

AGENDA ITEMS FOR THE SIXTH BOARD MEETING OF THE BOARD OF DIRECTORS OF SMART KALYAN DOMBIVLI DEVELOPMENT CORPORATION LIMITED TO BE HELD ON WEDNESDAY, 27TH DECEMBER, 2017 AT 4.00 P.M AT SECOND FLOOR, SARVODAYA MALL, NEAR APMC MARKET .KALYAN (WEST), THANE-421301.

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ITEM NO: 1

TO GRANT LEAVE OF ABSENCE TO ANY ABSENT DIRECTORS:

The Board may grant a leave of absence to the following Directors from attending the Board Meeting:

- 1.
- 2.
- 3.

Accordingly, the Board may consider the same and pass the following resolution in this regard:-

“RESOLVED THAT leave of absence from attending this meeting be and is hereby granted to Shri _____& Shri_____, the Directors of the Company.”

ITEM NO: 2

TO READ, CONFIRM AND NOTE THE MINUTES OF THE PREVIOUS BOARD MEETING OF THE COMPANY HELD ON THE COMPANY HELD ON 07TH SEPTEMBER, 2017. (ANNEXURE I)

The Board of Directors may confirm and note the Minutes of the 5th Board Meeting held on **07th September, 2017**.

A copy of the signed Minutes of the 5th Board Meeting is attached as " **Annexure 1**" to this Agenda.

The Board may pass the following resolution with or without modifications, as deem fit:

"RESOLVED THAT the Minutes of the 5th Board Meeting held on 07th September, 2017 at 4.00 PM. at the Registered Office of the company, as placed before this Board be and is hereby confirmed and noted and that the Chairman, be and is hereby authorized to sign and authenticate the same."

MINUTES OF THE 5th MEETING OF THE BOARD OF DIRECTORS OF SMART KALYAN DOMBIVLI DEVELOPMENT CORPORATION LIMITED HELD ON THURSDAY, 07th SEPTEMBER, 2017 AT 4:00 PM AT COMMISSIONERS CONFERENCE ROOM, KALYAN DOMBIVLI MUNICIPAL CORPORATION, ADMIN BUILDING, SHIVAJI CHOWK, KALYAN (WEST) 421301

Directors Present:

Shri U. P. S. Madan	Chairman
Shri P Velrasu	Director & Chief Executive Officer
Shri Rajendra Deolekar	Director
Shri Rajesh More	Director
Shri Ramesh S. Mhatre	Director
Shri Varun Patil	Director
Shri. Mandar. Halbe	Director

By Invitation:

Dr. S. H. Shinde	DCP, Representing Commissioner of Police,
Shri Pramod Kulkarni	City Engineer, KDMC
Shri Digvijay Chavan	Chief Financial Officer
Shri Tarun Juneja	Executive Engineer, KDMC
CS .D. A. Kamat	Practicing Company Secretary, D. A. Kamat & Co

All Directors and Invitees were physically presented for the Meeting.

Shri U. P. S. Madan, Chairman occupied the Chair.

The quorum being present, the Chairman commenced the Meeting.

Prior to the commencement of the Agenda, Shri U.P.S. Madan, the Chairman of the meeting welcomed Shri P Velrasu, IAS as the new Chief Executive Officer on the Board of the Smart Kalyan Dombivli Corporation Limited in place of Shri E. Ravendiran, IAS. Further, the Board of Directors also appreciated the work and contribution made by Shri E. Ravendiran, IAS in the functioning and progress of the Company.

Item No.1:

To grant a leave of absence to any absent Directors:

The Board was informed that Shri S. Anbarasan and Shri Mahendra Kalyankar have sought leave of absence, by communicating in written applications due to their prior commitments from attending the Meeting. Further, Shri Parambir Singh absence was also informed by Dr. S.H. Shine who attended the meeting on his behalf as the representative for attending the meeting. The Board took note of the same.

Further, the Board was briefed that in terms of the provisions of Section 167 of the Companies Act, 2013, as applicable to the Company, the office of the Director shall become vacant when any concerned Director absents himself from all the Meetings of the Board of Directors held during a period of 12 months calculated from the date of his appointment with or without seeking leave of absence of the Board.

Taking into consideration the applicability of Section 167(b) of the Companies Act, 2013 CS. D.A. Kamat, informed the Board that Shri Pravin Darade and Shri Parambir Singh were appointed as the Nominee Directors on the Board of Directors of the Company, in the 1st Board Meeting held on 21st September, 2016. However, since both these Directors have not attended any Meeting of the Board of Directors due to their pre-occupations held during the 12 months since their date of appointment respectively, their positions as Directors would be deemed to have been vacated with effect from 21st September, 2017.

CS D.A. Kamat, brought to the knowledge of the Board that as per the provisions of Section 161 of the Companies Act 2013, the Board has an authority to consider and approve the re-appointment of Shri Pravin Darade and Shri Pramabir Singh as Nominee Directors on the Board of Directors of the Company, in order to comply with the composition of the Board of Directors as required under the Order 7(1) of the **GR No. Smart C- 2016/No. 58/Ward No.261/Navi-23** received from the Government of Maharashtra (Urban Development Department) dated 18th June, 2016 and the Articles of Association of the Company.

Shri. U. P. S. Madan, the Chairman of the meeting suggested to the Board that taking into view the implications and effect of the Section 167, the Company should write a letter to the State Government /UD to re-nominate Shri Pravin Darade and Shri Pramabir Singh as Nominee Directors on the Board of Directors of the Company. He further directed Shri P Velrasu, CEO to correspond with the State Government in this regard at the earliest.

The Board discussed the same and consented to the suggestions given by the Chairman.

The Board granted Leave of Absence to the following Directors, who had sought the same:

1. Shri. Param Bir Singh.
2. Shri. Pravin Darade.
3. Shri. Mahendra Kalyankar
4. Shri. Nandu Mahtre
5. Shri. S. Anbarasan

The Board passed the following resolution in this regard:

Resolution No 5 (1)/16-17

“RESOLVED THAT leave of absence from attending this meeting be and is hereby granted to Shri Param Bir Sing, Shri Pravin Darade, Shri Mahendra Kalyankar, Shri Nandu Mahtre and Shri S. Anbarasan the Directors of the Company.”

Item No. 2:

To read, confirm and note the minutes of the previous Board Meeting of the Company held on the Company held on 22nd May, 2017

The Minutes of the 4th Board Meeting of the Company held on 22nd May, 2017 were circulated with the Agenda to all the Directors on the Board of the Company. The Chairman invited any comments on the same from the Directors. There being no comments or suggestions, the Board passed the following resolution unanimously:

Resolution No 5 (2)/16-17

“RESOLVED THAT the Minutes of the 4th Board Meeting held on 22nd May, 2017, at 4.00 PM. at the Registered office of the company, as placed before this Board be and is hereby confirmed and noted.

Item No 3.

To take note of Action Taken Report for the Company for all the Previous Board Meeting.

The Action Taken Reports for the 1st Board Meeting and 2nd Board Meeting and 3rd Board Meeting and 4th Board Meeting were circulated to all the Members, along with the Agenda. The Board discussed the same in detailed.

In furtherance, to their discussion Shri. U. P. S. Madan, the Chairman of the Board provided his suggestions and recommendations on the Agenda Item.16: To consider the approval for inviting tenders for CCTV based city surveillance on behalf of KDMC as per the DPR of KDMC Area CCTV based City Surveillance which is approved by Government of Maharashtra in order to accelerate the assignment which was already approved in the 3rd Board Meeting held on 3rd March, 2017. The Chairman advised the Board that the Company should undertake the correspondence with the State Government, UD Department, IT Department and Home Department in regards for releasing the funds for the installation of CCTV cameras in the city in accordance to the decision taken in the State Level High Point Committee.

On this suggestions, Shri P Velrasu, CEO consented to his views and assured the Board that the Company will commence follow up for the same with concerned Statutory and authorized departments in this regard.

The Board also agreed to go ahead with the advised given by Shri .U.P.S. Madan, Chairman and noted the same.

Item No.4:

To take consider and note of the Appointment of M/s. G.D.J. and Associates as an Internal Auditor and their remuneration fixed for the Financial year 2016-17.

The Board was informed that in their 2nd Board Meeting, the Board of Directors had passed a resolution for floating a tender and inviting applications for appointment of an Internal Auditor for the Company and accordingly, based on the tender received, M/s **G.D.J. and Associates, Chartered Accountants, FRN: 134097W** was selected as the Internal Auditors for the Financial Year 2016-17 at a remuneration of Rs. 38,999/- per annum plus taxes if applicable.

In furtherance to this the Board was also requested to take note of the Appointment Letter and Scope of Work of an Internal Auditor which were attached as Annexure to the agenda.

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

Resolution No 5 (3)/16-17

"RESOLVED THAT, pursuant to the provisions of Section 138 of the Companies Act, 2013, read with the provisions of the Memorandum and Articles of Association of the Company, the consent of the Board of Directors be and is hereby accorded for the appointment of M/s G. D. J. & Associates, Chartered Accountants, bearing Firm Regn No. FRN: 134097W for the Financial Year 2016-17 at a remuneration of Rs. 38,999/- per annum plus applicable taxes"

"FURTHER RESOLVED THAT, in pursuance to the provisions of Section 117 read with Section 179 of the Companies Act, 2013, the CEO or any of the Directors of the Company, be and are hereby authorized to file the necessary e-forms with the Registrar of Companies, Maharashtra and to undertake all the necessary steps, in this regard."

