

**MINUTES
OF
80th MEETING
OF
BOARD OF DIRECTORS
OF
HARYANA STATE ROADS AND BRIDGES
DEVELOPMENT CORPORATION LTD.**

HELD ON

**DAY : FRIDAY
DATE : 13.12.2019
TIME : 10:30 A.M.**

**UNDER THE CHAIRMANSHIP OF
ADDITIONAL CHIEF SECRETARY TO GOVERNMENT,
HARYANA PW (B&R) & ARCHITECTURE DEPARTMENT
IN THE COMMITTEE ROOM OF
HARYANA PWD REST HOUSE, SECTOR-1, PANCHKULA**

MINUTES OF 80TH MEETING OF BOARD OF DIRECTORS

Minutes of 80th meeting of Board of Directors of Haryana State Roads and Bridges Development Corporation Ltd. held on 13.12.2019 at 10:30 a.m. under the Chairmanship of Additional Chief Secretary to Government, Haryana PW (B&R) & Architecture Departments

Present:-

1. Sh. Rajeev Arora, IAS	Chairman
2. Sh. R.K. Gandhi	Director
3. Sh. Rajeev Aggarwal	Director
4. Sh. Sunil Saran	Director
5. Sh. Virender Jakhar	Director
6. Sh. Hardeep Kumar Mahotra	Director
7. Dr. Paratibha Aggarwal	Director

Invitees:-

1. Sh. Sunil Kundu	General Manager
2. Sh. M.K.Bhatia	Consulting Superintendent
3. Sh. B.D.Mehta	Accounts Officer
4. CA.Surbhi Srivastava	On behalf of CA firm-M/s Nandwani & Associates (Professional Consultant, HSRDC)

Company Secretary CS. Dolly Gaur

Chairman of the Meeting Sh. Rajeev Arora, IAS, Additional Chief Secretary to Govt. Haryana PW (B&R) & Architecture Departments chaired the 80th Meeting of Board of Directors.

Confirmation of Quorum After ascertaining that the requisite number of Directors was present to form the quorum, the Chairman declared that the meeting is open and conveyed the agenda of Meeting to present members of the Board and the same was taken as read with consent of the members.

The Minutes of 80th Meeting of Board of Directors are presented hereunder:


Item No. Leave of absence
80.01

All the members of the Board of Directors, HSRDC were present at the meeting.

Item No. To take note of the appointment of Sh. Rajeev Arora, IAS, ACS PW(B&R) & Architecture Departments, Government of Haryana as Chairman of HSRDC in place of Sh. Alok Nigam, IAS
80.02

The Board took note of the appointment of Sh. Rajeev Arora, IAS, ACS PW (B&R) PW (B&R) & Architecture Departments, Government of Haryana as Chairman of HSRDC in place of Sh. Alok Nigam, IAS. The Board welcomed the new Chairman of the Board and passed the following resolution:

"RESOLVED THAT pursuant to clause 20(b) of the Articles of Association of the Corporation, Sh. Rajeev Arora, IAS, be and is hereby appointed as Chairman of the Board of Directors w.e.f 26.11.2019 and he shall remain Chairman of the Board unless otherwise directed by the Government of Haryana by any order in this regard."


Company Secretary
HSRDC, Panchkula

MINUTES OF 80TH MEETING OF BOARD OF DIRECTORS

"RESOLVED FURTHER THAT confirmations in Form DIR-8 under section 164(2) and the notices of disclosure of interest or concern in Form MBP-1 under Section 184(1) of the Companies Act, 2013 read with rule 9(1) of The Companies (Meetings of Board And its Powers) Rules, 2014, as submitted by Sh.Rajeev Arora be and are hereby taken on record".

"RESOLVED FURTHER THAT the Company Secretary Mrs. Dolly Gaur be and is hereby authorized to do all such acts, deeds and things as may be necessary, proper and expedient for the purpose of giving effect to this resolution.

The Board also appreciated the valuable services rendered by previous Chairman Sh. Alok Nigam, IAS, during his tenure.

Item No.
80.03

To confirm the minutes of 79th meeting of the Board of Directors

The Board of Directors approved and confirmed the minutes of 79th meeting of the Board of Directors of the Corporation held on 06.09.2019 and passed the following resolution:-

"RESOLVED THAT the minutes of the 79th Meeting of the Board of Directors of the Corporation held on 06.09.2019 be and are hereby approved and confirmed."

Item no.
80.04:

Follow-up action on the decisions taken in the previous meetings

The Board took note of it.

Item no.
80.05(A):

Status of ongoing projects under NCR loan scheme

The Board took note of it.

Item no.
80.05(B):

Status of ongoing projects under Head 5054-R&B (Plan)

The Board took note of it.

Item no.
80.05(C):

Status of ongoing projects under deposit Head (Building Works)

The Board took note of it.

Item no.
80.06(A):

Projects approved by State Govt., yet to be started under 5054 Head (Tendering in progress)

The Board took note of it.

Item no.
80.06(B):


Projects approved by State Govt., yet to be started under Deposit Head (Building Works)

The Board took note of it.

Item no.
80.06(C):

Projects approved by State Govt. & yet to be approved under NCRPB loan assistance

The Board took note of it.


Company Secretary
HSPDC Ranchkula

MINUTES OF 80TH MEETING OF BOARD OF DIRECTORS

Item no. Extension of Term of Contract – Post Facto Approval

80.07(A):

The Board considered and approved the agenda item.

Item no. Approval of extension of term of contract of HSRDC Staff

80.07(B):

Board considered and approved the agenda item.

Further, the Board desired that the posts may be filled up on regular basis. It was intimated that vide Rider No. viii) of Govt. instructions dated 25.06.2009; the posts cannot be filled up on regular basis. The Board also desired that necessary action to delete the said Rider may be taken by the Corporation.

Item no. To take note of appointment of 2 new directors of HSRDC

80.08:

Board took note of it and welcomed the two new directors namely Sh. Rajeev Aggarwal (Executive Director) and Sh. Virender Jakhar (Non-executive Director) of HSRDC. The Board also appreciated the valuable services rendered by the previous two directors during their tenure i.e. Sh. Arun Goel and Smt. Geeta Bharti in whose place; the new directors have been appointed as Executive Directors and Non-executive Director respectively. The Board also inquired whether requisite e-form filing has been done with Registrar of Companies regarding appointment of two new directors and Chairman on the Board, whereby the Corporation stated that the records pertaining to list of directors and related e-forms with ROC stand up-to-date with ROC. Further, the Board passed following resolutions:

"RESOLVED THAT pursuant to orders passed by Government of Haryana regarding appointment of Executive Director in HSRDC, Mr. Rajeev Aggarwal, be and is hereby appointed as Executive Director of the Corporation w.e.f. 06.11.2019 on terms and conditions as specified in the said order.

