

Minutes of the 11th Board Meeting of Haryana Mass Rapid Transport Corporation Limited (HMRTC) held on 24.12.2014 at 10:00 AM under the Chairmanship of Sh. P.K.Gupta, IAS, Chief Secretary to Government of Haryana-cum-Chairman HMRTC, in the CS Committee room located at 4th Floor, Haryana Civil Secretariat, Chandigarh.

Present:-

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|----|----------------------------|-------------------|
| 1. | Sh. Hardeep Kumar, IAS | Director |
| 2. | Sh. P.Raghavendra Rao, IAS | Vice- Chairman |
| 3. | Sh. P.K. Das, IAS | Director |
| 4. | Sh. Devender Singh, IAS | Director |
| 5. | Sh. Avtar Singh, IAS | Director |
| 6. | Sh. Anurag Rastogi, IAS | Director |
| 5. | Sh. Vineet Garg, IAS | Director |
| 5. | Sh. Brijendra Singh, IAS | Managing Director |

Minutes:

Agenda No.4 to Agenda No.11 was taken first in the Board meeting.

Item no. 11.4 Appointment of Sh. P.K. Gupta, IAS, Chief Secretary, Govt. of Haryana as Chairman of Board of Directors

Board was informed that consequent on superannuation of Smt. Shakuntla Jakhu, IAS, Chief Secretary to Government of Haryana on 30.11.2014, Sh. P.K. Gupta, IAS Chief Secretary to Government of Haryana has taken over as the Chairman of the Board of Directors on 01.12.2014 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. P.K. Gupta IAS Chief Secretary to Government of Haryana (DIN No -----) 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 Smt. Shakuntla Jakhu IAS while being Chairperson on the Board of HMRTC.”

Item No. 11.5 Appointment of Sh. Hardeep Kumar, IAS, Additional Chief Secretary, PWD (B&R) as Director of HMRTC.

Board was informed that consequent on transfer of Sh. Sanjeev Kaushal, IAS, Principal Secretary to Government of Haryana, PWD (B&R), Sh. Hardeep Kumar, IAS, Additional Chief Secretary to Government of Haryana, PWD (B&R) has taken over as Director from 15.11.2014. Board passed the following resolution:

“RESOLVED that pursuant to applicable provisions of Companies Act, 2013, Sh. Hardeep Kumar IAS Additional Chief Secretary to Government of Haryana, PWD (B&R) (DIN No 00194834) be 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. Sanjeev Kaushal, IAS while being Director on the Board of HMRTC.”

**Item No. 11.6 Appointment of Sh. P.Raghavendra Rao, IAS, Additonal
Chief Secretary, Town & Country Planning as Vice-
Chairman of HMRTC.**

Board was informed that consequent on transfer of Sh. T.C.Gupta, IAS, Principal Secretary to Government of Haryana, Town & Country Planning, Sh. P.Raghavendra Rao, IAS, Additonal Chief Secretary, Town & Country Planning has taken over as Vice-Chairman from 01.12.2014. Board passed the following resolution:

“RESOLVED that pursuant to applicable provisions of Companies Act, 2013 Sh. P.Raghavendra Rao, IAS, Additional Chief Secretary, Town & Country Planning (DIN No -----) and is hereby appointed as the Vice-Chairman 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. T.C.Gupta, IAS while being Vice-Chairman on the Board of HMRTC.”

**Item No. 11.7 Appointment of Sh. P.K. Das, IAS, Principal Secretary,
Finance Department as Director of HMRTC.**

Board was informed that consequent on transfer of Sh. Rajan Gupta, IAS, Additional Chief Secretary to Government of Haryana, Finance Department, Sh. P.K. Das, IAS, Principal Secretary, Finance Department has taken over as Director from 15.11.2014.Board passed the following resolution:

“RESOLVED that pursuant to applicable provisions of Companies Act, 2013, Sh. P.K. Das, IAS, Principal Secretary to Government of Haryana, Finance Department (DIN No 00181338) 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. Rajan Gupta, IAS while being Director on the Board of HMRTC.”