Item No.5:

To take note of the Circular Resolution passed on 5th June, 2017

The Board was requested to take note of the following Circular Resolutions passed by the Board of Directors of the Company on 5th June, 2017 which were as follows:

A) CIRC.NO.(1)/2017-18

To consider the Cessation of Office of Shri. E. Ravendiran (Din: 07550542) as the Director and CEO of the Company with effect from 24th May, 2017.

"RESOLVED THAT, pursuant to the provisions of Section 167 of the Companies Act, 2013 and other applicable provisions, and in terms of the Articles of Association of the Company and on account of the Government of Maharashtra Government Resolution. No अ.शा.प्र.स. ५३ओ-११५/५/२०१७/४८४ dated 24.05.2017, the Board of Directors be and hereby take note of the cessation of office of Shri E. Ravinderan as the Director and CEO of the Company with effect from 24.05.2017 on account of his transfer."

"FURTHER RESOLVED THAT, the Board place on record its appreciation for the guidance and services provided by Shri E. Ravinderan, IAS during his tenure on the Board of Directors."

"FURTHER RESOLVED THAT, any one of the Directors be and is hereby authorised to undertake all the necessary steps for the purpose of giving effect to the above resolution and to file the necessary e-forms with the Registrar of Companies, Maharashtra, Mumbai."

B) CIRC.NO.(2)/2017-18

To appoint of Shri P Velrasu, IAS as the Additional Director of the Company with effect from 01st June, 2017

"RESOLVED THAT, pursuant to the provisions of Section 161 of the Companies Act, 2013, read with the provisions of Article 12 of the Articles of Association, and in terms of the Order 7(1) (d) of the GR No. Smart C- 2016/No. 58/Ward No.261/Navi-23 received from the Government of Maharashtra (Urban Development Department) dated 18th June, 2016, read with the Government of Maharashtra G. R. ~~अ.आ.प.स.प.स. - ११७/१/२०१६/५४~~ dated 24. 05. 2017, the consent of the Board of Directors be and is hereby accorded for the appointment of Shri P. Velrasu (DIN: 07839013) as the Additional Director of the Company with effect from 01.06.2017."

"FURTHER RESOLVED THAT, any one of the Directors be and is hereby authorised to undertake all the necessary steps for the purpose of giving effect to the above resolution and to file the necessary e-forms with the Registrar of Companies, Maharashtra, Mumbai.

C) CIRC.NO.(3)/2017-18

To grant in-principle Approval for the Appointment of Shri P Velrasu, IAS as the Chief Executive officer (CEO) of the Company , subject to the approval of the Government of Maharashtra .

"RESOLVED THAT, pursuant to the provisions of the Article No.12.10 (A) of the Articles of Association of the Company and in terms of the Government Decision No. Smart C.- 2016/No. 58/Ward No.261/Navi-23, dated 18th June, 2016 issued by Urban Development Department, Government of Maharashtra, in this regard, the Board be and hereby grants its In-principle approval for the appointment of Shri P. Velrasu, IAS as the Chief Executive Officer of the Company, subject to the necessary statutory approvals from the Government of Maharashtra."

"FURTHER RESOLVED THAT, any one of the Board of Directors or the Chief Financial Officer, be and is hereby authorized to make the necessary application for the purpose of obtaining the Statutory Approval from the Government of Maharashtra for the appointment of Shri P. Velrasu, IAS as the Chief Executive Officer of the Company."

"FURTHER RESOLVED THAT, the appointment of Shri P. Velrasu, IAS as the Chief Executive Officer of the Company, shall be effective from the date of the approval of the Government of Maharashtra, in this regard."

The Board noted the above Resolution by Circulation passed on 5th June, 2017.

Item No.6

To take note of State Government approval received for appointment of Shri. P Velrasu as CEO of the SKDCL.

Shri P Velrasu, being interested in the said agenda item, did not participate in this proceedings for the said item and was not considered for determining the quorum of the Board Meeting.

The Board was requested to take note of the approval received from the Government of Maharashtra, towards appointment of Shri P Velrasu, IAS & Commissioner, Kalyan Dombivli Municipal Corporation as the Chief Executive Officer on the Board of the Smart Kalyan Dombivli Development Corporation Limited in place of Shri E Ravendiran pursuant to the GR received on 24.05.2017. Further, the Board was informed that as per the Government Order, for the purpose of administrative convenience, the Commissioner of KDMC would henceforth be nominated as the CEO of the Company, without requiring further approval from the Government of Maharashtra.

The copy of the Government approval was circulated to the Board of Directors along with the said agenda to the Board members for their information.

Accordingly, the Board took note of the same and passed the following resolution in this regard:

Resolution No 5 (4)/16-17

"RESOLVED THAT, in furtherance to the Circulation Resolutions CIRC, NO. (2)/2017-18 & CIRC, NO. (3)/2017-18 passed by the Board on 5th June, 2017 and the approval accorded by the Government of Maharashtra, vide their resolution no. Smart City 2017/Pr. Kr.442/Navi Mumbai 23 dated 4th July, 2017, the Board of Directors, be and hereby take note of the Government Approval, nominating the Commissioner, Kalyan Dombivli Municipal Corporation as the CEO of the Company"

To note the Change in the of Board of Directors.

7A. Appointment of Shri P. Velrasu as a Chief Executive Officer of the Company on an ex-officio basis and as a Key Managerial Personnel of the Company.

Shri P Velrasu, being interested in the said agenda item, did not participate in this proceedings for the said item and was not considered for determining the quorum of the Board Meeting.

The Board was requested to take note of the Government Resolution received by the Company vide its order no अ.श.प.क. ५३आ-१११७/५/२०१७/४६ from General Administrative Department dated 24th May, 2017 which stated the appointment of Shri P Velrasu, IAS as The Municipal Commissioner of KDMC in place of Shri. E .Ravendiran, IAS with effect from 24.05.2017 and in accordance to this Shri P Velrasu, IAS took the Charge from the former Commissioner of KDMC Shri. E.Ravendiran, IAS

The Board was further briefed that as per as per the Order 7(1) of the GR. **No. Smart C. - 2016/No. 58/Ward No.261/Navi-23** received from the Government of Maharashtra (Urban Development Department) dated 18th June, 2016 and Article 12.1 of Articles the Municipal Commissioner of the KDMC will hold the position of the Nominee Director on the Board of the Smart Kalyan Dombivli Development Corporation Limited by ex-officio effect. Further, in terms of the Government of Maharashtra resolution no. Smart City 2017/Pr. Kr.442/Navi Mumbai 23 dated 4th July, 2017 the Municipal Commissioner of KDMC shall be the Chief Executive Officer of the Company.

Further, the Board was requested to note that Shri P. Velrasu was appointed as a Nominee Director on the Board and an In-principle approval for his appointment as a CEO of the Company was approved by the Board by means of a Circular Resolution on 5th June 2017.

The copy of the GR was attached as annexed to the agenda for the perusal of the Board of Directors. The Board took note of the same.

After the discussion the following resolution for approving the appointment of Shri P. Velrasu as a Chief Executive Officer and Key Managerial Personnel, on an ex-officio basis .

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

Resolution No 5 (5)/16-17

"RESOLVED THAT, pursuant to the provisions of Section 196, 203 of the Companies Act, 2013, read with the applicable rules and regulations issued in this regard and the provisions of the Articles of Association of the Company, and in pursuance to the Government of Maharashtra resolution no. Smart City 2017/Pr. Kr.442/Navi Mumbai 23 dated 4th July ,2017 issued in this regard, Shri P. Velrasu, Municipal Commissioner, KDMC, be and is hereby appointed as the Chief Executive Officer and Key Managerial Personnel of the Company, on an ex-officio basis with immediate effect."

"FURTHER RESOLVED THAT, the above appointment shall be subject to the terms and conditions as laid down by the Government of Maharashtra in this regard or as may be decided by the Board of Directors from time to time."

"FURTHER RESOLVED THAT, any one of the Directors be and is hereby authorized to file the necessary forms with the ROC and to undertake all the necessary steps to give effect to the above resolution."

7B.To take note of the Nomination received for the appointment of Shri Mandar Halbe as a Nominee Director of the Company in place of Shri Prakash Bhoir

Shri Mandar Hable, being interested in the said agenda item, did not participate in this proceedings for the said item and was not considered for determining the quorum of the Board Meeting.

Shr. U. P. S. Madan, the Chairman of the Meeting and all the other directors of the Board welcomed Shri. Mandar Hable as the Nominee Director on the Board of the Company .Further the Board appreciated and acknowledged the significant contribution made by Shri Prakash Bhoir in the operations of the Company.

The Board was informed that in term of the Order. 7(1) of the GR. **No. Smart C- 2016/No. 58/Ward No.261/Navi-23** received from the Government of Maharashtra (Urban Development Department) dated 18th June, 2016 and the Articles of Association, the Leader of the Opposition, in the Kalyan Dombivili Municipal Corporation shall be one of the Nominee Directors on the Board of Directors of the Company.