RESOLVED FURTHER THAT pursuant to orders passed by Government of Haryana regarding appointment of Nominee/ Non-Executive Director in HSRDC, Mr. Virender Jakhar, be and is hereby appointed as Nominee/Non-Executive Director of the Corporation w.e.f. 14.11.2019 on terms and conditions as specified in the said order."

"RESOLVED FURTHER THAT confirmations in Form DIR-8 under section 164(2) and the notices of disclosure of interest or concern in Form MBP-1 under Section 184(1) of the Companies Act, 2013 read with rule 9(1) of The Companies (Meetings of Board And its Powers) Rules, 2014, as submitted by Sh. Rajeev Aggarwal and Sh. Virender Jakhar be and are hereby taken on record".

RESOLVED FURTHER THAT the Company Secretary be and is hereby authorized to do all such acts, deeds and things as may be necessary, proper and expedient for the purpose of giving effect to this resolution."

Item no. To approve appointment of M/s AJ Mohan & Associates, CA firm as Internal Auditor of HSRDC for the period 01.10.2020 to 31.03.2021

80.09:

Board considered and approved the agenda item and desired that the services of newly appointed internal auditor shall be assessed on frequent basis so that the quality of books of accounts of the Corporation is not compromised. The Board also passed the following resolution:

"RESOLVED THAT in accordance with the provisions of Section 138 of Companies Act, 2013 and other applicable provisions of Income Tax Act, 1961, M/s AJ Mohan &

Company Secretary
HSRDC, Panchkula

MINUTES OF 80TH MEETING OF BOARD OF DIRECTORS

Associates, Chartered Accountants firm, be and is hereby appointed as the Internal Auditor of the Corporation, w.e.f. 01.10.2019 to period ending on 31.03.2021 on the quarterly remuneration of Rs. 17,000 plus GST as applicable.

RESOLVED FURTHER THAT the Company Secretary be and is hereby authorized to do all such acts, deeds and things as may be necessary, proper and expedient for the purpose of giving effect to this resolution."

Item no.
80.10:

To approve engagement of services of CA. Rakesh Gupta & Co., as Chartered Accountant, HSRDC on retainership basis for the period 01.01.2020 to 30.09.2021

Board considered and approved the agenda item and desired that the services of newly appointed Professional Consultant shall be assessed on frequent basis to keep a check on the quality of services provided by the said firm. The Board also passed the following resolution:

"RESOLVED THAT the consent of the Board be and is hereby accorded to engage services of CA. Rakesh Gupta & Co., Chartered Accountants firm as Professional Consultant on retainership basis w.e.f. period starting from 01.01.2020 and ending on 30.09.2021 at a monthly fee of Rs. 28,900/- plus GST as applicable."

Item no.
80.11

To approve re-constitution of Audit Committee & Nomination and Remuneration Committee as per Sec 177 & Sec 178 of Companies Act, 2013

Board considered and approved the agenda item. The Board also passed the following resolution to this effect:

"RESOLVED THAT the Audit Committee and Nomination & Remuneration Committee of the Corporation be and are hereby re-constituted with following directors as members:

- 1.Sh.Hardeep Kumar Mahotra
- 2.Chief Engineer (Roads)
- 3.Smt.Paratibha Aggarwal

RESOLVED FURTHER THAT the Company Secretary be and is hereby authorized to do all such acts, deeds and things as may be necessary, proper and expedient for the purpose of giving effect to this resolution."

Item no.
80.12

To approve minutes of Committee Meetings

Board considered and approved the agenda item. The Board also passed the following resolution to this effect:

RESOLVED THAT the minutes of the 1st Audit Committee Meeting, 1st Nomination & Remuneration Committee Meeting and 2nd CSR Committee Meeting of the Corporation held on 06.09.2019 be and are hereby approved and confirmed."

Item no.
80.13:


Payment of Advance Tax for the 3rd quarter of Financial Year 2019-2020

The Board took note of it.

Item no.
80.14:

To take note of the status of Income Tax cases

The Board took note of it and desired the Corporation to discuss with advocate for delay in finalization of cases pending since long period.


Company Secretary
HSRDC, Panchkula

MINUTES OF 80TH MEETING OF BOARD OF DIRECTORS

Item no. 80.15: To authorize Accounts Officer for filing complaint with ICAI on behalf of HSRDC regarding negligence of duties by CA. Manish Mahendroo

Board considered and approved the agenda item. The Board also desired that a stringent action should be taken against CA. Manish Mahendroo for negligence of his professional duties as consultant to HSRDC, which resulted in a loss of Rs. 20.23 crores to the Corporation. Following resolution was also passed to this effect:

"RESOLVED THAT the Accounts Officer of the Corporation Sh. B.D.Mehta be and is hereby authorised to file a complaint with ICAI against CA. Manish Mahendroo for negligence of his duties as a Chartered Accountant Consultant of HSRDC by mentioning all necessary details as required to be intimated to ICAI in relation to the said complaint."

"RESOLVED FURTHER THAT the Accounts officer is also authorised to perform all deeds and sign all documents as required to give effect to this resolution."

Item no. 80.16: Any other item with the permission of chair

Following agenda item was discussed with the permission of the Chairman of the Board:

Item no. 80.16.01: Approval for charging 2% service charges in place of 5% of the project cost by HSRDC for following works:

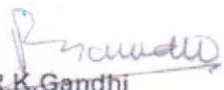
- (i) Construction of Govt. Medical college at Jind
- (ii) Construction of Govt. Dental college in the premises of SHKM GMC Nalhar, Nuh

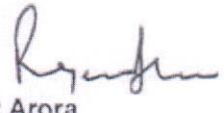
The Board considered and approved the agenda item.

Vote of Thanks

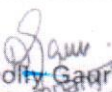
There, being no other business, the 80th Meeting of Board of Directors, HSRDC ended at 11:00 a.m. with a vote of thanks to the Chair.

Date: 17.12.2019
Place: Panchkula


R.K. Gandhi
(MD, HSRDC)


Rajeev Arora
(ACS PW (B&R) & Architecture Departments
-cum- Chairman, HSRDC)

Authenticated by:


Dolly Gaur Secretary
(Company Secretary)
HSRDC

HARYANA PUBLIC WORKS
(BUILDING AND ROADS) DEPARTMENT CHANDIGARH
OFFICE ORDERS

The Government of Haryana is pleased to assign the additional charge of Executive Director (B&R) to Sh. Nihal Singh, Chief Engineer (Roads) PW&R (B&R), in addition to his present duties without any extra remuneration.

Dated Chandigarh
the 07.01.2020

Rajeev Arora
Additional Chief Secretary to Govt. Haryana,
Public Works (B&R) Department, Chandigarh.

