

**NAGPUR SMART AND SUSTAINABLE CITY DEVELOPMENT CORPORATION
LIMITED**

REGD OFF: NEW ADMINISTRATIVE BUILDING, NAGPUR MUNICIPAL CORPORATION, PALM ROAD, CIVIL LINES NAGPUR-440001
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NOTICE

Date: 03.08.2017

To
All the Hon. Directors of
Nagpur Smart And Sustainable City Development Corporation Limited

Notice is hereby given that the Fifth Meeting of the Board of Directors [05/2017-18] of the Company will be held on 12th August, 2017 at 12.30 pm at the registered office of the Company at New Administrative Building, Nagpur Municipal Corporation, Palm Road, Civil Lines Nagpur-440001 to transact the following business:

Sr. No.	Item
1.	To grant leave of absence, if any.
2.	To confirm and approve the minutes of the meeting of the Board of Directors held on 25 th Day of June 2017.
3.	To review the progress of the work of preparation of TPS based on the principle of retrofitting for Pardi, Bharatwada, Punapur and Bhandewadi (ABD Project). (PPT by HCP).
4.	To review the progress of safe and smart city project being implemented by L&T. (PPT by L&T and E&Y)
5.	To review the progress and approve the work plan of the PMU. (PPT by Grant Thornton)
6.	To discuss, consider and accord approval for inclusion of additional area in TPS.
7.	To discuss, consider and accord approval for the increased expenditure due to inclusion of additional area in TPS for ABD.
8.	To discuss, consider and accord approval to the Human Resource Policy formulated by the CEO and the Organizational Structure, the Establishment Schedule and the Statement of estimated Annual Expenditure.
9.	To discuss, consider and authorize CEO for all statutory requirements in terms of signing, submitting information/ application physically or electronically.
10.	To discuss, consider, and Approve the Financial Statements of the SPV for the Financial Year ended 31.03.2017.
11.	To discuss, consider and fix the Day, Date, Time and Place of the 1 st Annual General Meeting of the SPV.
12.	Any other business with the permission of Chair.

Kindly make it convenient to attend the meeting.

Thanking You,

Yours Faithfully,

For Nagpur Smart And Sustainable City Development Corporation Limited

For Company Secretary

Copy to:-

With a request to make it convenient to attend the meeting as a special invitees.

1. Larsen & Toubro
2. Ernst & Young
3. HCP
4. Grant Thornton
5. PSUs
6. National Highways Authority of India
7. Maharashtra Metro Rail Corporation Limited
8. Maharashtra State Road Development Corporation Limited
9. Maharashtra State Road Transport Corporation
10. Public Works Department
11. Maharashtra State Electricity Distribution Co. Ltd.
12. Mahanagar Gas
13. Bharat Sanchar Nigam Limited
14. Nagpur Improvement Trust
15. State Tourism Department
16. Nagpur Municipal Transport Undertaking
17. Orange City Water Works
18. Nagpur Environmental Services Limited
19. District Inspector of Land Records
20. Sub Divisional Officer (SDO)

Nagpur Smart And Sustainable City Development Corporation Limited

Board Note

Item No.1	To grant leave of absence, if any
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CEO of the Company hereby welcomes all the Board of Directors of NSSCDCL to the Fifth Board meeting, and would like to inform that Mr. and Mr., Directors of the Company have expressed their inability to attend the meeting due to unavoidable circumstances.

A copy of Letter of intimation regarding their inability to attend meeting received from respective directors is placed on the table be and is hereby noted. Board is requested to grant necessary leave of absence to the absentee Director(s), if any.

Board of Directors may pass the following resolution(s) with or without modification(s) as deemed fit.

DRAFT RESOLUTION

“**RESOLVED THAT** Leave of Absence was granted to Mr., Director and Mr., Director of the Company, who have expressed their inability to attend meeting due to unavoidable circumstances. Copy of Letter of intimation regarding their inability to attend meeting received from respective Director be and is hereby noted”.

Nagpur Smart And Sustainable City Development Corporation Limited

Board Note

Item No. 2	To confirm and approve the minutes of the meeting of the Board of Directors held on 25th Day of June 2017.
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The Fourth meeting of the Board of Directors of the Company was held on Sunday 25th Day of June 2017 at the Registered Office of the company, the draft minutes of the same were circulated earlier for obtaining confirmation of all Board Members.

