

Rajasthan State Road Development & Construction Corporation Ltd.
(Formerly RSBCC Ltd.)

(A GOVERNMENT OF RAJASTHAN UNDERTAKING)

CIN No. U45203RJ1979SGC001853

Regd. Office : Setu Bhawan, Opposite Jhalana Doongari, Jaipur-Agra Bypass, Jaipur-302004

Phones : EPBX - 2711386-90, 2711178, 2709364, 2709160; Fax : 0141-2711178, web-www.rsrc.com, Email- gmrsrdc@yahoo.com

File No. D-2(206)/ 27077-87

Date: 12-12-19

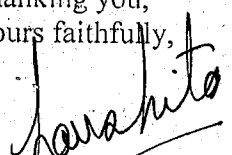
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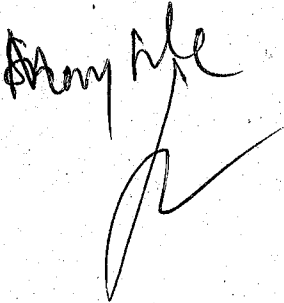
1. **Smt. Veenu Gupta, IAS**, Chairperson, RSRDC
Addl. Chief Secretary to Govt., Public Works Department, Govt. of Raj, Jaipur
2. **Shri Abhay Kumar, IAS**, Director, RSRDC
Pr. Secretary to Govt., Planning Department., Rajasthan, Jaipur
3. **Shri Rajesh Kumar Yadav, IAS**, Director, RSRDC
Secretary and Commissioner, Transport Department, Govt. of Rajasthan, Jaipur
4. **Shri Sudhir Kumar Sharma, IAS**, Director, RSRDC
Spl. Secretary to Govt., Finance Deptt. Rajasthan, Jaipur
5. **Shri Anoop Kulshreshtha**, Director, RSRDC
Secretary, PWD, Rajasthan, Jaipur
6. **Shri Anil Nepalia**, Director, RSRDC
Chief Engineer (Building), PWD Rajasthan, Jaipur
7. **Shri Lokeh Kumar**, Managing Director, RSRDC

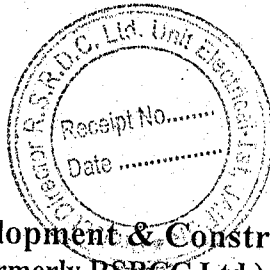
Sub: - Minutes of 102nd Board Meeting of RSRDC

Please find enclosed herewith the copy of final minutes of 102nd Meeting of the Board of Directors of RSRDC held on **19th September, 2019** at the Registered Office of the Corporation at Conference Hall at RSRDC, Setu Bhawan, Jhalana Doongri, Jaipur at 04.00 pm

Thanking you,
Yours faithfully,


(HARSHITA CHHABRA)
Company Secretary (I/C)
+91 77288 95212





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File No. D-2(2006)/ 27077-87

Date: 12-12-19

Copy to following for information and needful action please:-

1. The General Manager, RSRDC Ltd., Jaipur
2. The Chief Project Manager, RSRDC Ltd., Jaipur
3. The CFO, RSRDC Ltd., Jaipur
4. PD, Electrical-I, RSRDC Ltd., Jaipur for placing the same on website.

Haushita
Company Secretary (I/C)



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Minutes of the 102nd meeting of the Board of Directors of Rajasthan State Road Development and Construction Corporation Limited held on Tuesday, the 19th day of November, 2019 at the Registered Office of the Corporation at Conference Hall at RSRDC, Setu Bhawan, Jhalana Doongri, Jaipur at 04.30 pm

The following directors were present:

- | | |
|----------------------------------|-------------------|
| 1. Smt. Veenu Gupta, IAS | Chairman |
| 2. Shri Sudhir Kumar Sharma, IAS | Director |
| 3. Shri Anoop Kulshreshtha | Director |
| 4. Shri Anil Nepalia | Director |
| 5. Shri Lokesh Kumar | Managing Director |

Leave of Absence:

Leave of absence was granted by the Board to Shri Abhay Kumar, IAS and Shri Rajesh Kumar Yadav, IAS.