Enclst No 4/59/2018-2B&R (E)

Dated Chandigarh the 10.01.2020
13

A copy is forwarded to the following for information and necessary action -

1. The Accountant General (A&E) Haryana, Chandigarh.
2. The Engineer-in-Chief (Roads) Haryana, Public Works (B&R) Branch, Chandigarh.
3. Officer concerned C/O Engineer-in-Chief (Roads) Haryana Public Works (B&R) Branch, Chandigarh.
4. PS/OSD/CM, PS/Dy. CM, PS/ACSPW, PA/ASPW

Superintendent B&R (E)

for Additional Chief Secretary to Government Haryana,
Public Works (B&R) Department, Chandigarh.

FORM DIR.8

Intimation by Director

[Pursuant to Section 164(2) and rule 14(1) of Companies (Appointment and Qualification of Directors) Rules, 2014]

Registration No. of Company 034240

Nominal Capital Rs. 1,25,00,00,000

Paid-up Capital Rs. 1,22,04,23,000

Name of Company: Haryana State Roads & Bridges Development Corporation Limited

Address of its Registered Office: Bays No.13-14, Sec-2, Panchkula, Haryana

To

The Board of Directors

Haryana State Roads and Bridges Development Corporation Ltd.

I, LENIKA L. SMITHSON daughter/ wife of S.H. M. UNSHI RAM, resident of S.H. Sec-6, M.D.C. Jangra Kuthra a director/managing director/manager in the aforesaid company hereby give notice that I am/was a director in the following companies during the last three years -

Name of the Company	Date of Appointment	Date of Cessation

I further confirm that I have not incurred disqualification under section 164(2) of the Companies Act, 2013 in any of the above companies, in the previous financial year, and that I, at present, stand free from any disqualification from being a director.

or

I further confirm that I have incurred disqualifications under section 164(2) of the Companies Act, 2013 in the following company(s) in the previous financial year, and that I, at present stand disqualified from being a director.

Name of the Company	Date of Appointment	Date of Cessation

Dated this 22nd day of Jan. 2020

Unshi Ram
Signature
(Full Name)

FORM MBP.1

Notice of interest by director
[Pursuant to section 184 (1) and rule 9(1)]

To
The Board of Directors
Haryana State Roads and Bridges Development Corporation Ltd

Dear Sir(s)

I, NIHAL SINGH, son / daughter/ spouse of Sh. MUNSHI RAM, resident of S 11, Sector 6 MDC, Patancheru being a director in the aforesaid company hereby give notice of my interest or concern in the following company or companies, bodies corporate, firms or other association of individuals:-

S.No.	Names of the Companies/ bodies corporate/firms/ association of individuals	Nature of interest or concern/Change in interest or concern	Shareholding	Date on which interest or concern arose/changed

Place Patancheru

Date 22/1/2020

Signatures

Full Name: NIHAL SINGH

Designation: Executive Director

FORM DIR.2

Consent to act as a director of a company

[Pursuant to section 152(5) and rule 8 of Companies (Appointment and Qualification of Directors) Rules, 2014]

To

Haryana State Roads & Bridges Development Corporation Limited
Bays No. F3-14, Sector-2, Panchkula, Haryana

Subject: Consent to act as a director.

I, NIHAL SINGH, hereby give my consent to act as director of Haryana State Roads & Bridges Development Corporation Limited pursuant to sub-section (5) of section 152 of the Companies Act, 2013 and certify that I am not disqualified to become a director under the Companies Act, 2013.

1. Director Identification Number (DIN):
2. Name (in full): NIHAL SINGH
3. Father's Name (in full): SH. MUNISH RAM
4. Address: 511 Sector 6 MDC Panchkula
5. E-mail id: nseepwd@gmail.com
6. Mobile no. 92541-81417
7. Income-tax PAN ADCP55833L
8. Occupation: Grant Job
9. Date of birth: 24-6-1963
10. Nationality: Indian
11. No. of companies in which I am already a Director and out of such companies the names of the companies in which I am a Managing Director, Chief Executive Officer, Whole time Director, Secretary, Chief Financial Officer, and Manager.
12. Particulars of membership No. and Certificate of practice No. if the applicant is a member of any professional Institute. Specifically state NIL if none. NIL

Declaration

I declare that I have not been convicted of any offence in connection with the promotion, formation or management of any company or LLP and have not been found guilty of any fraud or misfeasance or of any breach of duty to any company under this Act or any previous company law in the last five years. I further declare that if appointed my total Directorship in all the companies shall not exceed the prescribed number of companies in which a person can be appointed as a Director.

Date: 22/1/2020
Place: Panchkula

Signature: [Signature]
Designation: Executive Director
DIN No.

- Attachments:
1. PAN Card
 2. Aadhar Card



Haryana State Roads & Bridges Development Corporation Ltd.

(A State Govt. Undertaking)
Bays No. 13-14, Sector-2, Panchkula
Ph: 0172-2585268



No. HSRDC/HRPE/2019/100

Dated: 28.09.2019

To

The Additional Chief Secretary to Government Haryana,
Public Works (B & R) Department

Subject: 'Request for creation of one regular post of Company Secretary in HSRDC' bearing U.O. No. 23/HSRDC/2009/Acctl./HBPE (FD), dated 22.08.2019

Reference: Memo No. 469/2019-2B&R (E) dated Chandigarh, the 29.08.2019

Reference on the subject noted above.

Following information is submitted for further necessary action:-

(i) Category-wise details of sanctioned, filled up and vacant posts in the Corporation

Details of category-wise sanctioned, filled up and vacant posts in the Corporation is annexed at E-A.

(ii) Prescribed qualifications experience and pay structure of the proposed post of Company Secretary as approved by BOD

Following details have been approved by BOD, HSRDC in its 79th meeting held on 06.09.2019.

Designation of the Post	Company Secretary
Pay Band & Grade Pay	Pay scale level II in the pay matrix as per 7th CPC starting from Rs.67,700 per month
Qualification & Experience	Member of ICSI with at least 3 years of post-membership experience
Mode of Recruitment	100% Direct i.e. by interview

Agenda & Minutes of 79th BOD Meeting is enclosed at E-B & E-C respectively.

(iii) Annual financial liability for creation of the proposed post

The Annual financial liability for creation of one regular post of Company Secretary will be as under:

Entry Level Pay (7 th Pay Matrix-level 11)	Rs.67,700/-
DA @ 12%	Rs. 8,124/-
HRA @ 16%	Rs.10,832/-
F.M.A.	Rs.1000/-
One Month Salary	Rs. 87,656/-
Annual Salary (Monthly *12)	Rs.10,51,872/-
Annual financial liability	Rs.10,51,872/-

(iv) Problems being faced by the present arrangement of appointing a Company Secretary on contract basis against the post of Company Secretary-cum-Chartered Accountant

The Corporation got one post of CS-cum-CA sanctioned in 2009. But at present, the said sanctioned post is filled by 2 different professionals. While Chartered Accountancy work is being handled by a full-time CA hired on retainership basis, the work of CS is being handled by a full-time Company Secretary hired on contract basis through walk-in-interview held on 21.02.2019.