Further, the Board was requested to note that KDMC in its General Meeting held on 20th July, 2017, appointed Shri Mandar. Halbe (DIN: 07894232) as a Leader of Opposition, in place of Shri Prakash Bhoir, w.e.f 20/07/2017 and therefore, Shri Mandar Halbe was appointed as the Nominee Director on the Board of Directors of the Company.

The Board took note of the copy of the Minutes of the General Meeting which was attached to the agenda for the perusal of the Board of Directors. The Board also took note of the present current composition of the Board of Directors.

The Board after discussion passed the following resolution in this regard:

Resolution No 5 (6)/16-17

"RESOLVED THAT, pursuant to the provisions of Section 161 of the Companies Act, 2013, read with the Article 12 of the Companies Act, 2013, and the Order 7(1) of the GR **No. Smart C- 2016/No. 58/Ward No.261/Navi-23** received from the Government of Maharashtra (Urban Development Department) dated 18th June ,2016, the Board took note of the withdrawal of nomination of Shri Prakash Bhoir as the Nominee Director on the Board of Directors of the Company with effect from 20.07.2017"

"FURTHER RESOLVED THAT, in terms of the Resolution No. ~~भयवशातून संभा ५-०३ दि. २०१६~~ passed by the Kalyan Dombivili Municipal Corporation, Shri Mandar Halbe, (DIN:07894232) who has been appointed as the Leader of the Opposition in the

Corporation, be and is hereby appointed as the Nominee Director on the Board of Directors with immediate effect."

"**FURTHER RESOLVED THAT**, any one of the Directors or CEO or CFO be and is hereby authorized to file the necessary resolutions for the purpose of registering the aforementioned appointment and withdrawal of nomination with the Registrar of Companies and to undertake all the necessary steps in this regard."

Item No.8:

To take note of following Share Transfers of the company

A) To approve the transfer of shares of the Company from Shri E. Ravendiran to Shri P Velrasu

The Board was informed that in terms of Government Resolutions, the Commissioner of the KDMC would be appointed as Nominee Director of the Company and holds 24995 Equity shares of the Company as the Representative on behalf of the KDMC. Accordingly, on account of Government Resolution received by the Company vide its order no ~~24-95-2017-1914/48~~ from General Administrative Department dated 24th May, 2017 Shri P Velrasu, Commissioner, KDMC is appointed as the Nominee Director, in place of Shri E. Ravendiran. Accordingly it was required to transfer 24995 Equity shares held by Shri E. Ravendiran to Shri. P. Velrasu.

The Board was requested to consider and approve the transfer.

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

Resolution No 5 (7) (A)/16-17.

"**RESOLVED THAT** subject to the provisions of Section 56 of the Companies Act, 2013 read with Companies (Share Capital and Debentures) Rules, 2014 and the Memorandum and Articles of Association of the Company, the Board of Directors be and hereby approved the following transfer of shares:-

Details of the Transferor		Details of the Transferee		No of Shares
Folio No	Name	Folio No	Name	
1	Shri E. Ravendiran	1	Shri P Velrasu	24995

"**FURTHER RESOLVED THAT** any one of the Directors be and is hereby authorized to make the necessary entries in the Register of Members and Register of Share Transfers and issue the Share Certificates to the transferee and to undertake all the necessary acts for the purpose of giving effect to the resolution, in all respects."

B) To approve the transfer of shares of the Company from Shri. Prakash Bhoir to Shri Mandar Halbe

The Board was requested to note that since Shri. Mandar Halbe is appointed as the Leader of Opposition, Kalyan Dombivli Municipal Corporation in place of Shri. Prakash Bhoir who was the first Director of the Company on the Board of Directors of the Company, since incorporation.

Further, the Board was also informed that the one share held by Shri Prakash Bhoir will be required to be transferred to Shri Mandar Halbe as per the provisions of Section 56 of the Companies Act, 2013 read with Companies (Share Capital and Debentures) Rules, 2014 and the Memorandum and Articles of Association of the Company.

The Board was requested to consider and approve the transfer and passed the following resolution in this regard:

Resolution No 5 (7) (B)/16-17

"RESOLVED THAT subject to the provisions of Section 56 of the Companies Act, 2013 read with Companies (Share Capital and Debentures) Rules, 2014 and the Memorandum and Articles of Association of the Company, the Board of Directors be and hereby approved the following transfer of shares:-

Details of the Transferor		Details of the Transferee		No of Shares
Folio No	Name	Folio No	Name	
5	Shri Prakash Gopinath Bhoir	5	Shri. Mandar Halbe	1

"FURTHER RESOLVED THAT any one of the Directors be and is hereby authorized to make the necessary entries in the Register of Members and Register of Share Transfers and issue the Share Certificates to the transferee and to undertake all the necessary acts for the purpose of giving effect to the resolution, in all respects."

Letter received from the Office Of The Comptroller And Auditor General Of India regarding Statutory Audit of Smart Kalyan Dombivli Development Corporation Limited as per the provision of section 135 (5) of the Companies Act,2013.

The Board of Directors was informed that the Company has received a Letter No. 55203/CA-V/94-2016 dated 3rd May 2017 which was as Annexure IX stating that in line with the clarifications issued by Ministry of Corporate Affairs (MCA) to their Office on 29th December 2016, any equity stake held by the Local Body or Municipality may not be treated at par with the equity stake of a State or Central Government for the purpose of reckoning as to whether a company is a Government Company within the meaning of Section 2(45) of the Companies Act, 2013.

Accordingly, in the opinion of the Office of the Comptroller & Auditor-General (C&AG), since the Company is not a Government Company as defined U/s 2(45) of the Companies Act, 2013, the Office of the C&AG has decided to not appoint a Statutory Auditor U/s 139(5) and 139(7) of the Companies Act, 2013 for the Financial Year 2017-18 onwards.

Further, the Board was briefed that C&AG in the aforementioned letter, has not commented on the status of the supplementary audit for the Financial Year 2016-17 for which the Statutory Auditor has already been appointed by their office.

The Board was further informed that the Company has been incorporated on the basis of the Government Decision No. Smart C- 2016/No. 58/Ward No.261/Navi-23 received from Government of Maharashtra, Urban Development dated 18th June 2016 and the composition of the Board of Directors of the Company are as per the Directions of the Government of Maharashtra. The Shareholding pattern of the Company at present is held equally (50% each) by Government of Maharashtra and Kalyan Dombivili Municipal Corporation (KDMC) respectively, in pursuance to the above Order. Further, the Company has been registered with the Registrar of Companies, Maharashtra, Mumbai as a State Government Company.

In furtherance to this the Board was also briefed about the General Circular No. 33/2014 dated 31st July, 2014 issued by the MCA wherein the MCA clarified that any Government Company or any other company owned or controlled, directly or indirectly by the Central Government or by any State Government or Governments shall require their Statutory Auditors to be appointed by the C&AG U/s 139(5) and 139(7) of the Companies Act, 2013. Further, the Circular goes on to explain that the term "control" shall be required to be interpreted as per the definition given U/s 2(27) of the Companies Act, 2013 and thus documents like Articles of Association and Shareholders Agreement envisaging control are to be taken into account while deciding whether an Individual company other than those referred directly held by Government is covered U/s 139(5) and 139(7) of the Companies Act, 2013.

The Board is also requested to note that in terms of Section 395 of the Companies Act, 2013, since the Government of Maharashtra holds 50% of the shareholding in the Company, the Annual Report on the workings and affairs of the Company shall be required to be placed before both the Houses of the State Legislature within three months of the Annual General Meeting, along with the comments given by the Comptroller & Auditor-General of India and the Audit Report issued by C&AG U/s 143(6) of the Companies Act, 2013.

The Board was also concerned about the fact if the Company ceases to be a State Government Company on account of the aforementioned clarification/ Letter, then the provisions and

exemptions available to Government Companies under the Companies Act, 2013 shall cease to exist, including the appointment of Statutory Auditors by C & AG at the 1st Annual General Meeting of the Company.

Further, CS D.A. Kamat, informed the Board if the status of the Company, in accordance with the above interpretations, is required to be amended to a "Non -Government Company", the following actions will be required to be initiated:

- Amendment of the status of the Company from a State Government Company to a Non-Government Company in the records of the Registrar of Companies, Maharashtra, Mumbai
- Appointment of a Statutory Auditor in the 1st AGM for a period of 5 years, subject to ratification at every AGM, U/s 139(1) of the Companies Act, 2013.

In furtherance to the above detailed matter the Board raised a query whether the other Smart cities has received the CAG Letter on similar grounds. The Board was informed that as per the information received from the CAG other smart cities also received the same intimation. The Board further discussed the criteria for being a Government Company wherein it was explained that the "Government Company" means any Company in which not less than 51% (fifty one per cent) of the paid-up share capital is held by the Central Government, or any State Government or Governments, or Partly by the Central Government and partly by one or more State Governments, or includes a Company which is a Subsidiary Company of such a Government Company.

Based on this explanation Shri U.P. S. Madan, Chairman and Shri P. Velrasu, the Chief Executive Officer of the Company suggested the Board that the company can increase the 50% of the equity shareholding of the State Government by 1% and accordingly, Smart Kalyan Dombivli Corporation Limited can regain the Status of the Government Company once the holding of the State Government becomes 51% or more in equity capital of the company.

