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**Rajasthan State Road Development & Construction Corporation LTD.**  
( A GOVERNMENT OF RAJASTHAN UNDERTAKING)  
Regd. Office "SETU BHAWAN" Opp. Jhalana Doongri, Agra ByePass Road, JAIPUR -302004

**Minutes of the 36<sup>th</sup> Board Meeting**

Minutes of the 36th meeting of the Board of Directors of Rajasthan State Road Development and Construction Corporation Limited held on **Monday the 07<sup>th</sup> day of September, 2009 in Conference Hall at Registered Office of the Corporation (Setu Bhawan, Jhalana Doongri, Jaipur – Agra Bye Pass) Jaipur at 06.00 PM.**

The following were present:

- |                            |                         |
|----------------------------|-------------------------|
| 1. Dr. Dinesh Kumar Goyal  | Chairman of the Meeting |
| 2. Shri Abhay Kumar        | Director                |
| 3. Shri P.K.Saxena         | Director                |
| 4. Shri D.C. Katara        | Director                |
| 5. Shri B. P. Chauhan      | Director                |
| 6. Shri Manohar Lal Mathur | Managing Director       |

In attendance: -

Shri Anil Gupta, General Manager, Shri C. K. Bafna, Chief Project Manager, Shri Alok Mathur, Chief Accounts Officer, Shri Mukesh Goyal, Statutory Auditors and Shri R.K. Singhal, Company Secretary, RSRDC

Dr. Dinesh Kumar Goyal, Vice Chairman , RSRDC chaired the meeting in absence of Chairman , RSRDC.

**Leave of Absence.**

Leave of absence was granted by the Board to Shriman Pramod Jain (Bhaya), Shri Niranjana Arya and Ms. Gurjot Kaur who had shown their inability to attend the meeting due to unavoidable circumstances.

Item No.	Item/Subject/Discussions	Decision	By whom	By when												
36.1	Confirmation of Minutes of the last (35 <sup>th</sup> ) Meeting held on 29.06.2009.	The Minutes of 35 <sup>th</sup> Meeting of the Board of Directors held on 29.06.2009 were considered and approved.														
36.2	Review/ follow up action on previous decisions.	Regarding draft medical rules it was directed that the same may be compared with Govt. Rules of 2008 and be placed in the next Board Meeting.	CAO	Next Board Meeting												
36.3	<p>Appointment of New Director.</p> <p>The Board is requested to note the following:-</p> <p>The Government of Rajasthan vide its order No.F-8(44)/PW/ 2000/ Part-I/411 dt.20.08.2009 has appointed Ms. Gurjot Kaur, Principal Secretary to Government, Planning Department is appointed as Director on the Board of Directors of RSRDC Limited in place of Shri Yaduvendra Mathur &amp;</p> <p>Shri Niranjn Arya, Transport Commissioner &amp; Secretary to Government, Transport Department is appointed as Director on the Board of Directors of RSRDC Limited in place of Shri J.C. Mohanty.</p>	The board took a note of the same and authorise Company Secretary to take all necessary steps under Companies Act 1956 for giving effect to the Govt. Order.	CS	30 days												
36.4	Transfer of Shares.	<p>RESOLVED THAT approval be and is hereby accorded for the transfer of shares as under :-</p> <table border="1"> <thead> <tr> <th>S. No.</th> <th>Name of transferor</th> <th>Name of Transferee</th> <th>No. of share</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>Shri Yaduvendra Mathur</td> <td>Ms. Gurjot Kaur</td> <td>1</td> </tr> <tr> <td>2</td> <td>Shri J. C. Mohanty</td> <td>Shri Niranjn Arya</td> <td>1</td> </tr> </tbody> </table>	S. No.	Name of transferor	Name of Transferee	No. of share	1	Shri Yaduvendra Mathur	Ms. Gurjot Kaur	1	2	Shri J. C. Mohanty	Shri Niranjn Arya	1	CS	30 days
S. No.	Name of transferor	Name of Transferee	No. of share													
1	Shri Yaduvendra Mathur	Ms. Gurjot Kaur	1													
2	Shri J. C. Mohanty	Shri Niranjn Arya	1													