Since appointment of a full-time Company Secretary in every public company with a paid-up share capital of Rs. 10 crores or more (i.e. a specified public unlisted company) is mandatory as per Section 203 of Companies Act, 2013 and presently, the paid-up share capital of HSRDC is Rs. 1,22,04,23,000, the Corporation wants to get the post of one Company Secretary permanently sanctioned in order to comply with Section 203 as discussed above. (A brief note on Sec. 203 is enclosed at F.D).


Moreover, the work of CA and CS cannot be handled by the same person as per the provisions of Companies Act. Section 2(24) of the ACT defines a Company Secretary as mentioned under Section 2(1) of Company Secretary Act, 1980 i.e. a member of Institute of Company Secretaries only. For CA related work, the Corporation can hire a CA or a senior accounts officer with financial expertise as Chief Financial Officer but in case of CS work, there is no such option. The CS work involves expertise of only a member of ICSI who acts as a key managerial personnel while performing company secretarial work. CS cannot be held responsible for CA related work of the Corporation. Therefore, it is against the law to hire a CS against CA-cum-CS post.

In addition, a regularly sanctioned post of Company Secretary is also considered necessary due to following:

- He/she is a vital link between the company and its Board of Directors, shareholders, government and regulatory authorities.
- Ensures that Board procedures are both followed and regularly reviewed and provides guidance to Chairman and the Directors on their responsibilities under various laws.
- Commands high position in the value chain and acts as conscience seeker of the company.
- The company secretary is responsible for the efficient administration of a company, particularly with regard to ensuring compliance with statutory and regulatory requirements and for ensuring that decisions of the board of directors are implemented.
- Despite the name, the role is not clerical or secretarial. In fact, this is why the post is included in the list of Key managerial personnel of the Company in addition to Managing Director and Chief Financial Officer.
- The company secretary ensures that an organization complies with relevant legislation and regulation, and keeps board members informed of their legal responsibilities.
- Company secretaries are the company's named representative on legal documents, and it is their responsibility to ensure that the company and its directors operate within the law.
- Further, hiring of one full-time CS is mandatory as aforesaid. Non-compliance of Section 203 regarding appointment of a full-time CS as one of the key managerial personnel of the Company in HSRDC (being a specified public unlisted company) will also attract a heavy penalty of Rs. 1,00,000 to Rs. 5,00,000.

Therefore, in order to avoid the penalty ~~and~~, it is requested to create one regular post of Company Secretary only so that the Corporation can employ a full-time CS against such post.

DA/As above


Deputy General Manager-III
for Managing Director
HSRDC, Panchkula

Government of Haryana
Finance Department

हरियाणा सरकार
वित्त विभाग

HARYANA BUREAU OF PUBLIC ENTERPRISES
FINANCE DEPARTMENT

Administrative Department is advised to send the proposal in the form of agenda notes^(12 Sep 18) for consideration of the Standing Committee on Public Enterprises.

[Signature]
Management Consultant, HBPE
for Member Secretary, Haryana Bureau of
Public Enterprises, Finance Department

To

The Additional Chief Secretary to Govt. Haryana,
PW (B&R) Department.

U.O.No. 23/HSRDC/2019/Acctt/HBPE(FD)

Dated 14.2.2020.

ACSPD (OFD)

17/02/20

17.02.20

MD/HSRDC

Please discuss

q/m

17/02/2020

Discuss.

ED

26/02

Pl send the proposal in form of
agenda notes (12 copies)
Am.

26/02

26/02

26/02

C34

-1-

Haryana State Roads and Bridges Development Corporation Ltd.
(A State Government Undertaking)

Subject: Creation of posts in Haryana State Roads and Bridges Development Corporation - Deletion of Clause viii of sanctioned letter dated 25.06.2009.

It is submitted that vide considering case of extension of term of contract employees of HSRDC, the Board of Directors (BOD) HSRDC in its 80th meeting held on 13.12.2019 (**Annexure 'A'**) desired that the posts may be filled on regular basis. However, it was intimated to the Board that as per rider no. (viii) of Government instructions dated 25.06.2009 (**Annexure 'B'**), the posts in HSRDC cannot be filled on regular basis. The Board further desired that necessary action to delete the said rider be taken by the Corporation.

In this connection it is submitted that while issuing sanction for creation of posts in Haryana State Roads & Bridges Development Corporation (HSRDC), the Government vide its memo No. 9/65/09/3-B&R (W) dated 25.06.2009 (**Annexure 'B'**), put the following rider at sr. no. viii of the said letter:-

"The Corporation will not appoint any further staff on permanent basis. The posts will be filled up through deputation from other departments or by engaging personnel on fixed term contract basis on a consolidated remuneration."

As per this Clause no. (viii) no post has been filled up on regular basis in HSRDC since 25.06.2009, after the above condition. All the posts in HSRDC have been filled either on deputation or on contract basis (through HARTRON, under outsourcing policy part-I and II or from retirees of Haryana Government/ Corporation). No regular recruitment has been made in HSRDC since 25.06.2009.

In this connection it is submitted that HSRDC is functioning since 1999 under Company Act 1956 (amended in 2013). It is a Public unlisted Company having a paid up share capital of Rs. 122 Crore (approx.). The gross income earned during financial year 2018-19 is Rs. 30 Crores approx. There is no regular staff to work in the Corporation and to maintain its proper records. The responsibility of contractual employees cannot be fixed for any irregularities as they leave the job after some interval. Moreover, due to the nature of job being contractual, there is lack of motivation in the staff.

It is further submitted that this clause was added on the plea that there is no justification for creation of permanent posts of any category as there is no permanency of works in the Corporation. This can be done only when the Corporation is given some permanent works. Accordingly the Corporation will not appoint any further staff on permanent basis the posts will be filled up through deputation or by engaging personnel on fixed term contract basis. This clause was

Haryana State Roads and Bridges Development Corporation Ltd.
(A State Government Undertaking)

inserted in view of lesser scope of work handled by the Corporation in the year 2009. But at present the scope of work has widened and thus permanent staff is a need of hour to handle the work more dedicatedly.

In view of above it is recommended that the clause no. viii of the aforesaid letter of Government dated 25.06.2009 (**Annexure 'B'**) may be deleted so that regular staff can be appointed in HSRDC. It is however submitted that the posts in HSRDC will be filled on regular basis through regular source of appointment i.e. through HPSC/ HSSC/ by promotion/ by deputation.

Submitted for kind approval.

DGM-III, HSRDC

GM, HSRDC

ED, HSRDC

MD, HSRDC

CS-II

08.01.2020

(Munish Malhotra)

DGM-III HSRDC

(Sanil Kundu)

GM, HSRDC

(Rajeev Aggarwal)

ED, HSRDC

(R.K. Gandhi)

MD, HSRDC

ACSPW-cum-Chairman, HSRDC
ACS (Finance)

RAJEEV AGGARWAL, IAS
AGS Public Works (B&R) & Architecture Deptt.