In furtherance to the suggestion given by the Chairman and the CEO, the Board also accorded and consented that the Company should retrieve the status of the Company as the Government Company. Further the Board had a discussion and asserted the fact that the Company is certainly a Government company as the State Government controls directly or indirectly all the affairs of the company, Composition of Board of directors, the shareholding pattern of the company is also constituted as per the GR no Smart City-2016 /anus -58/p.No261 Navi-23 of Government of Maharashtra on Smart City dated 18/06/2016 issued by the Government.

Shri U.P. S. Madan, Chairman and Shri P. Velrasu, the Chief Executive Officer of the Company proposed to the Board that the Company may take the matter in writing to the State Government of Maharashtra with a copy to the Office of Comptroller & Auditor General and any other Statutory Authority, as may be required in this regard to identify and maintain the status of the Company as a State Government Company.

Further, it was proposed to the Board of Directors to authorize the CEO and the CFO to communicate and correspond on the said matter with the respective Statutory Authorities.

The Board discussed the matter in detail and passed the following resolution in this regard:

Resolution No 5 (8)/16-17

"RESOLVED THAT, the consent of the Board of Directors be and is hereby accorded to authorize Shri. P Velrasu, CEO and Shri Digvijay S. Chavan, CFO as the primary authorized signatories to file necessary papers, documents, records and do all such acts as may be required for the purpose of communicating and corresponding with State Government and any other Statutory Authority on behalf of the Company from time to time in future as and when required to retrieve and continue the Status of the Smart Kalyan Dombivli Development Corporation Limited as a State Government Company."

Item No.10

To take note of the Government Resolutions vide letter No. Smart City- 2217/Sr. No.- 10/Navi-23 which is issued by the Ministry of Urban Development, the Government of India.

The Board of Directors was informed that the company has received the Government Resolutions vide letter No. Smart City-2217/ Sr. No.- 10/Navi-23 dated 06.07.2017 which is issued by the Ministry of Urban Development, the Government of India. The copy of the same was circulated with the agenda for the information of the Board member:

The Board was briefed in detail on the aforementioned GR and the Board took note of the same.

Item No.11,

To take note of the Resolution passed in the General Meeting of KDMC for Town Planning

The Board Members was requested to take note of the resolution passed in the General Body Meeting of KDMC for Town Planning Scheme dated 20/04/2017 which was attached as annexure to the agenda. Shri P Velrasu, CEO briefed the Board about the resolution approved. In addition to this he informed the Board that the Town Planning Scheme is proposed to be incorporated in the Gazette. The press release for the Town planning Scheme has been published in newspaper was annexed. He further added that the Government of Maharashtra has been requested to Gazette the Town Planning Scheme. After the publication of Gazette the procedures as per the MRTTP Act 1966 will be initiated. Further, the time frame and procedure for implementation of Town Planning Scheme will be done as per the MRTTP Act, 1966.

The Board took note of the same.

To take note of the appointments made and contracts entered by the Smart Kalyan Development Corporation Limited with the various Contractors for providing their respective Consultancy services to the Company.

The Board was informed that in furtherance to the resolution passed in the last Board Meeting held on 22nd May, 2017 the Company has appointed and entered in the contracts with the various Consultants for providing their respective Consultancy services which were as follows:

SR.NO	NAME OF CONSULTANTS	PURPOSE
1	M/s Delhi Integrated Multi Modal Transit System Limited and M/s Tracebel Engineering Private Limited ,(Consortium)	Preparation of Feasibility study & Detailed Project Report and Providing construction supervision and Management Services for Kalyan station Precinct
2	M/S CRISL Risk & Infrastructure Solutions private Limited	Principal Consultant for Strategic advisory and project management support to SKDCL for implementation of Kalyan Dombivli Smart City Proposal.

The Board was also requested to take note of the Appointment Letters and Contract signed between them and the Company which were attached as annexure to the agenda.

The Board after detailed study of the concerned documents inquired the current status of assignments allotted to the respective Contractors. Further, Shri Mandar Halbe also requested to provide information to the Board on the current position of Detailed Project Report of both the Contractors. He also showed the concern that the DMITS team should undertake their assignments expeditiously and the same should be placed before the Board for its view and recommendations.

Further, Shri Rajendra Deolekar, Shri Rajesh More, Shri Ramesh Mahtre and Shri Varun Patil advised the CRISIL team to speed up the project and related work in order to accomplish the goals of the Company. They further stated that the both the Contractors should undertake their assignments promptly as there are operating to make a SMART CITY and any delay in the same will be responsibility of the administration.

In furtherance to this Shri P Velrasu, Chief Executive Officer briefed the Board that the DPR of both the Contractors are at a Preliminary stage. He further added the first draft of the Inception Report from DMITS is ready and same was presented to him on 06.09.2017 which was examined by him and certain suggestions have been recommended to the DMITS officials to incorporate in its report. Shri P. Velrasu aforementioned that the DMITS Report along with its presentation will be placed in front of the Board in its next Board meeting for its approval.

In context to the Inception Report of CRISIL, Shri P Velrasu explained the Board that the appointment of CRISIL as a Principal Contractors for Strategic advisory and project management support to SKDCL for implementation of Kalyan Dombivli Smart City Proposal was executed on 02.08.2017 i.e last month therefore they are in process of finalizing the Inception Report at a Preliminary Stage. Further, he also assured the Board that all the activities related to their project are on proper track.

Shri U.P.S. Madan, Chairman concluded that the respective Contractors should undertake and complete their task on time.

The Board took note of the same.

Item No.13:

To take note of the GST Certificate of Provisional Registration received by the Company under Goods and Service Tax and GR received from the State Government dated 19th August, 2017 stating various provisions and implementations applicable in the on-going projects/contractors or work under GST Act.

The Board was informed that in furtherance to the resolution passed in the Second Board Meeting held on 27th December, 2017 the Company has obtained GST Registration under Good and Service Tax (GST) Act and Regulation.

The Board was informed that GST has come into force w.e.f from 01.07.2017. In furtherance to this the Board was requested to take note that the Company has received a GR from the State Government vide letter No. आयसी-१०१०/प्र.क.१/अग्रान-१ which briefed in detail the various direction, limits, implications and provisions that shall be applicable on the on-going projects, works, contracts of the company on or before 01.07.2017.

On this note the Board had a detailed discussion on this matter and requested to provide the information related to the GST implications and impact it may account or cause on the existing working of projects/contracts.

In this reference, Shri.Pramod Kulkarni, City Engineer, KDMC gave a gist on the on-going projects of the Company , implications on the same on or before 01.07.2017 and other factors like cut-off date, guidelines and related modifications and payment of GST taxes.

The Board took note of the same

Item No.14

To take note of the transfer of Funds of Rs.10 crore from KDMC General Fund Account No. 052011001075 to "Smart Kalyan Development Corporation Limited Account No. 02030100884" as per the Smart Mission Guideline

The Board was requested to note that the as per the Smart City guidelines issued by Central Government, the Local Body Institution i.e (KDMC) is required to contribute its share of 25% to SKDCL account before August 2017. Accordingly, KDMC through its "KDMC General Fund Account No. 052011001075 has transferred Rs.10. Crore from KDMC General Fund Account No. 052011001075 to "Smart Kalyan Development Corporation Limited Account No. 02030100884" as per the Smart Mission Guideline towards part contribution of KDMC share.

The Board took note of the same.

Item No.15

To consider and approve the Fixed Deposit created in ICICI Bank of an amount of Rs. 144 Crores and Rs. 20.00 Crores from SKDCL account No. 0203010088444 under the Scheme of Smart City Mission.

The Board was informed that Company has created Fixed Deposit in ICICI Bank of an amount of Rs. 144 Crores and Rs. 20.00 Crores from SKDCL account No.0203010088444 under the Scheme of Smart City Mission.

Shri P Velrasu, CEO requested the Chief Financial Officer of the Company to brief the Board about the investments made. Shri. Digvijay Chavan, CFO explained the Board that the Company has undertaken following two investments which were as follows:

1. Reinvestment of Matured amount of the Fixed Deposit created of Rs.20 cr (invested for 91 days) out of the Grant received of Rs.135 Cr from the Central and State Government in reference to the GR received vide letter GR. No. Smart City-2017/Chapter No.61/UD-23 dated 01/03/2017.

In furtherance to this investment Shri Chavan, CFO requested the Board to note that fixed deposit was created as per the guidelines given in OM, MOUD, GOI dated 09/08/2016 .He further clarified that taking into consideration the instructions and directives given in the OM funds received shall be deposited only into the authorized bank account in schedule banks.

In addition, to this he specified that the Company has followed the directives given in office vide letter dated 05/04/2017 and invested Rs.20 crore which was initially invested for 91days and on the maturity of the said invested amount the company instructed the Bank to rebook the surplus amount at an interest rate of 6.5% p.a for a tenure of 1 year from the matured date that was 05.07.2017.

2. Grant of Rs.144 crore in reference to the GR received vide letter GR. No Smart City-2017/Chapter.No.220/UD-23 dated 18/05/2017.