Item No. 11.8 Appointment of Sh. Devender Singh, IAS, Principal Secretary, Industries and Commerce Department (DIN No.- 01792131) as Director of HMRTC.

Board was informed that consequent on transfer of Sh. Y.S.Malik, IAS, Additional Chief Secretary to Government of Haryana, Industries and Commerce Department, Sh. Devender Singh, IAS, Principal Secretary, Industries and Commerce Department (DIN No 01792131) has taken over as Director from 15.11.2014. Board passed the following resolution:

“RESOLVED that pursuant to applicable provisions of Companies Act, 2013, Sh. Devender Singh, IAS, Principal Secretary to Govt. of Haryana, Industries and Commerce Department 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.Y.S.Malik, IAS while being Director on the Board of HMRTC.”

Item No. 11.9 Appointment of Sh. Avtar Singh, IAS, Principal Secretary, Transport Department as Director of HMRTC.

Board was informed that consequent on transfer of Sh. R.R.Jowel, IAS, Principal Secretary to Government of Haryana, Transport Department, Sh. Avtar Singh, IAS, Principal Secretary, Transport Department has taken over as Director from 17.11.2014. Board passed the following resolution:

“RESOLVED that pursuant to applicable provisions of Companies Act, 2013, Sh. Avtar Singh, IAS, Principal Secretary, Transport Department (DIN No -----) 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. R.R.Jowel, IAS while being Director on the Board of HMRTC.”

Item No. 11.10 Appointment of Sh. Vineet Garg, IAS, Managing Director, HSIIDC as Director of HMRTC.

Board was informed that consequent on transfer of Sh. T.L. Satyaprakash, IAS, Managing Director, HSIIDC, Sh. Vineet Garg, IAS, Managing Director, HSIIDC has taken over as Director from 24.11.2014. Board passed the following resolution:

“RESOLVED that pursuant to applicable provisions of Companies Act, 2013, Sh. Vineet Garg, IAS, MD, HSIIDC (DIN No 02740234) 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. T.L. Satyaprakash, IAS while being Director on the Board of HMRTC.”

Item No. 11.11 Appointment of Sh. Brijendra Singh, IAS, Chief Administrator, HUDA as Director of HMRTC.

Board was informed that consequent on transfer of Sh. A.K.Singh, IAS, Chief Administrator, HUDA, Sh. Brijendra Singh, IAS, Chief Administrator, HUDA has taken over as Managing Director from 24.11.2014. Board passed the following resolution:

“RESOLVED that pursuant to applicable provisions of Companies Act, 2013, Sh. Brijendra Singh, IAS, Chief Administrator, HUDA (DIN No.02796769) and is hereby appointed as the Managing 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. A.K.Singh, IAS while being Managing Director on the Board of HMRTC.”

Item no.11.1 To grant Leave of Absence to the directors.

All the Directors were present in the Board meeting.

Item no. 11.2 To take note of the minutes of the 10th Meeting of the Board of Directors held on September 30, 2014.

The Board confirmed the minutes of 10th Board meeting held on 30.09.2014, since there were no comments by any director.

Item no. 11.3 Action taken report on the decision taken by the Board of Directors in its 10th Meeting held on 26.06.2014.

The Board noted the action taken report on the minutes of the 10th Board Meeting of HMRTC, held on 30.09.2014 and decided that the meeting may be held with DGTCP and MD, HSIIDC to work out the modalities of providing Multi-modal transport hub at Bahadurgarh and Kundli.

Item no. 11.12 Adoption of Audited Financial Statements, Audit Report and CAG Report for the Financial Year ending 31st March, 2014.

Board was informed that the Financial Statements for the year ending 31st March 2014, duly certified by the Auditor along with the Auditor's Report was approved by the Board in its 10th Board Meeting held on 30.09.2014 and the same was submitted to CAG for comments on financial statements of the company. CAG

has sent their report thereon with no comments. Board was also informed that the comments given by the Statutory Auditors have already been complied with. Board after consideration passed the following Resolutions:

“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 2014, along with auditor’s report, comments of CAG, as placed before the meeting, be and are hereby approved and adopted.

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. 11.13 Adoption of Director’s Report for the Financial Year ending 31st March, 2014.