20/01/2020
SFICW

2.1/15.20

2/1/15.20

2/1/15.20

2/1/15.20

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545
14/2/2020

THE INSTITUTE OF CHARTERED ACCOUNTANTS OF INDIA

(Set up by an Act of Parliament)

CONFIDENTIAL
SPEED POST AD

Ref. No. PR/G/43/2020

11 FEB 2020

Shri B D Bafna
Accounts Officer
Haryana State Road and Bridges Development Corporation Ltd.
Bay No. 13-14, Sector-2
Panchkula (Haryana) - 134109

Dear Sir,

We acknowledge receipt of your complaint dated 15th January, 2020 against CA. Manish Mehndroo of M/s Mehndroo & Co., Chartered Accountants, Panchkula, in Form 'I' in one set (Total pages received - 42 Nos.).

The Acknowledgement Number allotted to your Complaint is PR/G/43/2020, you are requested to quote this Number in all your future correspondence till your Complaint is registered. Please be informed that your complaint shall be scrutinized for compliance with requisite compliances under our Rules and only thereafter the same shall be registered. It may be noted that upon registration, a Unique Reference Number (in partial modification of said Acknowledgement Number) will be allotted which needs to be quoted thereafter in all your correspondence for ready reference.

The matter is receiving our attention and we shall get back to you soon.

Yours faithfully,

(AJAY KUMAR JAIN)
DEPUTY SECRETARY
DISCIPLINARY DIRECTORATE

Phone: 011-30110436/435/437

Email: disc@icai.in

End: We are returning herewith demand draft no. 895129 of Rs. 2950/- in original as Government Departments are exempted from fee payment.

48



Haryana State Roads and Bridges Development Corporation Ltd.

18, State Government Underpassing
Baya No. 13-14, Sector-2, Panchkula

Pin: 0172-2585265

No. 5276/77 Admn./HSRDC/2017

Dated: 27/12/2017

1. Sh. Suraj Bhan, Chief Engineer (Retired),
House No. 16, MS Enclave,
Dhakoli, Zirakpur (Punjab).
2. Sh. Rohitash Kumar,
Executive Engineer (Retired),
Flat no. 51, GH-7, Sector-5,
Manasa Devi Complex, Panchkula.

Subject: - Appointment of Consultant for technical sanction of electrical estimates on the pattern of PMGSY.

It has been decided to reconstitute the Committee of Consultants already approved vide this office letter no. 519-20/HSRDC/2016 dated 09.02.2016 for sanction of technical estimates of electrical works as under:-

1. Sh. Suraj Bhan, Chief Engineer (Retired), House No. 16, MS Enclave, Dhakoli, Zirakpur (Punjab).
2. Sh. Rohitash Kumar, Executive Engineer (Retired), Flat no. 51, GH-7, Sector-5, Manasa Devi Complex, Panchkula.

The Consultant will be paid on the pattern of PMGSY and they will be admissible the following claims only:-

(a) Honorarium	Rs. 3500/-
(b) Daily Allowance	Rs. 500/- per day
(c) Taxi/Own car charges	Rs. 16/- per km. (rates approved by Govt. of India)
(d) Mileage Allowance	Rs. 350/- per journey
(e) Lodging charges	Rs. 3500/- for principal cities and Rs. 2500/- in other cities subject to production of receipt

[Signature]
Deputy General Manager III
for Managing Director, HSRDC,
Panchkula.

1. Additional Chief Secretary to Govt. Haryana Public Works (BSA)
Department w.r.t. his order dated 21.12.2017.

MINUTES
OF
2nd MEETING
OF
NOMINATION & REMUNERATION
COMMITTEE
OF
HARYANA STATE ROADS AND BRIDGES
DEVELOPMENT CORPORATION LTD.

HELD ON

DAY : FRIDAY

DATE : 13.12.2019

TIME : 04:15 P.M.

HELD UNDER THE CHAIRMANSHIP OF
SH.HARDEEP KUMAR MAHOTRA,
INDEPENDENT DIRECTOR, HSRDC
IN THE COMMITTEE ROOM OF
HSRDC REGISTERED OFFICE BUILDING
SITUATED AT BAYS NO. 13-14, SECTOR-2, PANCHKULA

MINUTES OF 2nd MEETING OF NOMINATION & REMUNERATION COMMITTEE, HSRDC

Minutes of 2nd meeting of Nomination & Remuneration Committee of Haryana State Roads And Bridges Development Corporation Ltd. held on 13.12.2019 at 04:15 p.m. held under the Chairmanship of Sh. Hardeep Kumar Mahotra, Independent Director, HSRDC

Present:-

- | | |
|------------------------------|--------------------|
| 1. Sh. Hardeep Kumar Mahotra | Committee Chairman |
| 2. Smt. Parvitha Aggarwal | Member |
| 3. Sh. Virender Jindal | Member |

Invitees:-

- | | |
|--------------------------|-----------------------------|
| 1. Sh. B. D. Mehta | Accounts Officer |
| 2. CA. Suresh Srivastava | Representative of CA, HSRDC |

Company Secretary

CS. Dolly Gaur

Chairman of the Meeting

Sh. Hardeep Kumar Mahotra, Independent Director, HSRDC chaired the 2nd Nomination & Remuneration Committee Meeting of HSRDC

Confirmation of Quorum

After ascertaining that the requisite number of Directors was present to form the quorum, the Chairman declared that the meeting is open and conveyed the agenda of Meeting to present members of the Committee and the same was taken as read with consent of the members

The Minutes of 2nd Meeting of Nomination & Remuneration Committee are presented hereunder.

Item No. 2.01

To grant leave of absence, if any

Since all the members of Committee were present at the meeting, the question of granting leave of absence did not arise.

Item No. 2.02

To confirm the minutes of first Nomination & Remuneration Committee meeting held on 06.09.2019 at 4:15 p.m.

The Members of Nomination and Remuneration Committee confirmed minutes of first Nomination and Remuneration Committee meeting held on 06.09.2019 at 4:15 p.m. and passed the following resolution:-

RESOLVED THAT the minutes of the 1st Meeting of the Nomination and Remuneration Committee of the Corporation held on 06.09.2019 be and are hereby approved and confirmed.

Item No. 2.03

To take note of appointment of Chief Engineer (Roads) as member of Nomination and Remuneration Committee in place of Sh. Sunil Saran

Members of Nomination and Remuneration Committee took note of it and acknowledged the same


MINUTES OF 2nd MEETING OF NOMINATION & REMUNERATION COMMITTEE, HSRDC


- Item no. 2.04: To approve the Nomination and Remuneration Policy of the Corporation
Committee members considered the draft Nomination & Remuneration policy and approved the same
- Item no. 2.05: Any other item with the permission of chair
No other item was discussed during the meeting

Vote of Thanks

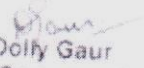
There being no other business, the 2nd Meeting of Nomination & Remuneration Committee, HSRDC ended with a vote of thanks to the Chair

Date: 13.12.2019
Place: Panethale


Hardeep Kumar Mahotra
(Chairman, Nomination &
Remuneration Committee)


Virender Jakhar
(Member, Nomination &
Remuneration Committee)

Authenticated by


Dolly Gaur
(Company Secretary)

MINUTES
OF
3rd MEETING
OF
CSR COMMITTEE
OF

HARYANA STATE ROADS AND BRIDGES
DEVELOPMENT CORPORATION LTD.

