st Board meeting of HMRTC held on 22.12.2016:

The Board noted the action taken report on the minutes of the 21st Board Meeting of HMRTC held on 22.12.2016.

Item no. 22.4 Appointment of Sh. Alok Nigam, IAS, Additional Chief Secretary, PWD (B&R) as Director of HMRTC:

The Board was informed that consequent upon retirement of Sh. Hardeep Kumar, IAS, Sh. Alok Nigam, IAS, Additional Chief Secretary, PWD (B&R) has been appointed as the Director of the Company w.e.f. 03.01.2017 and has taken over as Director on the Board of HMRTC. The Board passed the following resolutions:

- (i) "RESOLVED THAT pursuant to applicable provisions of Companies Act, 2013, Sh. Alok Nigam, IAS, Additional Chief Secretary, PWD (B&R) be and is hereby appointed as the Director of HMRTC.
- (ii) RESOLVED FURTHER THAT Sh. Vikas Gupta, 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.
- (iii) RESOLVED FURTHER THAT Sh. Girish Madan, Company Secretary in Practice be and is hereby, authorized to file

necessary e-form in the office of ROC Delhi and Haryana.

- (iv) Resolved further that Board places on record the appreciation of services rendered by Sh. Hardeep Kumar, IAS while being Director on the Board of HMRTC."

Item No. 22.5 Appointment of Sh. T.L. Satyaprakash, IAS, Director Town & Country Planning Deptt. as Director of HMRTC:

The Board was informed that Sh. T.L. Satyaprakash, IAS, joined as Director, Town & Country Planning Department w.e.f. 14.01.2017 and has taken over as Director on the Board of HMRTC. Board passed the following resolutions:

- (i) "RESOLVED THAT pursuant to applicable provisions of Companies Act, 2013, Sh. T.L. Satyaprakash, IAS, (DIN no. 02964717) be and is hereby appointed as the Director of HMRTC.
- (ii) RESOLVED FURTHER THAT Sh. Vikas Gupta, 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.
- (iii) RESOLVED FURTHER THAT Sh. Girish Madan, Company Secretary in Practice be and is hereby, authorized to file necessary e-form in the office of ROC Delhi and Haryana."

Item No. 22.6 Cessation of Sh. S.S. Prasad, IAS, the then Additional Chief Secretary, Town & Country Planning Deptt. as Director of HMRTC:

The Board was informed that Sh. S.S. Prasad, IAS, the then Additional Chief Secretary, Town & Country Planning Department has ceded as director in HMRTC. Board passed the following resolutions:

- (i) "RESOLVED THAT pursuant to applicable provisions of Companies Act, 2013, Sh. S.S. Prasad, is hereby ceded as the Director of HMRTC.
- (ii) RESOLVED FURTHER THAT Board places on record the appreciation of services rendered by Sh. S.S. Prasad, IAS while being Director on the Board of HMRTC."

Item No. 22.7 Adoption of CAG Report for the Financial Year ending 31st March, 2016

The Board was informed that the Financial Statements for the year ending 31st March 2016, duly certified by the Auditor along with the Auditor's Report were approved by the Board in its 21st Board Meeting held on 22.12.2016. The same were submitted to CAG for comments. CAG has issued "No Review Certificate" for the financial statements of the year ending 31.03.2016 vide letter dated 12.01.2017. Board passed the following Resolutions:

- (i) "RESOLVED THAT pursuant to Section 134 and other applicable provision of Companies Act 2013, comments of CAG, as placed before the meeting, be and are hereby approved.

- (ii) RESOLVED FURTHER THAT Sh. Vikas Gupta, IAS, Managing Director of the Company be and is hereby authorized to file necessary documents with ROC and to place CAG report for adoption by shareholders in the Annual General Meeting of the Company."

Item No. 22.8 Review of funding pattern of metro projects in Haryana:

PSTCP, Haryana explained that the funds for Metro projects being executed by DMRC in Haryana are contributed by the State Govt. (18%), IDF (50%), HUDA (20%) & HSIIDC (12%). HUDA & HSIIDC are not in a position to contribute funds for the Metro projects because of severe liquidity crunch in these organisations. He also explained that Infrastructure Augmentation Charges (IAC) to be collected from TOD policy applicants are to be exclusively used for the implementation of MRTS projects. Further, a part of additional EDC charges to be collected can also be utilised for MRTS projects as per TOD policy and sufficient resources may be generated through TOD policy to part finance the metro projects. The Board considered the matter and passed the following resolution:

"RESOLVED That State Govt. may continue to contribute 18% share towards expenditure on execution of Metro projects and remaining 82% share (including earlier share of IDF – 50%, HUDA – 20% & HSIIDC – 12%) be contributed from IDF".

Item No. 22.9 Creation of post of General Manager (Finance) and other subordinate posts in the Corporation:

The Board considered the matter and it was observed that the Metro projects in Haryana are being implemented by DMRC on turn-key basis. Hence, only the skeletal staff should be posted in HMRTC. The Board passed the following resolutions:

- (i) "RESOLVED THAT one post each of General Manager (Finance), Accountant, Planning Assistant, Office Associate & Peon may be created in HMRTC.
- (ii) FURTHER RESOLVED THAT the matter may be referred to Haryana Bureau of Public Enterprises for creation of the ibid posts in HMRTC."

Item No. 22.10 Issues related to RMGL/RMGSL regarding support needed from GoH:

The Board observed that concession agreements for execution of Metro Projects from Sikanderpur to NH-8 and Sikanderpur to Sector – 56, Gurugram have been executed between the concessionaire and HUDA. Hence, the matter regarding role of HMRTC in these projects may be examined separately on file.

Item No. 22.11 Holding of the 4th Adjourned Annual General Meeting of the Corporation:

The Board was informed that the 4th Adjourned Annual General

Meeting as fixed on 22.12.2016 was adjourned as the CAG Report and its comments on the Financial Statements of the Company were awaited. Board noted and passed the following resolutions:

- (i) "RESOLVED that the 4th Adjourned Annual General Meeting of the company be called on 28.03.2017 at 12:00 Noon at the registered office of the company.
- (ii) FURTHER RESOLVED that the draft notice of the meeting is hereby approved.
- (iii) FURTHER RESOLVED That the Managing Director be and is here by authorised to issue notice of shareholders meeting."

Item No. 22.12 Any other item with the permission of the Chairman:

The Board noted the information placed on record.

**Item No. 22.13 Extension of Metro rail from Narela to Kundli:
(Supplementary)**

The Board considered the matter and passed the following resolutions:

- (i) "RESOLVED THAT the Extension of Metro Rail from Narela to Kundli is approved.
- (ii) FURTHER RESOLVED THAT the cost estimates may be got revised as the estimated cost of acquisition of land for the project is on higher side.
- (iii) RESOLVED FURTHER THAT the approval of the project from Government of Haryana may be obtained."

Meeting ended with a vote of thanks to the Chair and the participants.

(Vice Chairman)

(Chairman)