The Director’s Report for the year ended 31st March 2014 was placed before the Board for the approval and comments thereon. Board after consideration passed the following Resolutions:

“RESOLVED THAT pursuant to Section 134 of Companies Act 2013, Director’s Report of the Company for the financial year ending 31st March, 2014, placed before the meeting, be and is hereby approved and adopted.

RESOLVED FURTHER THAT Sh. P.K. Gupta, IAS, Chairman 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 the Director’s Report for adoption by shareholders in the Annual General Meeting of the Company.”

Item no. 11.14 Holding of the Adjourned 2nd Annual General Meeting (AGM) of the Corporation.

The Board passed the following Resolution:

“RESOLVED that the Adjourned Annual General Meeting of the company be held on 24th December, 2014 at 03.00 PM at the registered office of the company.

FURTHER RESOLVED that the draft notice of the meeting and initialled by the Managing Director for the purpose of identification be and is here by approved.”

“FURTHER RESOLVED that Sh. Brijendra Singh, IAS, Managing Director of the Company be and is hereby authorised to issue notice of meeting.”

Item no. 11.15 To discuss the Status of Metro Projects implemented /being implemented in Haryana.

Board reviewed the Metro Projects implemented/being implemented in Haryana. The power point presentation in this regard was made in the Board meeting. Board took the following decisions:

1. Gurgaon Metro:

Board was informed that pursuant to the decision taken in the last Board meeting held on 30.09.2014, MD, DMRC was requested to increase the cars/trains and to increase the frequency of the trains on the Gurgaon Metro route in order to cater to the need of commuters as the line is running over its capacity. ACSTCP also discussed this matter with MD, DMRC in the meeting held on 22.12.2014, MD intimated that at present there is no scope to increase the car/trains. DMRC has placed the order for the purchase of additional cars/trains which are likely to be supplied within fifteen months which would ease the problem.

The various Metro routes options for old Gurgaon town were discussed and it was felt that the Metro connectivity in the habitated areas of old Gurgoon town, particularly on the North side of NH-8 needs to be explored. Board was informed that the North extension of Metro will be provided by the Rapid Metro as a part of its commitment and another Metro line connecting IFFCO Chowk with Sector-21, Dwarka is being planned and both the lines will be synchronised as per the decision of the Board in the last meeting. The chairman felt that even after the provision of above said lines, major populated areas between NPR and NH-8 are likely to remain out of Metro connectivity. Board, therefore, decided that a feasibility study be got conducted for providing Metro connectivity to populated old Gurgaon town areas.

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

Noted. Board was informed the matter regarding increase in fare by Rapid Metro is being referred to the LR, Haryana for legal advice

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

The progress of the project was noted.

4. North Extension and Project of Airport Express line between Sector-21, Dwarka & IFFCO Chowk, Gurgaon.

Board in its last meeting held on 30.09.2014 decided that the final alignment of North extension be synchronised with the alignment of Airport Express line. Board was informed that the revised DPR of Metro link from IFFCO Chowk to Sector-21, Dwarka is likely to be prepared within 15 days after which the matter will be examined.

5. Faridabad Metro.

Noted.

6. Ballabhgarh Metro.

Noted. Board was informed that the cost of project may increase by Rs. 120 crores as per the revised DPR being prepared by DMRC. The matter will be examined and will be submitted for approval of Government.

7. Gurgaon-Bawal- Manesar Project.

Noted.

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

Noted.

9. Metro connectivity to Kundli.

Board was informed that there is a proposal to extend Metro line from Rithala Metro station to Narela in Phase-IV of Delhi Metro, the DPR of which is under sanction. The State Govt has already requested DMRC to conduct the survey and prepare the feasibility report to connect this line with Kundli. ACSTCP also discussed this matter with MD, DMRC in the meeting held on 22.12.2014 and requested DMRC to expedite the feasibility report so that the project of Metro connection to Kundli is taken up along with Phase-IV of Delhi Metro.

Item no. 11.16 Extension of Contract of HMRTC Staff.

Board 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 one year on the same terms & conditions.

Item No. 11.17 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.