HELD ON

DAY : FRIDAY

DATE : 13.12.2019

TIME : 03:15 P.M.

HELD UNDER THE CHAIRMANSHIP OF MD, HSRDC
IN THE COMMITTEE ROOM OF
HSRDC REGISTERED OFFICE BUILDING
SITUATED AT BAYS NO. 13-14, SECTOR-2, PANCHKULA

MINUTES OF 3rd MEETING OF CSR COMMITTEE, HSRDC

Minutes of 3rd meeting of Corporate Social Responsibility Committee of Haryana State Roads And Bridges Development Corporation Ltd. held on 13.12.2019 at 03:15 p.m. held under the Chairmanship of Managing Director, HSRDC

Present:-

- | | |
|------------------------------|--------------------|
| 1. Sh. R.K. Gandhi | Committee Chairman |
| 2. Sh. Rajeew Aggarwal | Member |
| 3. Sh. Hardeep Kumar Mahotra | Member |

Invitees:-

- | | |
|-------------------------|-----------------------------|
| 1. Sh. B.D. Mehta | Accounts Officer |
| 2. CA Surbhi Srivastava | Representative of CA, HSRDC |

Company Secretary

CS. Dolly Gaur

Chairman of the Meeting

Sh. R.K. Gandhi, Managing Director, HSRDC chaired the 3rd Meeting of Corporate Social Responsibility Committee (hereinafter referred to as 'CSR Committee')

Confirmation of Quorum

After ascertaining that the requisite number of Directors was present to form the quorum, the Chairman declared that the meeting is open and conveyed the agenda of Meeting to present members of the Committee and the same was taken as read with consent of the members

The Minutes of 3rd Meeting of CSR Committee are presented hereunder:

Item No. 3.01

To grant leave of absence, if any

Since all the Committee members were present at the 3rd CSR Committee meeting, the question of granting leave of absence to any member did not arise.

Item No. 3.02

To confirm the minutes of 2nd meeting of CSR Committee

The CSR Committee approved and confirmed the Minutes of the 2nd meeting of the CSR Committee of the Corporation held on 06.09.2019 and passed the following resolution:-

- (i) **RESOLVED THAT** the minutes of the 2nd Meeting of the CSR Committee of the Corporation held on 06.09.2019 be and are hereby approved and confirmed.

Item No. 3.03

To take note of appointment of new Executive Director as member of CSR Committee

The CSR Committee members took note of it and acknowledged the same.

Item no. 3.04

Follow-up action on decisions taken in the 2nd CSR Committee Meeting

The CSR Committee members took note of it and desired that the Corporation may

MINUTES OF 3rd MEETING OF CSR COMMITTEE, HSRDC

donate the excess amount of Rs. 15 lacs approximately (i.e. over and above the amount of Rs 38 lacs approx.) contracted with Horticulture Department) for promotion of healthcare.

Item no. 3.05: To take note of status on CSR activities undertaken during the second & third quarter of F.Y. 2019-20

The CSR Committee members took note of it.

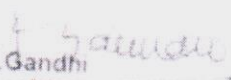
Item no. 3.06: Any other item with the permission of chair

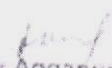
No other item was discussed at the meeting.

Vote of Thanks

There being no other business, the 3rd Meeting of CSR Committee HSRDC ended with a vote of thanks to the Chair.

Date:
Place:


R.K. Gandhi
(MD, HSRDC-cum-
Chairman, CSR Committee)


Rajeev Aggarwal
(Member, CSR Committee)

Authenticated by:

Dolly Gaur
(Company Secretary)

MINUTES
OF
2nd MEETING
OF
AUDIT COMMITTEE
OF
HARYANA STATE ROADS AND BRIDGES
DEVELOPMENT CORPORATION LTD.
HELD ON

DAY : FRIDAY
DATE : 13.12.2019
TIME : 02:30 P.M.

HELD UNDER THE CHAIRMANSHIP OF
SH. HARDEEP KUMAR MAHOTRA,
INDEPENDENT DIRECTOR, HSRDC
IN THE COMMITTEE ROOM OF
HSRDC REGISTERED OFFICE BUILDING
SITUATED AT
BAYS NO. 13-14, SECTOR-2, PANCHKULA

MINUTES OF 2nd MEETING OF AUDIT COMMITTEE, HSRDC

Minutes of 2nd meeting of Audit Committee of Haryana State Roads And Bridges Development Corporation Ltd, held on 13.12.2019 at 02:30 p.m. held under the Chairmanship of Sh. Hardeep Kumar Mahotra, Independent Director of HSRDC

Present:-

- | | |
|------------------------------|--------------------|
| 1. Sh. Hardeep Kumar Mahotra | Committee Chairman |
| 2. Smt. Parashona Aggarwal | Member |
| 3. Sh. Virender Jakhar | Member |

Invitees:-

- | | |
|------------------------|-----------------------------|
| 1. Sh. B D Mehta | Accounts Officer |
| 2. CA Surbhi Srivastva | Representative of CA, HSRDC |

Company Secretary CS. Dolly Gaur

Chairman of the Meeting Sh. Hardeep Kumar Mahotra, Independent Director, HSRDC chaired the 2nd Audit Committee Meeting of HSRDC.

Confirmation of Quorum After ascertaining that the requisite number of Directors was present to form the quorum, the Chairman declared that the meeting is open and conveyed the agenda of Meeting to present members of the Committee and the same was taken as read with consent of the members.

The Minutes of 2nd Meeting of Audit Committee are presented hereunder:

- Item No. 2.01 To grant leave of absence to members, if any
Since all the members of Committee were present at the meeting, the question of granting leave of absence did not arise.
- Item No. 2.02 To confirm the minutes of first Audit Committee meeting held on 06.09.2019 at 4:45 p.m.
The Members of Audit Committee confirmed minutes of first Audit Committee meeting held on 06.09.2019 at 4.45 p.m and passed the following resolution:-
RESOLVED THAT the minutes of the 1st Meeting of the Audit Committee of the Corporation held on 06.09.2019 be and are hereby approved and confirmed."
- Item No. 2.03 To take note of appointment of Chief Engineer (Roads) as member of Audit Committee in place of Sh. Sunil Saran
Members of Audit Committee took note of it.
- Item no. 2.04 To take note of quarterly compliances for second quarter of F.Y 2019-20
Members of Audit Committee took note of it.