Shri Digvijay Chavan requested the Board to take note of the second investment made by the company of Rs.144 Crore for a tenure of one year at an Interest rate of 6.5% p. a from 06/06/2017 in ICICI Bank which was received as grant from the Central and State Government .

In furtherance to both the investment made he requested to note that the maturity proceeds of both the fixed deposit will be credited to the SKDCL's account no. 0203010088444.

The Board took note of the summary given by the Shri Chavan, CFO and discussed the matter in detail.

Shri Mandar Halbe, requested CFO to illustrate him on certain factors like whether there are any procedures and directives that the company needs to follow for undertaking the investment of funds in the Bank, grounds on which the selection of bank is done for investment, any specific rate of interest which prevails as per the current market conditions, whether the surplus of funds can be diverted from one bank account to another bank account in order to fetch more interest in the benefit of the company.

In furtherance to this Shri Chavan, CFO provided clarifications to Shri Hable and the Board that till date the Company has not received any such instructions to invest the funds in a specific bank but the as per GR received vide letter K-L14012/101(02)/2016-SC-111-A from the GOI, Ministry of Urban Development dated 09.08.2016 instructions are given that funds received shall be deposited only into the authorized bank account in Schedule Banks and no such funds shall be transferred out of the authorized bank account of the SPV. He further, added that directives are also been given if in any case the funds already diverted shall be immediately be transferred back to the authorized bank account of the SPV. He further assured the Board that as per the resolution passed in the First Board Meeting held on 22.09.2017 for opening an account with ICICI bank the funds are deposited on the basis of the guidelines, directives given in the GR above and also according to the discussion made and instructions given by the Board of Directors from time to time.

In reference, to this Shri. U.P .S. Madan, Chairman suggested the CFO that before investing the surplus amount of funds it is advisable to call for the proposals from both the private as well as nationalized bank asking them to offer their respective quotations for their Rate of Interest to the Company. Accordingly, the Company can compare the different rate of interests which will be provided by all the banks and invest in the one which provides the maximum Interest rate.

In conclusion to this Shri. Chavan, CFO was advised by the Board that all the investments of surplus funds should be undertaken by following all the directives given in the above GR and simultaneously seek clarifications from Government of Maharashtra in this regard.

The board after deliberate discussion passed the following resolution in this regard:

Resolution No 5 (9)/16-17

"RESOLVED THAT, pursuant to the provisions of section 179(3)(e) and Section 186 and other applicable provisions of the Companies Act, 2013 the consent of the Board of Directors be and is

hereby accorded for the investment and re-invest of Surplus unutilized funds by means of Fixed Deposit in ICICI Bank."

"FURTHER RESOLVED THAT, the Chief Executive Officer and Chief Financial Officer be and is hereby authorized to sign the necessary documents and to give the instructions to invest, re-invest and withdraw from the said funds as per the directions of the Board."

"FURTHER RESOLVED THAT, the Company do accept the terms and conditions as contained in the application form or any other terms and conditions as may be notified by the ICICI Bank in connection with the provisions of product and services offered by the Bank through other channels as phone and internet."

Item No.16.Any other item with the permission of the Chair.

With the permission of the Chairman and majority of the Directors present, the Agenda Item 16(a) and 16(b) was table before the Board.

Item No. 16(a)

To consider the revised and amended Human resource Policy with Service Rules, recruitment and promotion policy etc. for recruitment of manpower for undertaking The Smart City Project.

In furtherance to the resolution passed for the approval of HR policy in the Previous Board Meeting held on 22.05.2017 the Board is requested to note that taking into consideration the PAN City Module which is broadly an IT oriented. It was necessary to undertake the recruitment of IT officials in SKDCL and therefore in accordance to these requirements certain amendments and modifications were done in the IT Cadre. The Board was further informed that initially in the previous HR Policy Assistant General Manager IT and Manager IT were sanctioned and approved by the Board taking into consideration the wider scope and interfacing of existing e-governance with PAN City Module, General Manager IT, Manager IT and Assistant Manager IT along with Qualifications, Work Experiences and Scope of Work .

Further, the Board was also made aware of modifications made in the Cadre of GM/AGM Projects which was earlier approved as General Manager Engineering .Further, the Board was informed that IT component will be discharged by General Manager IT, and the same was proposed for approval with Qualifications, Work Experiences and Scope of Work.

The Board was also briefed about the amendments done in the post of General Manager Finance and Administration (CFO and Admin.) which was earlier approved as C.F.O and Assistant General Manager G.A.D. Further, two posts have been merged and revised to General Manager Finance and Administration (CFO and Admin.), in line with the Qualifications, Work Experiences and Scope of Work.

In context to the amendments specified Shri Mandar Halbe recommended the Board it is preferable to keep the Post of GM Finance and Administration separately as mentioned in the earlier HR Policy rather than to merge into one.He further suggested that its better to have two separate Posts as it may enable smooth delegation and allocation of work. He also stated

whenever in future the company feels the requirement of any of the two posts to be handled separately then the company will again have to undergo a lengthy process of issuing advertisement for the same and this will lead to increase the expenditure and loss of time.

Shri P Velrasu explained to Shri Mandar Halbe and the Board that since the Company is at a preliminary stage and there is no much work load and therefore its favorable to club both these post as one as it will help to minimize the cost to the Company .He further stated in near future if a requirement arises the Board can amend the HR policy as and when required from time to time in the benefit of the company.

All the Board members consented to the same and passed the following resolution in this regard:

The Board after discussion passed the following resolution in this regard:

Resolution No 5 (9)/16-17

“RESOLVED THAT, the revised HR Policy as placed before the Board be and is hereby noted and approved.”

“FURTHER RESOLVED THAT, the consent of the Board be and is hereby accorded to the adopt the revised HR Policy in such manner that the Board may amend the same from time to time as required, in the best interest of the Company and that the CEO of the Company be and is hereby authorized to undertake all the necessary steps for the purpose of giving effect to the above resolution and to undertake all the necessary steps in this regard.

Item No. 16(b)

To organize different programme in Order to increase the participation of Local Representative, Officers/Employees, Citizens and Charitable Organisations in the Smart city Mission and Approve the funds for the implementation of such programme from Smart city Funds.

The letter received from Shri Rajendra Deolkar, Mayor & Director on the Board tabled his Letter, with the permission of the majority of the members present in the Meeting and the Chairman.

Shri Rajendra Deolkar, Mayor informed the Board that, in his opinion, the activities carried out by Smart cities would also require to evoke positive feelings among people for the project, including educating them traffic systems and signal discipline, in addition to creation and development of infrastructure in the smart city. He also shared his experiences of attending various seminars, events on smart cities that emphasized on the changing of habits of people in these cities. Shri Rajendra Deolkar, Director opined that creation of such awareness, by undertaking seminars and training sessions for Corporators of KDMC was required and that the Board may consider and approve the expenses for undertaking these activities.

Shri Varun Patil, Director opined that the Company may prepare Brochures for the Smart City Project as a means of creating awareness amongst people and to also increase the participation of the people in these areas. Shri Mandar Halbe suggested that the Board could accord an In-Principle approval for conducting such seminars, trainings and workshops to create awareness of people, solve their queries and concerns. Further, Shri Mandar Halbe suggested that the

development of other stations along the Kalyan Dombivili line must be also considered and such proposals may be put before the Board of Directors in the subsequent meetings.

After taking into consideration, the various suggestions made by the Directors, Shri U. P. S. Madan, Chairman explained that development of physical infrastructure was part of the smart city project, and this included development of smart roads, smart signaling system including smart ideas and technology. Further, considering that the scope of organizing seminars and workshops to solve Corporators concerns and to create awareness was the responsibility of KDMC, and hence it would not be considered prudent to provide a blanket approval for conducting all seminars, trainings, workshops, etc. Further, Shri U. P. S. Madan, Chairman also informed that development of smart infrastructure and facilities would create awareness and positive feeling amongst the people of the area and any further specific workshop, training sessions or seminars on any of the specific projects or activities undertaken by the Company, may be approved, by the Board, on a specific basis, in the future, as it may deem fit.

Further, Shri U. P. S. Madan, Chairman opined that it was necessary to develop the area of Kalyan Station and the experience on its successful execution could be used for the development of the other stations within the Smart City. The Chairman also opined that the Company may seek the Board's approval for large proposals and projects. The smaller project proposals may not await the Board's approval. Shri P. Velrasu, CEO also informed the Board that the future projects to be undertaken will be determined based on the necessary feasibility study, financial parameters and other applicable norms, as determined by the Government of Maharashtra and the Board of Directors, from time to time.

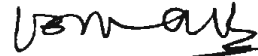
The Board took note of the same.

VOTE OF THANKS

There being no other business, the Meeting ended at 5.45 p.m with a Vote of Thanks to the chair.

PLACE:

DATE:


CHAIRMAN 28/9/17

ITEM NO.3

TO CONSIDER THE ACTION TAKEN REPORT OF THE FIRST, SECOND, THIRD, FOURTH AND FIFTH BOARD MEETINGS OF THE COMPANY.

Action Taken Report for 1ST Board Meeting:

The First Board Meeting of the SKDCL was held on 21st September, 2016. The Action Taken Report for the same is stated below for information.