In attendance:

1. Shri M. M. Khan, Chief Financial Officer, RSRDC
2. Shri Subodh Malik, General Manager, RSRDC
3. Shri N. M. Sharma, Chief Project Manager, RSRDC
4. Ms. Harshita Chhabra, Company Secretary (I/C)
5. Shri Manoj Gupta, Manager (Enquiry), RSRDC
6. Shri S. K. Dixit, Legal Consultant, RSRDC
7. Shri R. K. Singhal, Appellant/Petitioner

CHAIRMAN OF THE MEETING:

Smt. Veenu Gupta presided over the meeting as the Chairman. After ascertaining that requisite quorum for the meeting was present, the Chairman called the meeting to order at 04.35 pm and welcomed the members to the meeting. The majority of Directors, being present, approved the agenda of the meeting sent on shorter notice of less than prescribed 7 days.

Item No. 102.01 Confirmation of Minutes of the last 101st Board Meeting

The Minutes of 101st Meeting of the Board of Directors held on 18.09.2019 were noted and confirmed by the Board.

Item No. 102.02 Compliance of the 101st Board Meeting

Compliance of the minutes of the 101st Meeting of the Board of Directors held on 18.09.2019 was noted by the Board.

Item No. 102.03

Non taking of Engineering personnel on deputation in RSRDC who are charge sheeted / against whom enquiry is pending

The Board was informed that RSRDC is taking Engineering personnel on deputation from Engineering Departments, mostly from PWD. In this matter it has been observed that enquiry proceedings are going on against some Officers who have joined RSRDC on deputation. Some people are charge-sheeted also. A lot of correspondences are involved in these cases. As per Government Policy field posting is not given to people who are charge-sheeted or facing enquiry but in RSRDC, which is also a Government of Rajasthan organisation, these people are given field posting. This practice needs to be discontinued.

In view of the above, the Board was requested to kindly consider and approve, as a policy matter, not to take such personnel on deputation in the Corporation against whom enquiry is pending or are charge-sheeted. Moreover, if such people are still working in the corporation on the deputation, then they may also need to be repatriated.

The Board considered the matter at length and approved the above proposal that as a policy matter, such personnel shall not be taken on deputation in the Company against whom enquiry is pending or are charge-sheeted; and if such people are presently working on deputation in the Company, then they also be repatriated. Further, the Board directed to repatriate people who have been on deputation in the Company for over 10 years in a phasing manner.


Item No. 102.04

Agenda of Shri R. K. Singhal

Shri Manoj Gupta, Shri S.K. Dixit and Shri R.K. Singhal were invited to join the Board meeting for this agenda. Though, on the request of Shri R.K. Singhal, all the people who are not on the Board of the Company were asked to leave the meeting. Accordingly, Shri M. M. Khan, Shri Subodh Malik, Shri N. M. Sharma, Ms. Harshita Chhabra, Shri Manoj Gupta and Shri S. K. Dixit left from the meeting. One stenographer was asked to join the meeting to take the minutes, but after a few minutes, the stenographer was sent back and Company Secretary (I/C) was called back to the meeting.

In compliance of the order of the court, Shri R.K. Singhal was given the opportunity of being heard. Shri R.K. Singhal also gave a set of documents to the members of the Board who were present at the meeting. The Board heard the representation of Shri R K Singhal in detail. After giving his representation to the Board, Shri R.K. Singhal left the meeting.

The Board, subsequently, discussed the matter in detail and rejected the appeal made by Shri R.K. Singhal. In this matter, the Board directed that the decision of the Board be issued to Shri R.K. Singhal under the signatures of the Board Members present in this 102nd Meeting of the Board held on 19.11.2019.