MINUTES OF 2nd MEETING OF AUDIT COMMITTEE, HSRDC

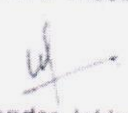
- Item no. 2.05: To consider and review Internal Audit Report for the quarter ended 30.06.2019
Committee members considered and reviewed the same.
- Item no. 2.06: To take note of appointment of new Internal Auditor of HSRDC for the period 01.10.2019 to 31.03.2021
Committee members took note of it.
- Item no. 2.07: To take note of appointment of Statutory Auditor of HSRDC for F.Y. 2019-20
Committee members took note of it.
- Item no. 2.08: Any other item with the permission of chair
No other item was discussed during the meeting.

Vote of Thanks


There being no other business, the 2nd Meeting of Audit Committee, HSRDC ended with a vote of thanks to the Chair.

Date: 13.12.2019
Place: Panzhalula


Hardeep Kumar Mahotra
(Chairman, Audit Committee)


Virender Jakhar
(Member, Audit Committee)

Authenticated by


Dolly Gaur
(Company Secretary)

Subject- Payment of Advance Tax

As per the provision of Income Tax Act 1961 the advance tax is to be deposited with the Income Tax department by 15th March 2020. Details of Estimated Income and Expenses of HSRDC for the F.Y 2019-20 is as under-

Advance Tax Calculation HSRDC A.Y 2020-21		
Particulars	Basis	Amount Rs (in Crores)
Estimated Income		
Service Charge Income	Actual Income plus 10% of such income (Rate used is in Accordance with estimation made by the Department)	1.31
Saving Bank Interest (Indusind Bank)	Estimation made on the basis of Interest Statement/Certificate received from the Bank for the period 1 April 2019 to 25 Feb 2020 amounting to Rs 6,65,47,238. Interest accrual being quarterly. Interest for the period Jan 20 to march 20 was estimated.	8.37
Harco Bank FD Interest	Estimation made on the basis of Interest Statement received from the Bank. Bank furnished Interest already accrued plus interest to be accrued in the month of march.	14.72
Bank FD Interest	FD Already matured therefore no estimation required	2.70
Interest Income other than above		0.26
Other Income	Actual Income plus 10% of such income (Rate used is in Accordance with estimation made by the Department)	0.87
Total Estimated Income		28.73
Estimated Expenditure		
Less: Estimated Expenditure		6.77
Less: Depreciation as per income tax Act		5.86
Net Profit	Total estimated Income - estimated expense	16.10
Provisional Tax @25.168% of net profit		4.05
Less: Estimated TDS	TDS is only deducted on Fixed deposit with Harco Bank(as per certificates received from them) Therefore TDS @ 10% of total interest income certified by them.	1.47
Advance Tax Payable for F.Y 19-20		5.58
Advance Tax		
1 st Installment (15 th June 2019)		1.38
2 nd Installment (15 th September 2019)		1.18
3 rd Installment (15 th December 2019)		1.60
4 th Installment (15 th March 2020)		1.98

Tax to be paid in 3rd Instalment

In view of above, the amount of advance tax for the 4th quarter of F/Y 2019-20 has been worked out to be Rs. 18 Lakhs on the basis as mentioned in above calculation table. The advance tax is to be deposited with Income Tax department by 15th March 2020.

Submitted for consideration and Approval

Received today
i.e. 6/3/2020
P. D.

3/3/2020

(p. 1) correct description.

**MINUTES
OF
81st MEETING
OF
BOARD OF DIRECTORS
OF**

**HARYANA STATE ROADS AND BRIDGES
DEVELOPMENT CORPORATION LTD.**

HELD ON

DAY : WEDNESDAY

DATE : 20.05.2020

TIME : 12:00 NOON

**UNDER THE CHAIRMANSHIP OF
ADDITIONAL CHIEF SECRETARY TO GOVERNMENT,
HARYANAPW (BUILDINGS AND ROADS) DEPTT.,
IN HIS ROOM NO.603, 6thFLOOR,
NEW SECRETARIAT BUILDING,
SECTOR-17, CHANDIGARH**



MINUTES OF 81ST MEETING OF BOARD OF DIRECTORS

Minutes of 81st meeting of Board of Directors of Haryana State Roads and Bridges Development Corporation Ltd. held on 20.05.2020 at 12:00 p.m. under the Chairmanship of Additional Chief Secretary to Government, Haryana PW (B&R) & Architecture Departments:

Present:-

1. Sh. Rajeev Arora, IAS	Chairman
2. Sh. Sunil Saran, IES	Director
3. Sh. Nihal Singh	Director
4. Sh. Virender Jakhar	Director

Invitees:-

1. Sh. Balraj Singh	General Manager
2. Sh. B.D.Mehta	Accounts Officer

Company Secretary CS. Dolly Gaur

Chairman of the Meeting Sh. Rajeev Arora, IAS, Additional Chief Secretary to Govt. Haryana PW (B&R) & Architecture Departments chaired the 81st Meeting of Board of Directors.

Confirmation of Quorum After ascertaining that the requisite number of Directors was present to form the quorum, the Chairman declared that the meeting is open and conveyed the agenda of Meeting to present members of the Board and the same was taken as read with consent of the members.

The Minutes of 81st Meeting of Board of Directors are presented hereunder:

Item No. 81.01: Leave of absence

The Board granted leave of absence to two Directors namely Sh. Hardeep Kumar Mahotra and Smt. Paratibha Aggarwal.

Item No. 81.02: To confirm the minutes of 80th meeting of the Board of Directors

The Board of Directors approved and confirmed the minutes of 80th meeting of the Board of Directors of the Corporation held on 13.12.2019 and passed the following resolution to this effect:-

"RESOLVED THAT the minutes of the 80th Meeting of the Board of Directors of the Corporation held on 13.12.2019 be and are hereby approved and confirmed."

Item No. 81.03: To take note of the retirement of Sh. R.K.Gandhi, Managing Director of HSRDC

The Board took note of it and also appreciated the valuable services rendered by Sh. R.K.Gandhi, Managing Director of HSRDC during his tenure.

Item No. 81.04: To take note of the appointment of Sh. Nihal Singh as Executive Director of HSRDC in place of Sh. Rajeev Aggarwal

The Board took note of it and welcomed the new Executive Director Sh. Nihal Singh

MINUTES OF 81ST MEETING OF BOARD OF DIRECTORS

on the Board. The Board also passed the following resolution to this effect:

"RESOLVED THAT pursuant to orders passed by Government of Haryana regarding appointment of Executive Director in HSRDC, Sh. Nihal Singh, be and is hereby appointed as Executive Director of the Corporation w.e.f. 13.01.2020 on terms and conditions as specified in the said order.

"RESOLVED FURTHER THAT confirmations in Form DIR-8 under section 164(2) and the notices of disclosure of interest or concern in Form MBP-1 under Section 184(1) of the Companies Act, 2013 read with rule 9(1) of The Companies (Meetings of Board And its Powers) Rules, 2014, as submitted by Sh. Nihal Singh be and are hereby taken on record".