		RESOLVED FURTHER THAT Company Secretary be and is hereby authorized to give effect to above mentioned transfers in the books of the Corporation.		
36.5	To note appointment of auditors u/s 619(2) of the companies Act, 1956 for the financial year 2008-09.	The Board noted the appointment of M/s. Gupta Rajiv & Associates, Chartered Accountants, Jaipur as Statutory Auditors of the Corporation for the year 2008-09.made by the Comptroller and Auditor General of India, New Delhi.		
36.6	Medical advance to Sh. N.K.Bhatnagar,Accountant, RSRDC Ltd.	Ex-post facto approval as requested was granted with the direction that in future Govt. Rules with regard to advance be examined.		
36.7	Empanelment of Life Care Dental Hospital & Poly Clinic, 30, Tadkeshwar Market, Gopalpura Mode, Near J.K. Sweet, Tonk Road, Jaipur.	Ex-post facto approval as requested was granted with the direction that a comparative statement of use of existing hospitals by employees be prepared in following heads:- Type of consultancy , Financial implications, no. of employees and what treatment. Certain parameters be framed for empanelment.	CAO & Sr. AO(P)	10/10/09
36.8	Shortfall in the Pension Fund of RSRDC Employees.Rolling Agenda item No. 26.14.4	The Board noted the action being taken by the designated committee.		
36.9	Purchase of two Nos. Inspection vehicles.	Purchase of one Swift Desire (Maruti Make) Diesel up to Rs. 6.0 lacs was appd. For Tata Safari 2.2 Ltr. VX a separate file be moved & F.D. for concurrence.		
36.10	Authentication of Balance Sheet and Profit and Loss Account for the year ended 31 <sup>st</sup> March 2009	The Board purused the draft Balance Sheet, Profit & Loss Account and the Schedules thereon with Cash Flow Statement for the year ending March 31, 2009 submitted for its consideration, as per the recommendation of the Audit Committee.		

		<p>The Financial Controller explained the various items of the financial statements elaborately and also the accounting and tax treatment adopted in preparing the financial statement. Board queried the Financial Controller on various qualifications as proposed audit report of Statutory Auditors.</p> <p>The Annual Accounts for the year 2008-09, as placed before the Board, were discussed and it was RESOLVED that approval be and is hereby accorded to the Balance Sheet and Profit &amp; Loss Account as on 31<sup>st</sup> March 2009 together with the notes thereon and schedules annexed thereto and recommended payment of dividend @ 11.10% on paid up capital.</p> <p>RESOLVED FURTHER THAT Managing Director and Shri D. C. Katara, Director on the Board and Shri R. K. Singhal Company Secretary of the Corporation be and are hereby authorized to sign the annual accounts as required under section 215 (l) (ii) of the Companies Act 1956 on behalf of the board. The Chief Accounts Officer shall also sign the audited accounts. The authenticated annual accounts shall further be submitted to Statutory Auditors for certification and to Accountant General (Audit) Rajasthan Jaipur for their further comments, if any under section 619 (4) of the Companies Act 1956 on behalf of the Comptroller and Auditor General of India.</p>		
36.11	Approval of the Directors Report to the shareholders for the year ended 31 <sup>st</sup> March 2009	The draft Director's report to the Shareholders/ Members which is to be attached to the Balance Sheet and Profit and Loss Account for the year 2008-09, together with the replies on the comments of Statutory Auditors as placed before the Board , was		

		<p>discussed. Accordingly, it was</p> <p>RESOLVED that approval be and is hereby accorded to the draft Director's Report to the Shareholders/ Members of the Corporation as placed before the Meeting and was initialed by the Managing Director, for the purpose of identification.</p> <p>FURTHER RESOLVED THAT Managing Director and Shri D. C. Katara, Director be and are hereby authorized to sign the same on behalf of the Board for circulation among shareholders.</p> <p>FURTHER RESOLVED THAT Managing Director be and is hereby authorized to approve the reply , if any , on the comments of Comptroller and Auditor General of India.</p>		
36.12	Approval of Date, Time and Place of the Ninth Annual General Meeting of Corporation.	<p>Resolved that approval be and is hereby accorded to hold the Ninth ANNUAL GENERAL MEETING of the Corporation on Wednesday the 30<sup>th</sup> day of September 2009 at Registered Office at 03.30 PM and further that Vice Chairman be and is hereby authorized to decide the date of any adjournment thereof.</p> <p>RESOLVED FURTHER THAT the notice of the meeting as placed before the meeting be and is hereby approved.</p> <p>RESOLVED FURTHER THAT Secretary be and is hereby authorized to issue the notice of 9<sup>th</sup> Annual General Meeting under his signature along with Annual Accounts, Auditor's Report, Replies to the Shareholders/ Members along with comments of the Comptroller and Auditor General of India and its replies to all concerned.</p>		

36.13	Additional Item 1. Computerization.	The computerization of accounts be made immediately by use of Tally Software.	CAO	15 days
	1. Calculation of interest on BOT projects. 2.	Project wise interest calculation on the investment of RSRDC made for the BOT project taken up on actual plus basis be made and intimated to PWD.	CAO	25.9.09

**There being no other business to transact the meeting concluded with a vote of Thanks to the Chair.**

**( R. K. Singhal )  
Company Secretary**

**(M. L. Mathur)  
Managing Director**

**(                      )  
Chairman**