Agenda Item No.	Particulars	Action Taken
17	To Discuss, approve and finalize the appointment of consultant for designing Logo of the Company	In Process
22	To approve invitation of tenders for preparation of DPR for Smart City Mission Projects	Tendering in Process

Action Taken Report for 2nd Board Meeting:

The Second Board Meeting of the SKDCL was held on 27th December, 2016. The Action Taken Report for the same is stated below for information.

Agenda Item No.	Particulars	Action Taken
11	To take note of the appointment of Shri S. Anbarasan, US (IFD) as the representative of the Government of India on the Board, by the Ministry of Urban Development, as a Nominee Director of the Company, vide Government Resolution no. K-15016/34/2016-sc-1, dated 28th November, 2016.	Completed Forms to be filled
16	Preparation of Feasibility Study and Detailed Project Report and Selection on Project management Consultant for Kalyan Station Precinct Improvement Project	Completed

Action Taken Report for 3rd Board Meeting:

The Third Board Meeting of the SKDCL was held on 3rd March, 2017. The Action Taken Report for the same is stated below for information.

Agenda Item No.	Particulars	Action Taken
16	To Consider the Approval for Inviting tenders for CCTV based city Surveillance on behalf of KDMC as per the DPR of KDMC Area CCTV based City Surveillance which is approved by Government of Maharashtra.	In process

Action Taken Report for 4th Board Meeting:

The Fourth Board Meeting of the SKDCL was held on 22nd May, 2017. The Action Taken Report for the same is stated below for information.

STATUS COMPLETED

Action Taken Report for 5th Board Meeting:

The Fifth Board Meeting of the SKDCL was held 07th September, 2017. The Action Taken Report for the same is stated below for information.

Agenda Item No.	Particulars	Action Taken
2	To read, confirm and note the minutes of the previous Board Meeting of the Company held on the Company held on 22ND May, 2017)	Noted and completed
3	To take note of the Action Taken Report for the Company	Noted and completed
4	To take consider and note of the Appointment of M/s G.D.J. and Associates as an Internal Auditor and their remuneration fixed for the Financial year 2016-17.	Noted and completed
5	To take note of the Circular Resolution passed on 5th June, 2017	Noted and completed
6	To take note of State Government approval received for appointment of Shri. P Velrasu as CEO of the SKDCL.	Noted and completed
7	To note the Change in the of Board of Directors. 7A. Appointment of Shri P. Velrasu as a Chief Executive Officer of the Company on an ex-officio basis and as a Key Managerial Personnel of the Company. 7B.To take note of the Nomination received for the appointment of Shri Mandar Halbe as a Nominee Director of the Company in place	Noted and completed

	of Shri. Prakash Bhoir	
8	To take note of following Share Transfers of the company a)To take note of following Share Transfers of the company b) To approve the transfer of shares of the Company from Shri. Prakash Bhoir to Shri Mandar Halbe	Noted and completed
9	Letter received from the Office of The Comptroller And Auditor General Of India regarding Statutory Audit of Smart Kalyan Dombivli Development Corporation Limited as per the provision of section 135 (5) of the Companies Act,2013.	Letter has been to sent to the State Government for clarification on this matter. Reply is awaited on the same
10	To take note of the Government Resolutions vide letter No. Smart city- 2217/Sr. No.- 10/Navi-23 which is issued by the Ministry of Urban Development, the Government of India.	Noted and completed
11	To take note of the Resolution passed in the General Meeting of KDMC for Town Planning Scheme	Noted and completed
12	To take note of the appointments made and contracts entered by the Smart Kalyan Development Corporation Limited with the various Contractors for providing their respective Consultancy services to the Company	Noted and completed
13	To take note of the GST Certificate of Provisional Registration received by the Company under Goods and Service Tax and	Noted and completed

	GR received from the State Government dated 19 th August,2017 stating various provisions and implementations applicable in the on-going projects/contractors or work under GST Act.	
14	To take note of the transfer of Funds of Rs.10 crore from KDMC General Fund Account No. 052011001075 to "Smart Kalyan Development Corporation Limited Account No. 02030100884".as per the Smart Mission Guideline	Noted and completed
15	<p>To consider and approve the Fixed Deposit created in ICICI Bank of an amount of Rs. 144 Crores and Rs. 20.00 Crores from SKDCL account No.0203010088444 under the Scheme of Smart City Mission</p> <p><i>1. Reinvestment of Matured amount of the Fixed Deposit created of Rs.20 cr (invested for 91 days)out of the Grant received of Rs.135 Cr from the Central and State Government in reference to the GR received vide letter GR. No. Smart City-2017/Chapter No.61/UD-23 dated 01/03/2017</i></p> <p><i>2. Grant of Rs.144 crore in reference to the GR received vide letter GR.No Smart City-2017/Chapter.No.220/UD-23 dated 18/05/2017</i></p>	Approved
16(a)	To consider the revised and amended Human resource Policy with Service Rules, recruitment and promotion policy etc. for recruitment of manpower for undertaking The Smart City Project.	Approved

16 (b)	To organize different program in order to increase the participation of Local Representative Officers ,Citizens and Charitable Organizations in the Smart City Mission and Approve the funds for the implementation of such program from Smart City Funds	Noted
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ITEM NO.4:

TO CONSIDER AND APPROVE THE FINANCIAL STATEMENTS, INCLUDING THE BALANCE SHEET AS AT 31ST MARCH, 2017, PROFIT & LOSS ACCOUNT FOR THE PERIOD ENDING ON 31ST MARCH, 2017 ALONG WITH THE CASH FLOW STATEMENT, NOTES TO ACCOUNTS AND SCHEDULES THEREON FOR SUBMISSION TO CAG. (ANNEXURE II)

The Board may be informed that Smart Kalyan Dombivli Development Corporation Limited was incorporated on 1st September, 2016 and accordingly the First Financial Year of the Company ended on 31st March, 2017, in terms of the provisions of the Companies Act, 2013.

Further, in terms of the provisions of Section 134 of the Companies Act, 2013, the Financial Statements, including the Balance Sheet as at 31st March, 2017, the Profit and Loss Account for the period ending on 31st March, 2017 and the Cash Flow Statement thereon and the Notes to Accounts and Schedules thereon are placed in **“Annexure II”** to this Agenda for the perusal of the Board of Directors.

On the completion and approval of the same, the signed copies of the Financial Statements shall be sent to the Office of the Comptroller & Auditor General, India for their review and/or supplementary audit U/s 143 of the Companies Act, 2013, if any.

The Board is requested to take note and approve the same and authorize any two Directors, including the Chairman of the Board of Directors to sign and authenticate the same.

The Board is requested to consider, and if thought fit, to pass the following resolution, with or without modification:

“RESOLVED THAT, the Audited Financial Statements comprising of Balance Sheet and Profit and loss statement as on 31st March, 2017 along with Cash Flow Statement, Notes, Schedules and Annexures appended thereto be and are hereby considered and approved.”

“RESOLVED FURTHER THAT, the Board authorizes Shri .U.P.S. Madan, Chairman or any two directors of the Company, including the CEO, to sign on behalf of the Board, the said Audited Financial Statements along with the Notes and Schedules thereon for the financial year ended March 31, 2017.”

“RESOLVED FURTHER THAT, pursuant to the provisions of the Companies Act, 2013 and other applicable provisions (including any modification or re-enactment thereof), Shri .U.P.S.Madan, Chairman & Director or any two directors of the Company,

including the CEO , be and are hereby authorized to do all such acts, deeds and things which are necessary to give effect to the aforesaid resolution."

"RESOLVED FURTHER THAT, pursuant to the provisions of the Companies Act, 2013 and other applicable provisions (including any modification or re-enactment thereof), the Chief Executive Officer or in his absence the Chief Financial Officer be and is hereby authorized to submit the necessary copies of the Financial Statements as at 31st March, 2017 to the Office of the Comptroller & Auditor General, India for their audit and review thereon.