The Board is requested to consider and pass the following resolution:

DRAFT RESOLUTION

“RESOLVED THAT the minutes of the Fourth meeting of the Board of Directors of the Company which was held on Sunday 25th Day of June 2017 at the registered office of the company as circulated earlier and placed before the Board be and is hereby read, signed, confirmed and taken on record.”

Nagpur Smart And Sustainable City Development Corporation Limited

Board Note

Item No. 3	To review the progress of the work of preparation of TPS based on the principle of retrofitting for Pardi, Bharatwada, Punapur and Bhandewadi (ABD Project). (PPT by HCP)
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The progress report prepared by HCP in terms of preparation of TPS based on the principle of retrofitting for Pardi, Bharatwada, Punapur and Bhandewadi (ABD Project) is being placed before BOD.

The progress report may be reviewed and BOD may take note of the same.

Nagpur Smart And Sustainable City Development Corporation Limited

Board Note

Item No. 4	To review the progress of safe and smart city project being implemented by L&T. (PPT by L&T and E&Y)
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The progress report prepared by L&T and E&Y in terms of implementation of project under safe and smart city project is being placed before BOD.

The progress report may be reviewed and BOD may take note of the same.

Nagpur Smart And Sustainable City Development Corporation Limited

Board Note

Item No. 5	To review the progress and approve the work plan of the PMU. (PPT by Grant Thornton)
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The Work plan prepare by PMU is being placed before the BOD for review.

BOD may suggest the required modifications and may take note of the same.

Nagpur Smart And Sustainable City Development Corporation Limited

Board Note

Item No. 6	To discuss, consider and accord approval for inclusion of additional area in TPS.
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The tentative area identified for TP Scheme under smart city proposal for area based development of Pardi, Bharatwada and Punapur village was 951 acres.

However, in order to extend project area up to other important physical features such as river, nalla, road, railway and administrative boundary, the area was modified. The revised area was 1240 acres which also included certain parts of Bhandewadi village up to Bhandara road which was initially not envisioned in proposal. The intention was declared in official gazette on 7th June 2017 for the said area.

On 19th July 2017, the local representatives and the citizens suggested to include additional areas of Pardi, Bharatwada and Punapur in project boundary to ensure that citizens get benefitted due to its implementation in proposed additional area. This will ensure inclusive development with all infrastructure facilities. The increase in the total project will be 779 acres (approx.). HCPDPM submitted a revised project boundary map which was submitted to the Planning Authority (NIT) for approval. It was approved in the meeting of Board of the Trustees held on 04th August, 2017.

The proposal is now submitted to obtain BOD's approval for total 1730 acres in TPS to fulfill the demand of local representatives and the citizens and to ensure inclusive development as proposed in the ABD project.

BOD may pass the following resolution(s) with or without modification(s) as deem fit.

DRAFT RESOLUTION

“RESOLVED THAT BOD in view of approval of the Planning Authority (NIT) to the revised project boundary map on 4th August, 2017, BOD has accorded its approval for inclusion of additional area of 779 acres in the TPS having total area of 1730 acres under ABD project.”

“RESOLVED FURTHER THAT BOD has authorized CEO to take necessary steps for the implementation of this resolution.”

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Board Note

Item No. 7	To discuss, consider and accord approval for the increased expenditure due to inclusion of additional area.
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Pursuant to BOD's resolution bearing No. 33(3)/17-18, HCP Design Planning and Management has been issued work order for preparation of town planning scheme (TPS) on the principle of retrofitting for Pardi, Bharatwada, Punapur, identified as the Area Based Development (ABD) proposal under the Nagpur Smart City Project.

The area notified under the smart city proposal was 951 acres, which was extended to 1240 acres to ensure inclusion of certain parts of Bhandewadi village up to Bhandara road which was initially not envisioned in the proposal. The intention was declared in official gazette on 7th June 2017 for the said area.

In view of the demand of local representatives and citizens to pass on the benefits of SCP to larger areas and population, additional areas of 779 acres (approx.) of Pardi, Bharatwada and Punapur is required to be included in the TPS. This will increase the total project area to 1730 acres (approx.).

