

**RAJASTHAN STATE INDUSTRIAL DEVELOPMENT AND
INVESTMENT CORPORATION LIMITED**

Minutes of : 5/2018 - Board Meeting
Venue : Udyog Bhawan, Jaipur
Day & Date : Tuesday, 26th December 2018
Commencement/Completion : 3.00 P.M. / 3.30 P.M. time of meeting

Present :

Shri Kuldeep Ranka	Chairman
Shri Gaurav Goyal	Managing Director
Smt. Urmila Rajoria	MD RFC
Shri Anil Bafna	Independent Director

Shri D.K. Sharma, Secretary was in attendance. Ms. Anupama Sharma, Financial Advisor; Shri Vijai Pal Singh, Advisor (Infra); Dr. Girish Parashar, Advisor (A&M) and Dr. Rajan Kapoor, GM (BP) were also present.

WELCOME OF DIRECTOR

At the outset, the Board welcomed Shri Kuldeep Ranka and Shri Gaurav Goyal on their appointment as Chairman and Managing Director on the Board of the Company and expressed hope that Board will be benefited with their association.

Quorum: The Chairman was present. As the quorum was present, the meeting was called to order. Quorum was present throughout the meeting.

Leave of absence: The Board granted leave of absence to Shri Mukesh Kumar Sharma, Smt. Aparna Arora, Shri Ajitabh Sharma, Shri Naveen Mahajan, Dr. Samit Sharma and Shri Raman Kumar Sharma.

As the notice for calling the meeting and agenda notes were circulated at a notice of less than seven days, the Directors present in the meeting unanimously agreed to waive the minimum notice period and take up all the items for consideration.

Item 1: Appointment of Shri Kuldeep Ranka as Chairman and Director and Shri Gaurav Goyal as Managing Director of the Corporation.

The Board noted the appointment of Shri Kuldeep Ranka as Chairman and Director and Shri Gaurav Goyal as Managing Director of the Corporation, with effect from the forenoon of 20th December 2018 and afternoon of 19th December 2018 respectively.

The Board also accorded approval for appointment of Shri Kuldeep Ranka on the Board of Mahindra World City (Jaipur Ltd) and CDoS as Chairman and the Director, on behalf of the Corporation.

The Board was informed by the Secretary that the State Government has appointed Dr. Krishna Kant Pathak as Commissioner Industries vice Dr. Samit Sharma. Commissioner Industries is also appointed as Director on the Board of the Corporation. As per provisions of the Companies Act 152 (3), no person shall be appointed as Director unless he has been allotted Director Identification Number (DIN). It has been checked that Dr. Pathak do not have DIN. In order to get a DIN, the consent of the Board of the Company on which the person is proposed to be appointed as Director is required to be attached with the application for allotment of DIN. In view of above, the Board adopted the following Resolution:

RESOLVED THAT pursuant to the provisions of Section 152, 153 of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Amendment Rules, 2018, and other applicable provisions and rules, if any, of the Companies Act, 2013, as amended from time to time or any other law for the time being in force (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force), the Consent of the Board be and is hereby accorded to propose the appointment of Dr. Krishna Kant Pathak as Director on the Board of Rajasthan State Industrial Development and Investment Corporation Ltd., subject to the allotment of Director Identification Number.”

Item 2: To note the minutes of last meeting of the Board held on 31th August 2018.

The minutes of the meeting of Board held on 31th August 2018 were noted.

Item 3: Action Taken Report on the decisions of the previous meeting of the Board held on 31th August 2018.

The Board noted the position brought out in the agenda note.

Item 4: Minutes of the meeting of the Audit Committee held on 31th August 2018.

The minutes of the meeting of Audit Committee of the Board held on 31th August 2018 were noted.

Item 5: Minutes of the meetings of the Industrial Committee held on 8th October and 5th December 2018.

The minutes of the meetings of Industrial Committee held on 8th October and 5th December 2018 were noted.

Item 6: Minutes of the meeting of the Infrastructure Development Committee held on 8th October 2018.

The minutes of the meeting of Infrastructure Development Committee held on 8th October 2018 were noted.

Item 7: Disclosure of interest by the Directors.

The Board noted interest disclosure made by Shri Raman Kumar Sharma, Independent Directors, under section 184(1) of the Companies Act, 2013 and Rule 9(1), vide their notice dated 24th October 2018.

Item 8: Certificate of Legal Compliance for quarter ended on 30th September 2018.

The Board took on record the Certificate of Legal Compliance for quarter ended on 30th September 2018.

The meeting concluded with a vote of thanks to the Chair.

CHAIRMAN

Date:

Place: Jaipur