SMART KALYAN DOMBIVLI DEVELOPMENT CORPORATION LIMITED

BALANCE SHEET AS ON 31ST MARCH, 2017

Sr. No	Particulars	Note No	AS AT
			31st March 2017
I	EQUITY AND LIABILITIES		
	<u>Shareholder's Funds</u>		
	Share Capital	2	500,000
	Reserves and Surplus	3	1,379,546,536
	Non-Current Liabilities		
	Loans	-	-
	<u>Current Liabilities</u>		
	Short-Term Borrowings	-	-
	Trade Payables	4	2,467,757
	Other Current Liabilities	5	409,737
	Short-Term Provisions	-	-
	Total		1,382,924,030
II	ASSETS		
	<u>Non-Current Assets</u>		
	Fixed Assets	6	54,000
	Non-current investments	-	-
	Deferred tax assets (Net)	-	-
	Long term loans and advances	-	-
	Other non-current assets	-	-
	<u>Current Assets</u>		
	Current investments	-	-
	Inventories	-	-
	Trade receivables	-	-
	Cash and cash equivalents	7	1,362,845,030
	Other current assets	8	20,025,000
	Total		1,382,924,030

Notes Forming part of Financial Statements

1 to 8

As per Our Audit Report an Even Date

For JSS & ASSOCIATES
CHARTERED ACCOUNTANT

For SMART KALYAN DOMBIVLI
DEVELOPMENT CORPORATION LIMITED

CA JAIDEEP. S.SAHASRABUDHE

FRN : 113766W

M.NO : 047439

Date :

Place: Kalyan

P Velrasu

DIN:

Chief Executive Officer

DIN:

Director

SMART KALYAN DOMBIVLI DEVELOPMENT CORPORATION LIMITED

NOTES Forming Part of the Financial Statements as at 31st March, 2017

NOTE NO. : 2 Share Capital

Sr. No	Particulars	31st March 2017
1	AUTHORIZED CAPITAL	
	50000 Equity Shares of Rs. 10/- each.	500,000
	Total in `	500,000
2	ISSUED, SUBSCRIBED & PAID UP CAPITAL	
	<i>To the Subscribers of the Memorandum</i>	
	50,000 Equity Shares of Rs. 10/- each.	500,000
	Total in `	500,000
3	Reconciliation of the shares outstanding at the beginning and at the end of the reporting	
	Number of Shares	
	Opening Balance:- NIL	NIL
	Changes During the Year	
	Fresh issue :- 50,000 Shares	500,000
	Closing Balance :- 50,000 Shares	500,000

NOTE NO. : 3 Reserve & Surplus

Sr. No	Particulars	31st March 2017
1	Grants	
	Central Govt. - Grant Received in Kalyan Dombivali Municipal	14,614,387
	Maharashtra Government	449,750,000
	Central Government	920,000,000
	Total	1,384,364,387
2	Profit & Loss Account	
	Opening Balance	
	Profit / (Loss) for the period	1,721,078
	Less : Preliminary Expenses balance	6,379,809
	Less : Pre-incorporation Expenses balance	159,120
	Total -	4,817,851
	Total in `	1,379,546,536

NOTE NO. : 4 Trade Payables

Sr. No	Particulars	31st March 2017
	Sundry Creditors	
1	Bennet Coleman & Co .Ltd	2,196,454
2	D.A.Kamat & Co	130,868
3	Publicity Society of India	18,534
4	Apex Actsoft Technologies Pvt Ltd	54,000
5	The Indian Express Pvt Ltd	18,194
6	Mohini Raj Travels	8,160
7	Time Travels	41,547
	Total in `	2,467,757

NOTE NO. : 5 Other Current Liabilities

Sr. No	Particulars	31st March 2017
	Other Payables	
1	TDS	88,338
2	Kalyan Dombivali Municipal Corporation	224,050
3	Profession Tax Payable	2,500
4	Statutory Audit Fees	50,000
5	Internal Audit Fees	44,849
	Total in `	409,737

SMART KALYAN DOMBIVLI DEVELOPMENT CORPORATION LIMITED NOTES Forming Part of the Financial Statements as at 31st March, 2017		
NOTE NO. : 7 Cash & Cash Equivalent		
Sr. No	Particulars	31st March 2017
1	Cash-in-Hand	-
2	Balance with Bank	1,362,845,030
	Total in `	1,362,845,030
NOTE NO. : 8 Other current assets		
Sr. No	Particulars	31st March 2017
1	Deposits	25,000
2	Receivable from Central Government	20,000,000
	Total in `	20,025,000
NOTE NO. : 9 Other Income		
Sr. No	Particulars	31st March 2017
1	Interest received from Bank	1,721,078
	Total in `	1,721,078
NOTE NO. : 10 Other Expenses		
Sr. No	Particulars	31st March 2017
1	Advertisement Expenses	3,325,767
2	Internal Auditors Remuneration	44,849
3	Statutory Auditors Remuneration	50,000
4	Professional Fees	249,773
5	Printing & Stationary Expenses	9,240
6	Roc Expenses	14,020
7	Profession Tax	2,500
8	Travelling Expenses	49,707
9	Preliminary Expenses & Preincorporation Expenses W/o	1,634,732
10	Registration Fees for VAT TIN No.	5,025
	Total in `	5,385,613

SMART KALYAN DOMBIVLI DEVELOPMENT CORPORATION LIMITED			
PROFIT & LOSS STATEMENT FOR THE PERIOD ENDED ON 31ST MARCH, 2017			
Sr. No	Particulars	Note No	Year ended 31-03-2017
	<u>INCOME :</u>		
I	Revenue from operations	-	-
II	Grant Recived from Centrail Government for Admin & O/h (Grant Recognised to the Extented Expenses incurred)		5,385,613
III	Other Income	9	1,721,078
IV	Total Revenue (I + II + III)		7,106,691
V	<u>Expenses:</u>		
	Employee Benefit Expense	-	-
	Other Administrative Expenses	-	-
	Other Expenses	10	5,385,613
	Total Expenses (VI)		5,385,613
VII	Profit / (Loss) before tax	(III - IV)	1,721,078
VIII	<u>Tax expenses:</u>		
	Current tax		-
	Deferred tax		-
IX	Profit/(Loss) for the period (V + VI)		1,721,078
X	<u>Earning per Equity share:</u>		
	Basic		34.42
	Diluted		34.42
<p>Notes Forming part of Financial Statements 9 to 10</p> <p>For JSS & ASSOCIATES CHARTERED ACCOUNTANT</p> <p>CA JAIDEEP. S.SAHASRABUDHE FRN : 113766W M.NO : 047439</p> <p>Date : Place: Kalyan</p> <p>P Velrasu DIN : Chief Executive Officer</p> <p>For SMART KALYAN DOMBIVLI DEVELOPMENT CORPORATION LIMITED</p> <p>DIN: Director</p>			

SMART KALYAN DOMBIVLI DEVELOPMENT CORPORATION LIMITED
Cash Flow Statement for the year Ended 31st March 2017

Particulars	Year ended
	31-03-2017
<u>A) Income from Operating Activity</u>	
Profit before Interest & Tax	1,721,078
Add : Preliminary expenses	1,634,732
	3,355,810
Changes on Current Liabilities	174,054
Changes on Current Assets	(25,000)
Net Operating Income	3,504,864
<u>B) Income from Investing Activity</u>	NIL
<u>C) Income from Financing Activity</u>	
Kalyan Dombivali Municipal Corporation	12,887,804
Maharashtra Government	450,000,000
Central Government	900,000,000
Paid to Creditors of Preliminary Expenses	- 180,093
	1,362,707,711
TOTAL (A + B + C)	1,366,212,575
Add: Opening Cash & Bank Balance	NIL
Closing Cash & Bank Balance	1,362,845,030

For SMART KALYAN DOMBIVLI
DEVELOPMENT CORPORATION LIMITED

For JSS & ASSOCIATES
CHARTERED ACCOUNTANT

P Velrasu
DIN :
Chief Executive Officer

DIN:
Director

CA JAIDEEP. S.SAHASRABUDHE
FRN : 113766W
M.NO : 047439

Date :
Place: Kalyan

Schedule " 6 " Fixed Assets

Sr.No.	Particulars	Years	Gross Block	Additions During the year	Deletion	Depreciation					
						Total	Opening	Add	Del	Total Dep	WDV as 31/3/2017
1	Software	5.00		54,000		54,000				-	54,000
Total			-	54,000		54,000	-	-	-	-	54,000

Item No.5:

TO CONSIDER AND TAKE NOTE OF THE DRAFT OF THE AUDITORS REPORT ON THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED ON 31ST MARCH, 2017. (ANNEXURE III)

The Board is requested to take note of the Draft Auditors Report on the Financial Statements as issued by the Statutory Auditors of the Company, **M/s. J S S Associates, Chartered Accountants, (Firm Registration No: - 113766W)** Mumbai is placed in **"Annexure III"** for the review and perusal of the Board Members.

The Board is requested to take note of the **"Emphasis Matters"** which are stated in the **Audit Report.**

The Board is required to note the same, and pass the following resolution in this regard:

"RESOLVED THAT, in terms of section 143 of the Companies Act, 2013 and rules made there under, Draft Auditors Report on Annual Accounts of the Company for the financial year ended March 31, 2015 as received from **J S S & Associates, Chattered Accountants, (Firm Registration No: - 113766W)** Statutory Auditors of the Company, be and is hereby noted."

"FURTHER RESOLVED THAT, the Chief Executive Officer and/or the Chief Financial Officer, severally , be and are hereby authorized to undertake all the necessary steps in this regard and affix his Digital Signature for the filing of the necessary e-forms with the Ministry of Corporate Affairs, including Registrar of Companies, Maharashtra, Mumbai in this regard."

INDEPENDENT AUDITOR'S REPORT**TO THE MEMBERS OF SMART KALYAN DOMBIVLI DEVELOPMENT CORPORATION LIMITED****Report on the Financial Statements**

We have audited the accompanying Financial Statements of SMART KALYAN DOMBIVLI DEVELOPMENT CORPORATION LIMITED ("the Company") which comprise the Balance Sheet as at 31st March, 2017 the Statement of Profit and Loss, the Cash Flow Statement for the year then ended and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India. Including the Accounting Standards specified under Section 133 of the Act, read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these Financial Statements based on our audit. While conducting the audit, we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with the Standards on auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2017, and its profit and its cash flows for the year ended on that date.