Accordingly, HCP Design Planning and Management submitted the revised project boundary map which was submitted to The Planning Authority (NIT) for approval. It was approved in the meeting of Board of the Trustees held on 04th August, 2017. Earlier, HCP Design Planning and Management has quoted Rs.~71,32,500/- (excluding taxes) (In words Rs. Seventy One Lacs Thirty Two Thousand Five Hundred Only) in their financial bid for 951 acres. As per the financial offer the discovered price was Rs. 7500 per acre (excluding taxes). HCP Design Planning and Management has stated that due to the increase in area the additional expenditure of Rs. ~58,42,500/- (excluding taxes) (In words Rs. Fifty Eight Lacs Forty Two Thousand Five Hundred Only) will have to be incurred for the additional work (i.e. 779 acres), Therefore, the total expenditure will be the tune of Rs. ~1,29,75,000/- (excluding taxes) (In words Rs. One Crore Twenty Nine Lacs Seventy Five Thousand Only) to be incurred for total work (i.e.1730 acres). The said proposal has been prepared in line with the price discovery as stated above. The proposal is submitted herewith for the consideration and the approval of the BOD.

It is required to execute supplementary agreement and to authorize CEO to sign the said agreement on behalf of NSSCDCL.

BOD may pass the following resolution(s) with or without modification(s) as deem fit.

DRAFT RESOLUTION

“RESOLVED THAT BOD has accorded its approval to the increased expenditure to the tune of Rs. ~58,42,500/- (excluding taxes) (In words Rs. Fifty Eight Lacs Forty Two Thousand Five Hundred Only) to be incurred for the said additional area (i.e. 779 acres) and approval of the BOD has accorded to the total expenditure to the tune of Rs. 1,29,75,000/- (excluding taxes) (In words Rs. One Crore Twenty Nine Lacs Seventy Five Thousand Only) to be incurred for total work (i.e.1730 acres) proposed to be included in TPS and directed HCP to prepare TPS for the said additional area in a given time frame.”

“RESOLVED FURTHER THAT BOD has authorized CEO to execute supplementary agreement.”

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Board Note

Item No. 8	To discuss, consider and accord approval to the Human Resource Policy formulated by the CEO and the Organizational Structure, the Establishment Schedule and the Statement of estimated Annual Expenditure.
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In accordance with the provisions of the Articles of Association, it is one of the Functions of the CEO to formulate and submit a Human Resource Policy to the Board of Directors for Approval, a Human Resource policy that will lay down procedure for creation of staff positions, qualifications of staff, recruitment procedures, compensation and termination procedures.

Accordingly, the draft Human Resource Policy has been prepared after taking into consideration the advisory issued by Ministry of Urban Development, Smart City Mission on 04th July, 2016 and GR dated 6th day of July, 2017, 5% of the total grants received from State and Central Government, can be permitted to be utilized for administrative expenditure, The copy of said GR dated 06.07.2017 is attached herewith, BOD may take note of the same and accord its approval to:

- a) The Human Resource Policy
- b) The Organizational Structure
- c) The Establishment Schedule and
- d) The Statement of estimated Annual Expenditure

Based on the proposed number of posts and Fixed pay, the monthly and annual estimated expenditure is worked out. It is annexed herewith. It comes to Rs. 4,20,00,000 (In words Rs. Four crore Twenty lacs only) which is within the stipulated limits mentioned in the GR dated 6th July 2017.

The detailed proposal is attached herewith for consideration and approval.

BOD may pass the following resolution(s) with or without modification(s) as deem fit.

DRAFT RESOLUTION

“RESOLVED THAT the BOD has accorded its approval to the Human Resource Policy.”

“FURTHER RESOLVED THAT the BOD has accorded its approval to the Organizational Structure.”

“FURTHER RESOLVED THAT the BOD has accorded its approval to the Establishment Schedule.”

“FURTHER RESOLVED THAT the BOD has accorded its approval to the Statement of estimated Annual Expenditure.”

“FURTHER RESOLVED THAT BOD has taken note of Government of Maharashtra, GR dated 6th July, 2017 and accorded its approval to the estimated annual expenditure to the tune of Rs. 4,20,00,000/- (In words Rs. Four crore Twenty lacs only), subject to the limits specified in the said GR.”

