

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

(A GOVERNMENT OF RAJASTHAN UNDERTAKING)

Regd. Office : Setu Bhawan, Opposite Jhalana Doongari, Jaipur-Agra Bypass, Jaipur-302004
Phone : EPRM - 2711386-90, 2711178, 2709064, 2709160, 2709214, 2709217, 2711386 Fax : 0141-2711178

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Date 22.11.2013

To

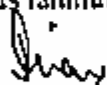
1. Shri Bharat Singh Kundanpur (Chairman, RSRDC Ltd.)
Hon'ble Minister, Public Works Department,
Govt. of Rajasthan, Jaipur.
2. Shri Umrao Safoadia (Director, RSRDC Ltd.)
Addl. Chief Secretary to Govt., Transport Deptt., Rajasthan Jaipur.
3. Shri J.C. Mohanty (Vice Chairman, RSRDC Ltd.)
Principal Secretary to Govt., PWD, Rajasthan, Jaipur.
4. Shri Rakesh Verma (Director, RSRDC Ltd.)
Principal Secretary to Govt., Planning Deptt., Rajasthan, Jaipur.
5. Shri S.C. Dinkar (Director, RSRDC Ltd.)
Spl. Secretary to Govt., Finance(Exp.) Deptt., Jaipur
6. Shri R.P. Khandelwal (Director, RSRDC Ltd.)
Secretary to Govt., PWD, Rajasthan, Jaipur.
7. Shri A. K. Sanghi (Director, RSRDC Ltd.)
Chief Engineer and Addl. Secy., PWD, Rajasthan, Jaipur.
8. Shri G.L. Rao (Director, RSRDC Ltd.)
Chief Engineer (Roads), PWD, Rajasthan, Jaipur.
9. Shri R.S. Gunawat (Nominee Director, RSRDC Ltd.)
Regional Chief, HUDCO, Jaipur.
10. Shri Anil Sharma, Managing Director, RSRDC Ltd., Jaipur.

Sub:- Minutes of the 64th Board Meeting of RSRDC Ltd.

Sir,

Please find enclosed herewith copy of minutes of the 64th Meeting of the Board of Directors of RSRDC Ltd held on Monday, the 11th day of November, 2013 in the Conference Hall at Registered Office of the Corporation (Setu Bhawan, Jhalana Doongri, Jaipur - Agra Bye Pass) Jaipur at 11.30 a.m.

Thanking you,
Yours faithfully,


(PAWAN K. GARG)
Company Secretary
Encl: as above.

Copy to following for information and needful action please:-

1. General Manager, RSRDC, Jaipur.
2. Financial Advisor, RSRDC, Jaipur.
3. Sr. Audit Officer/CAW-I, Accountant General (Commercial & Receipt Audit), Rajasthan in compliance to your office order No. CAW-I/D-2137 dated 13.02.07.
4. Public Information Officer, RSRDC Ltd., Jaipur for placing the same on website and keeping the same in record for future use as per RTI Act please.
5. Manager (Bldg.)/BOT/P&R/Admn. RSRDC Ltd. Jaipur


Company Secretary



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Minutes of the 64th meeting of the Board of Directors of Rajasthan State Road Development and Construction Corporation Limited held on Monday, the 11th day of November, 2013 in the Conference Hall at Registered Office of the Corporation (Setu Bhawan, Jhalana Doongri, Jaipur - Agra Bye Pass) Jaipur at 11.30 A.M.

The following were present:

1. Shri J.C.Mohanty	Vice Chairman (Chairman of the Meeting)
2. Shri S. C. Dinkar	Director
3. Shri R.P. Khandelwal	Director
4. Shri A. K. Sanghi	Director
5. Shri G.L. Rao	Director
6. Shri R.S. Gunawat	Nominee Director
7. Shri Anil Sharma	Managing Director

In attendance: -

Shri Ajit Singh Shekhawat, Financial Advisor, Shri T.C. Chhajjer, General Manager and Shri Pawan K. Garg, Company Secretary, RSRDC.

Shri J.C.Mohanty, Vice Chairman RSRDC chaired the meeting in absence of the Hon'ble chairman, RSRDC.

Leave of Absence.

Leave of absence was granted by the Board to Shri Bharat Singh Kundanpur, Shri Umrao Salodia and Shri Rakesh Verma who could not attend the meeting because of their pre-occupations.

Item No. 64.1

Confirmation of Minutes of the last (63rd) Board Meeting.

The Minutes of 63rd Meeting of the Board of Directors held on 13.08.2013 were circulated to all the directors vide no. D-2 (168) 12246-63 dated 14.08.2013.

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Since no comments have been received from any of the directors, the Board confirmed the same.

Item No. 64.2

Review/ Follow up action on previous decisions.

The Board noted the same.

Item No. 64.3

Confirmation of circular Resolution No. 1/2013 dated 13.09.2013.

Board confirmed the circular resolution no. 1/2013 dated 13.09.2013 as follows-

"RESOLVED THAT approval be and is hereby accorded for applying extension, for a period up to 31.12.2013 to Central Govt./ Registrar of Companies, Rajasthan for holding Annual General Meeting U/S 166 and extension in placing accounts before Annual General Meeting U/S 210 of the Companies Act 1956 read with other applicable provisions of the Act."

RESOLVED FURTHER THAT Shri Pawan K. Garg, Company Secretary of the company be and is hereby authorized to file necessary e-forms with the Registrar of Companies, Rajasthan / Ministry of Corporate Affairs and to do all such acts, deeds and things as may be required to give effect to this resolution."