Item No. 102.05

Cessation of Director

The Board was informed that Shri M L Verma, who was holding the post of Secretary, PWD Dept, GoR, and was a director on the Board of RSRDC in his ex-officio capacity retired from the post of Secretary, PWD Dept., GoR on 30.09.2019. Accordingly, a request letter was sent to PWD, GoR to issue order for his cessation from the Board of Board of Directors of the Company. It was also requested to issue orders for appointment of the person holding the charge of Secretary, PWD Dept., GoR and to transfer the shares held by Shri M L Verma to the person holding the charge of Secretary, PWD Dept., GoR. The matter is still under process at PWD, GoR.

Here, it is pertinent to mention that 1) This position in the Board is ex officio in nature; 2) The retirement has been made as per the Rules of the Government authorities competent to do so; 3) Sh M L Verma who has retired, has already ceased to hold his substantive position. The Board requested to consider authorising filing of the e-form for cessation of Shri M L Verma as Director of the Company in order to reduce the late filing fees of the Ministry of Corporate Affairs.

Further, if any otherwise orders are issued by the PWD, GoR, in relation to this change, then accordingly, consequent modification will be given effect to after bringing the same to the notice of the Board.

The Board considered the above and passed the following resolution in this regard:

“RESOLVED THAT the Board hereby approves the cessation of Sh M L Verma w.e.f. 30th Septmber, 2019 as Director of the Company; and the Board places on record its appreciation of the assistance and guidance provided by him during his tenure with the Company.

RESOLVED FURTHER THAT if any otherwise orders are issued by the PWD, GoR, in relation to this change, then accordingly, consequent modification will be given effect to after bringing the same to the notice of the Board.

FURTHER RESOLVED THAT the Directors of the Company, be and are hereby authorized, severally and jointly, to sign, file and do any and all necessary filing(s), compliances and acts and to take all such steps as may be necessary, proper and expedient to give effect to this resolution.”

Item No. 102.06

Registration on Trade Receivable Discounting System (TReDS) Platform

The Board was informed that the Central Government had instructed companies with a turnover of more than Rs. 500 crore and all Central Public Sector Enterprises to get themselves onboarded on Trade Receivables Discounting System platform, vide Ministry of Micro, Small and Medium Enterprises notification dated 2nd November, 2018

(Annexure 102.06A). Thereby the Central Government issued the following instructions that all companies registered with the Companies Act, 2013 (18 of 2013) with a turnover of more than Rs. 500 crore (rupees five hundred crore) and all Central Public Sector Enterprises shall be required to get themselves onboarded on the Trade Receivables Discounting System platform, set up as per the notification of the Reserve Bank of India. The Registrar of Companies in each State shall be the competent authority to monitor the compliance of these instructions by companies under its jurisdiction and the Department of Public Enterprises, Government of India shall be the competent authority to monitor the compliance of such instructions by Central Public Sector Enterprises.

TReDS is a scheme for setting up and operating the institutional mechanism to facilitate the financing of trade receivables of micro, small and medium enterprises (MSMEs) from corporate and other buyers, including government departments and public sector undertakings (PSUs) through multiple financiers. So far, the RBI has granted In-principle approval for setting up TReDS to three applicants, namely, M1xchange - Mynd Solutions Pvt. Ltd.; Invoicemart - Axis Bank Ltd.; and RXIL - NSE Strategic Investment Corporation Limited (NSICL) and Small Industries Development Bank of India (SIDBI).

To ensure compliance with the notification of the Government, it is mandatory to register the Company with Trade Receivable Discounting System (TReDS) platform. The Board considered the above and decided to bring the matter to the attention of the FD, GoR to get their approval/concurrence thereon. Following resolution was passed in this regard:

“RESOLVED THAT the approval of the Board be and is hereby accorded for registration of Rajasthan Sate Road Development & Construction Corporation Ltd with Trade Receivable Discounting System (TReDS) platform as the provisions of the Ministry of Micro, Small and Medium Enterprises notification dated 2nd November, 2018 and other applicable provisions, if any.