“RESOLVED FURTHER THAT CEO, NSSCDCL be and is hereby authorized to do all the needful in order to implement the resolution with an immediate effect.”

Nagpur Smart And Sustainable City Development Corporation Limited

Board Note

Item No. 9	To discuss, consider and authorize CEO to sign all statutory documents in terms of submitting information/ application physically or electronically.
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In order to facilitate the day to day administrative affairs of SPV, CEO needs to be duly authorized to sign physically or electronically, certain statutory applications, forms, documents and papers to avoid delay in submission of requisite application, forms, documents and papers.

In view of above it is proposed to authorize CEO for signing statutory correspondences with following departments:-

- Registrar of Companies;
- Income Tax, Professional Tax, GST and any other tax levied by any lawful authority;
- Various departments of Government of Maharashtra;
- Various departments of Government of India

BOD may pass the following resolution(s) with or without modification(s) as deem fit.

DRAFT RESOLUTION

“RESOLVED THAT CEO NSSCDCL be and is hereby authorized to sign physically or electronically certain statutory applications, forms, documents and papers to avoid delay in submission of requisite applications, forms, documents and papers.”

“RESOLVED FURTHER THAT CEO of the company be and is hereby authorized for making statutory correspondences with following departments:-

- Registrar of Companies;
- Income Tax, Professional Tax, GST and any other tax levied by any lawful authority;
- Various departments of Government of Maharashtra;
- Various departments of Government of India

Nagpur Smart And Sustainable City Development Corporation Limited

Board Note

Item No. 10	To discuss, consider, and Approve the Financial Statements of the SPV for the Financial Year ended 31.03.2017.
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Pursuant to the provision of Section 2(41) of Companies Act, 2013 “Financial Year”, in relation to any company or body corporate, means the period ending on the 31st day of March every year, and where it has been incorporated on or after the 1st day of January of a year, the period ending on the 31st day of March of the following year, in respect whereof financial statement of the company or body corporate is made up.”

NSSCDCL incorporated on 1st July, 2016, accordingly the First Financial year of NSSCDCL would be starting from 01/07/2016 to 31/03/2017, of which BOD shall take due note.

Accordingly, BOD discuss, finalize and approve the Financial Statements of the SPV for the year ended on 31.03.2017 and the approved financial statements will be submitted to the Statutory Auditors of the SPV for Audit.

BOD may pass the following resolution(s) with or without modification(s) as deemed fit.

DRAFT RESOLUTION

“RESOLVED THAT the draft balance sheet of the Company as at March 31, 2017 and the Statement of profit and loss of the Company for the year ended as on the said date be and are hereby finalized, considered and approved.”

“RESOLVED FURTHER THAT CEO of the company is hereby authorized to take all necessary steps in this regard.”

Nagpur Smart And Sustainable City Development Corporation Limited

Board Note

Item No. 11	To discuss, consider and fix the Day, Date, Time and Place of the 1st Annual General Meeting of the SPV.
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In pursuant to the Provisions of Section 96 of Companies Act, 2013 read with rules made thereunder, the First Annual General Meeting shall be held within a period of 9 months from the date of closure of First Financial Year.

NSSCDCL incorporated on 1st July, 2016, accordingly the First Financial year of NSSCDCL would be starting from 01/07/2016 to 31/03/2017, Thus the due date of First Annual General Meeting of NMRCL shall be 30th December, 2017, of which BOD may take due note.

Further CEO propose that the First Annual General Meeting of the SPV will be held on ____ day of _____, 2017 and the Notice of the same will be dispatched to the Members in the stipulated time period as per the provisions of Section 101 of Companies Act, 2013 along with all required Documents.

BOD may pass the following resolution(s) with or without modification(s) as deemed fit.

DRAFT RESOLUTION

“**RESOLVED THAT** the 1st Annual general meeting of the SPV be will be held on ____ day of _____, 2017 at Registered office of the Company situated at _____ on ____.”

“**RESOLVED FURTHER THAT** CEO of the company is hereby authorized to take all necessary steps in this regard and to update BOD.”

Nagpur Smart And Sustainable City Development Corporation Limited

Board Note

Item No. 12	Any other business with the permission of Chair.
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