RESOLVED FURTHER THAT the Company Secretary be and is hereby authorized to do all such acts, deeds and things as may be necessary, proper and expedient for the purpose of giving effect to this resolution."

Item no.
81.05:

Follow-up action on the decisions taken in the previous meetings

The Board took note of it. Regarding agenda item no. 80.15 related to filing of complaint with Institute of Chartered Accountants of India (ICAI) against CA. Manish Mahendroo for negligence of professional duties, the Board desired the Corporation to send frequent reminders to ICAI for proper investigation and early disposal of the matter.

Item no.
81.06(A):

Status of ongoing projects under NCR loan scheme

The Board took note of it.

Item no.
81.06(B):

Status of ongoing projects under Head 5054-R&B (Plan)

The Board took note of it and desired the Corporation to take up the matter with Railways for expediting the construction on Railway Portion.

Item no.
81.06(C):

Status of ongoing projects under deposit Head (Building Works)

The Board took note of it.

Item no.
81.07(A):

Projects approved by State Govt., yet to be started under Deposit Head (Building Works)

The Board took note of it.

Item no.
81.07(B):

Projects approved by State Govt. & yet to be approved under NCRPB loan assistance

The Board took note of it.

Item no.
81.07(C):

Projects approved under NCRPB loan assistance and yet to be allotted

The Board took note of it.

MINUTES OF 81ST MEETING OF BOARD OF DIRECTORS

Item no.
81.08:

Extension of Term of Contract

The Board considered and approved the agenda item.

Item no.
81.09:

To consider re-appointment of Independent Director

Board considered the agenda item and decided that the Corporation shall initiate the procedure for appointment of new independent director.

Item no.
81.10:

To consider 3 new appointments in HSRDC

The Board considered the agenda item and approved the appointment of Sh.Navneet Kumar Handa (Retired Chief Engineer) as consultant for technical checking/sanction of estimates of electrical work on remuneration on pattern of PMGSY. The other two applications related to the post of Assistant were rejected by the Board.

Item no.
81.11:

To approve the minutes of Committee Meetings

Board considered and approved the agenda item. The Board also passed the following resolution to this effect:

RESOLVED THAT the minutes of the 2nd Audit Committee Meeting, 2nd Nomination & Remuneration Committee Meeting and 3rd CSR Committee Meeting of the Corporation held on 13.12.2019 be and are hereby approved and confirmed."

Item no.
81.12:

To re-constitute 2 Committees of HSRDC constituted under Companies Act, 2013

Board considered and approved the agenda item. The Board also passed the following resolution to this effect:

"RESOLVED THAT the Audit Committee and Corporate Social Responsibility Committee of the Corporation be and are hereby re-constituted with following directors as members:

1. Whole-time Director (Whether Managing Director or Executive Director)
2. Independent Directors
3. Non-Executive Directors

RESOLVED FURTHER THAT the Company Secretary be and is hereby authorized to do all such acts, deeds and things as may be necessary, proper and expedient for the purpose of giving effect to this resolution."

Item no.
81.13:

To take note of Advance Tax for the 4th quarter of Financial Year 2019-2020

The Board took note of it.



MINUTES OF 81ST MEETING OF BOARD OF DIRECTORS

Item no.
81.14:

To consider & approve the Revised Annual Accounts of F.Y.2018-19

Board considered and approved the agenda item and following resolution was passed to this effect unanimously by all Board members present at the meeting:

“**RESOLVED THAT** the Revised Balance Sheet as on 31.03.2019 and Profit & Loss Account for the period from 01.04.2018 to 31.03.2019 of the Corporation be and are hereby approved along with Cash Flow Statement and Notes forming part to accounts.”

“**RESOLVED FURTHER THAT** any 2 of the Directors for the time being and Chief Financial Officer and Company Secretary be and are hereby severally authorized to sign the revised Balance Sheet & Profit & Loss Account of the Corporation for F.Y 2018-19.

“**RESOLVED FURTHER THAT** the Chief Financial Officer of the Corporation be and is hereby authorized to forward a copy of Annual accounts duly authenticated to Statutory Auditor, CAG Auditor and Secretarial Auditor for their respective comments thereon.”

Item no.
81.15:

To take note of DIR-8 & MBP-1 received from Directors of HSRDC

Board took note of it and unanimously passed the following resolution for acknowledgement of receipt of the aforesaid forms:

“**RESOLVED THAT** pursuant to the provisions of Section 184(1) of the Companies Act, 2013 read with rule 9(1) of The Companies (Meetings of Board And its Powers) Rules, 2014, the notices of disclosure of interest or concern in Form MBP-1 received from directors of the Company as placed before the meeting be and are hereby noted and taken on record by the Board.”

RESOLVED FURTHER THAT confirmations in Form DIR-8 under section 164(2) of the Company Act 2013 as submitted by Directors of the Corporation be and are hereby taken on record”.

RESOLVED FURTHER THAT Company Secretary, be and is hereby authorized to certify and file Form MGT-14 with Registrar of Companies, Delhi and to do such acts, deeds and things as may be considered necessary and appropriate to give effect to the above resolution.”

Item no.
81.16:

To take note of the status of Income Tax cases

Board took note of it.

Item no.
81.17:

Any other item with the permission of chair

The Board considered following supplementary agenda items with the permission of the Chair:-



MINUTES OF 81ST MEETING OF BOARD OF DIRECTORS

Supplementary Agenda Item no. 1 **Grant of honorarium to the staff / employees**

Board considered and approved the agenda item.

Supplementary Agenda Item No. 2 **Delegation of powers in respect of release of Budget / LOC to field offices**

Board considered and approved the agenda item.

Supplementary Agenda Item no. 3 **To increase monthly remuneration of Company Secretary**

Board considered and approved the agenda item.


Supplementary Agenda Item No. 4 **Regarding consultancy services for restructuring of Haryana State Roads And Bridges Development Corporation Limited (HSRDC) for higher economic growth in Haryana**

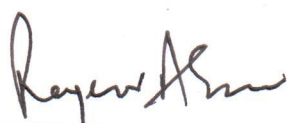
Board considered the agenda item and accorded the administrative approval of Rs. 30,00,000 (Rupees Thirty Lacs approx.) for the same so that the process of restructuring of HSRDC can be initiated by inviting the bids from empanelled firms.

Vote of Thanks

There, being no other business, the 81st Meeting of Board of Directors, HSRDC ended at 1:00 p.m. with a vote of thanks to the Chair.

Date: 21.05.2020
Place: Chandigarh


Nihal Singh
(ED, HSRDC)


Rajeev Arota
(ACS PW (B&R) & Architecture Departments
- cum- Chairman, HSRDC)

Authenticated by:


Dolly Gaur
(Company Secretary)