FURTHER RESOLVED THAT the Chief Financial Officer of the Company be and is hereby authorized to sign and deliver necessary application forms, master agreement, declarations and other related documents on behalf of the Company as may be required from time to time and also to act as Admin user on the above platform(s) and to do all such acts, deeds and things incidental and ancillary for ensuring compliance with the above referred notification.

RESOLVED FURTHER THAT the Chief Financial Officer of the Company be and is hereby authorized as marker and approver (authorization) and to do all such acts, deeds and do such other things incidental and ancillary for registering the Company on TReDS platform(s) and carrying out the business of discounting and re-discounting on behalf of the Company.

RESOLVED ALSO THAT before giving effect to the above, the matter be referred by the Chief Financial Officer of the Company to the Finance Department of the Government of Rajasthan (FD, GoR) for their approval/concurrence thereon.

FURTHER RESOLVED THAT if FD, GoR approves/concurs or has no suggestions/comments to make, the Chief Financial Officer of the Company may go ahead with the process of registration. If, however, there are any material suggestions/comments received from FD, GoR, the same will be put up by the Chief Financial Officer of the Company before the Board for consideration and taking further decision thereon.”

Item No. 102.7

Any other item with permission of the Chair:

Item No. 102.7.01

राज. राज्य सड़क विकास एवं निर्माण निगम लि., के संचालक मण्डल की 102वीं बैठक दिनांक 19.11.2019 हेतु प्रस्तुत टेबल एजेन्डा

The General Manger presented the following table agenda before the Board:

विभिन्न विभागों के कार्यों हेतु राज. राज्य सड़क विकास एवं निर्माण निगम लि. द्वारा एक मानक अनुबन्ध पारित किया गया है जिसके बिन्दु संख्या 5(प) के अन्तर्गत यह प्रावधान है कि निर्माण कार्य की लागत राशि रु 5.00 करोड़ एवं इससे कम होने की अवस्था में सम्बन्धित विभाग द्वारा राज. राज्य सड़क विकास एवं निर्माण निगम को परियोजना की लागत की सम्पूर्ण राशि अग्रिम रूप में जमा करवानी होगी।

वर्तमान में निगम को ऐसे प्रस्ताव विभिन्न विभागों से प्राप्त हो रहे हैं जिसमें परियोजना की लागत यद्यपि रु 5.00 करोड़ से कम है तथापि विभागों द्वारा यह निवेदन किया जा रहा है निगम स्तर पर परियोजनाओं के कार्य प्रारम्भ किये जावें एवम् परियोजना की लागत की कुल राशि विभिन्न चरणों में पारस्परिक सहमति के आधार पर परियोजना की पूर्णता से पूर्व ही निगम को जमा करवा दी जावे।

अतः संचालक मण्डल के समक्ष यह प्रस्ताव है कि विभिन्न विभागों की वित्तीय स्थिति को दृष्टिगत रखते हुए एवं उनकी परियोजनाओं के निर्माण कार्यों को पूर्ण करने हेतु आगामी 1 वर्ष के लिए प्रबंध निदेशक, राज. राज्य सड़क विकास एवं निर्माण निगम लि., को, वह कार्य जिनकी लागत राशि रु 5.00 करोड़ अथवा उससे कम होने की अवस्था में परियोजना की लागत की 50 प्रतिशत राशि अग्रिम एवम् शेष 50 प्रतिशत राशि परियोजना के 25 प्रतिशत राशि के उपयोगिता प्रमाण पत्र प्रेषित करने के उपरान्त लेते हुए एम. ओ. यू. निष्पादित करने हेतु अधिकृत कर दिया जावे।

The Board considered the above matter and after due consideration authorized the Managing Director to decide on the same from case to case basis for taking 50% advance from the client department instead of 100% in annual tenders of Rs. 5 crore or less.

VOTE OF THANKS:

There being no other business to transact, the meeting concluded with a vote of thanks to the Chair at 06.40 pm.

Date:

Minutes Book Entry Date:

Place: Jaipur

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(VEENU GUPTA)
Chairman