Item No. 64.4


To consider the recommendation by Audit Committee.

Board considers the recommendation by audit committee and directed Managing Director to follow the directions of Shri S.C. Dinker to reconcile the accounts of concerned audit paras and take action accordingly. He also directed to ascertain the actual liability referred in point 4 to 8 of annexure-1 of audit report and create suitable provisions and adjustments thereof.

Item No. 64.5

Authentication of Balance Sheet and Profit and Loss Account for the year ended 31st March 2013.

The Board perused the draft Balance Sheet, Profit & Loss Account and the Schedules thereon for the year ending March 31, 2013 as per the recommendation of the Audit Committee.

 The Financial Advisor 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 Advisor on various qualifications as proposed in audit report of Statutory Auditors.

The Annual Accounts for the year 2012-13, as placed before the Board, were discussed and it was RESOLVED that approval be and is hereby accorded to the Balance Sheet as on 31st March 2013 and Profit and Loss Account for the year ended 31.03.2013 together with the notes thereon and schedules annexed thereto and recommended payment of dividend @ 6% on paid up capital as on 31.03.2013.

RESOLVED FURTHER THAT Managing Director Shri Anil Sharma, Shri A.K. Sanghi, Director on the Board and Shri Pawan K. Garg, Company Secretary of the Corporation be and are hereby authorized to sign the annual accounts as required under section 215 (i) (ii) of the companies Act 1956 on behalf of the board. The Financial Advisor 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 Controller and Auditor General of India.

After discussion the Annual Accounts, duly signed by Statutory Auditors were approved for forwarding to shareholders for consideration and adoption.

Item No. 64.6

Approval of the Directors Report to the shareholders for the year ended 31st March 2013.

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 2012-13, together with the replies on the comments of Statutory Auditors as placed before the Board was discussed. Accordingly, it was

RESOLVED that approval be and it hereby accorded to the draft Director's Report to the Shareholders/ Members of the Corporation as placed before the meeting and initialed by Managing Director for the purpose of identification.

FURTHER RESOLVED THAT Managing Director and Shri A.K. Sanghi, Director be and are hereby authorized to sign the same on behalf of the Board for circulation among shareholders.

FURTHER RESOLVED THAT Managing Director be and is hereby to approve the reply, if any, on the comments of Controller and Auditor General of India.



Item No. 64.7

Approval of Date, Time and Place THIRTEENTH Annual General Meeting of Corporation.

Resolved that approval be and is hereby accorded to hold the THIRTEENTH ANNUAL GENERAL MEETING of the Corporation on 28.11.2013 at 4.00 P. M. in the Conference Hall at the registered office of the corporation

RESOLVED FURTHER THAT the notice of the meeting as placed before meeting be and is hereby approved.

RESOLVED FURTHER THAT Secretary be and is hereby authorized to issued the notice of 13th Annual general Meeting under his signature along with Annual Accounts, Auditors Report, Replies the Shareholders/ Members along with comments of the Comptroller and Auditors General of India.

Item No. 64.8

Fixation of remuneration payable to Statutory Auditors for the Financial year 2012-13.

RESOLVED THAT appointment of Statutory Auditors made by CAG vide their letter No. CA.V/COY/RAJASTHAN RJBRDG(1)/1608 Dt.10/04/2013 for financial year 2012-2013 be and is hereby noted by the Board.

RESOLVED FURTHER THAT remuneration of auditors be is hereby fixed for Rs 1,25,000/- excluding Service Tax for the financial year 2012-2013.

Item no 64.9 to 64.13 are deferred due to applicability of model code of conduct.

Item No. 64.14

Approval of proposal to enhance the viability of non viable BOT road projects being undertaken by RSRC by providing road way side facilities.

RESOLVED THAT approval be & is hereby accorded for permission to explore the possibilities to enhance the viability on all BOT road projects by providing road way side facilities i.e. Petrol Pump, Motels, Toilets, Water, Electricity and amenities required for road users for above activities land to be obtained from Revenue Authorities and projects may be tie up with specialist agencies like RIICO, RTDC etc.

Further Board directed to examine the object clause of Memorandum of Association of the corporation in this subject.

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Item no 64.15 to 64.18 are deferred due to applicability of model code of conduct.

Item No. 64.19

Perusal of work done by RSI/DC during present financial year up to Oct. 2013 (progress report as on Oct., 2013).

Board noted the same and further directed to input innovative initiatives as R&D like use of fly ash, RBI, PMB [Polymer Modified Bitumen], RAP [Recycling of asphaltic Products], Slip form technic for CC pavement etc for some stretches of upcoming ongoing BOT projects.

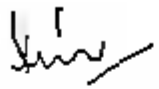
Item No. 64.20

Ex- post facto approval of offer for collection of toll on Pali-Nadol-Gomati chouraha road.


RESOLVED THAT approval be and is hereby accorded for Ex post facto approval of the offer of M/s Laxmi Petroleum Jejwar of Rs. 2,20,40,725.00 only for further three months or till the new contract.

Item no 64.21 to 64.29 are deferred due to applicability of model code of conduct.

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


{ Pawan K. Garg }
Company Secretary


{ Anil Sharma }
Managing Director


{ J. C. Mohanty }
Vice Chairman
{ Chairman of the Meeting }

Date: 18/11/2013
Place: Jaipur