Emphasis of Matter

We draw attention to the following matters w.r.t. the Financial Statements and notes to accounts:

- i) The Financial Statements prepared by the management has not been authenticated by the Internal Auditor. Therefore , we relied on the Financial statements prepared by the Management of the Company
- ii) Note No.5.5 to the Financial statements describes the Provision for Internal Audit Fees has been made Rs.44, 849/-
- iii) Note No.7.2 to the financial statements describes the Grant Receivable from Central Government Rs. 2Crore during F.Y.2016-17.
- iv) Note No.8.1 to the financial statements describes the interest received from Bank Rs.17, 21,078/- as other income for F.Y.2016-17.
- v) Note No.9.9 Preliminary Expenses & Reincorporation Expenses w/o Rs.16, 34,732/-
- vi) Income tax Provision for the Financial Year 2016 -17 has not been made as per the Income Tax Act.

Our opinion is not modified in respect of these matters

Report on other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ('the Order'), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(5) of the Act, on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us. We give in the Annexure 'B', a statement on the directions issued by the Comptroller and Auditor General of India.
3. As required by Section 143(3) of the Act. We report that:
 - (a) We have sought and obtained all the information and explanations Which to the best of our knowledge "and belief were necessary for the purposes of our audit;

- (b) in our opinion, proper books of account as required by law have
Have been kept by the Company so far as it appears from our examination of those books;
- (c) The Balance Sheet, the Statement of Profit and Loss and the Cash
Flow Statement dealt with by this Report is in agreement with the books of account;
- (d) In our opinion, the aforesaid Financial Statements comply with the Accounting Standards
specified under Section 133 of the Act, read with Rule 3 of the Companies (Indian
Accounting Standards) Rules, 2015;
- (e) Being a Government Company, pursuant to the Notification No. GSR 463(E) dated 5th June 2015
issued by Ministry of Corporate Affairs, Government of India, provisions of sub-section (2) of
Section 164 of the Act, are not applicable to the Company;
- (f) with respect to the other matters to be included in the Auditor's Report in accordance with Rule
11 of the Companies (Audit and Auditors) Rules, 2014. In our opinion and to the best of our
information and according to the explanations given to us;
- i) the Company does not have any pending litigations which would impact its financial
position;
 - ii) The company did not have any long term contracts as at 31st March, 2017 for which
there were any material foreseeable losses. As informed to us that the company did
not have any derivative contracts;
 - iii) there were no amounts which were required to be transferred to the investor
Education and Protection Fund by the Company;

For JSS & Associates
Chartered Accountants

CA Jaideep S Sahasrabudhe
Partner
Membership Number:- 047439
Firm Registration Number: - 113766W
Place of Signature: Thane
Date of Report: 10th October, 2017

ANNEXURE "A" TO THE INDEPENDENT AUDITORS REPORT

The Annexure referred to in our Independent Auditor's Report of Even date to the members of Smart Kalyan Dombivli Development Corporation Limited on the financial statements for the year ended 31st March, 2017.

Taking into consideration the information and explanations given to us and the books of account and other records examined by us in the normal course of audit and based on the audit procedures conducted by us, we report that:

- i) (A) Smart Kalyan Dombivli Development Corporation Limited ("the Company") has maintained proper records showing full particulars.
- (b) The Company has no Fixed Assets as on 31st March, 2017.
- ii) The company has no inventory and hence Clause (ii) (a), (ii) (b) and (ii) (c) Of paragraph 3 of the order are not applicable to the Company.
- iii) The company has not granted any loans, secured or unsecured to Companies, firms, limited liability partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013 ("the Act"). Accordingly, Paragraph 3(iii) of the Order is not applicable.
- iv) The company has not accepted any deposits from the public within the meaning of section 73 to 76 or any other provisions of the Act and rules framed there under.
- v) The maintenance of cost records has not been specified by the Central Government for the Company under Section 148(1) of the Act.
- vi) (a) According to the information and explanations given to us and on the basis of our examination of the records of the company, the Company is generally regular in depositing the undisputed statutory dues including provident fund, income – tax, Sales- tax, service tax, duty of customs, value added tax, cess and any other statutory dues with the appropriate authorities.
- (b) According to the information and explanations given to us, no undisputed material amounts payable in respect of provident fund, income – tax, Sales- tax, service tax, duty of customs, duty of excise, Cess and any other statutory dues were in arrears as at march 31st, 2017 for a period of more than six months from the date they became payable.
- (c) According to the information and explanations given to us, there are no material dues of income tax or sales tax or service tax of duty of customs or value added tax which have not been deposited with the appropriate authorities on account of any dispute.
- vii) The company does not have any loans or borrowings from any financial institution or government.

- viii) During the course of our examination of the books and records of the company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud on or by the company, noticed or reported during the year, nor have we been informed of any such case by the management.
- ix) As per Notification No. GSR 463(E) dated 5th June 2015 issued by Ministry of Corporate Affairs, Government of India, and section 197 of the Act is not applicable to the Government Companies; Accordingly, Paragraph 3(xi) of the order is not applicable to the Company.
- x) The company has not entered into non-cash transactions with directors or persons connected with them. Accordingly, paragraph 3(xv) of the order is not applicable.

**For JSS & Associates
Chartered Accountants**

**CA Jaideep S Sahasrabhdhe
Partner
Membership Number:- 047439
Firm Registration Number: - 113766W
Place of Signature: Thane
Date of Report: 10th October, 2017**

COMPLIANCE CERTIFICATE

We have conducted the Audit of annual accounts of Smart Kalyan Dombivli Development Corporation Limited (CIN: U74999MH2016SGC285413) for the year ended 31st March, 2017 in accordance with the Generally Accepted Accounting Standards , Since No such Specific Directions / sub directions are issued by the C&AG of India under Section 143 (5) of the Companies Act, 2013 and certify that we have complied with all the General Accounting Standards.

**For JSS & Associates
Chartered Accountants**

CA Jaideep S Sahasrabudhe

Partner

Membership Number:- 047439

Firm Registration Number: - 113766W

Place of Signature: Thane

Date of Report: 10th October, 2017

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT

The Annexure referred to in our Independent Auditor's Report of even date to the members of Smart Kalyan Dombivli Development Corporation Limited on the financial statements for the year ended 31st March, 2017.

Report on the Directions issued by the Comptroller and Auditor General of India under Section 143(5) of the Companies Act, 2013 for the Financial Year 2016-17.

Sr. No	Direction	Action taken thereon	Impact on Accounts and Financial Statements of the Company
1	Whether the Company has clear title/ lease deeds for freehold and leasehold Land respectively? If not, please state the area of freehold and leasehold land for which title/lease deeds are not available	The Company does not own any freehold and leasehold land as on 31 st March, 2017.	NIL
2	Whether there are any cases of waiver/ write off of debts/loans/ interests etc. If yes, the reasons thereof and amount involved	According to information and explanations given to us, there are no cases of waiver/ write off of debts/loans/ interests etc.	NIL
3	Whether proper records are maintained for inventories lying with third parties and assets received as gift/grant(s) from the Government or other authorities	No Inventories	NIL

**For JSS & Associates
Chartered Accountants**

**CA Jaideep S Sahasrabudhe
Partner
Membership Number:- 047439
Firm Registration Number: - 113766W
Place of Signature: Thane
Date of Report: 10th October, 2017**

Notes to the Financial Statements for the Year ended 31st March, 2017

Company overview:

Kalyan Dombivli Municipal Corporation has been shortlisted for SMART CITY MISSION. The Municipal Corporation has formed a Special Purpose Vehicle (SPV) as per the guideline of Smart City Mission, MoUD, and Gol. "SMART KALVAN DOMBIVLI DEVELOPMENT CORPORATION LIMITED" (SKDCL) was incorporated on 01/09/2016 as a Public Limited Company under the Companies Act, 2013 to undertake the SMART CITY MISSION Kalyan Dombivli.

The SKDCL has formed in financial year 2016-17, as per section 138 of Indian Companies Act 2013 read with Rule 13 Of Companies (Accounts) Rules, 2014.

1. Significant Accounting Policies

1.1 Basis of preparation of Accounts:

These financial statements have been prepared on accrual basis of accounting under historical cost convention to comply in all material aspects with generally accepted accounting principles in India, the provisions of the Companies Act, 2013 (to the extent notified and applicable), and the applicable Accounting Standards prescribed under Section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 to the extent applicable and the applicable guidelines issued by the Reserve Bank Of India as adopted consistently by the Company.

1.2 Use of estimates:

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent liabilities on the date of the financial statements and the results of operations during the reporting period. Although these estimates are based upon the management's best knowledge of current events and actions, actual results could differ from these estimates. Differences between actual results and estimates are recognized prospectively in the period(s) in which they materialize.

1.3 Revenue Recognition:

Interest Income is recognised on time proportion basis taking into account the amount outstanding and the rate applicable.

1.4 Accounting of Government Grants:

- (a) Government grants related to revenue is recognised on a systematic basis in the profit and loss statement during the period necessary to match them with the related costs which they are intended to compensate. Such grants are shown separately as Grant received from Central Government for Admin & O/h.
- (b) Government grants in the nature of promoter's contribution towards Share Capital has been shown as Share Capital and other grand sanctioned during the period is credited to capital reserve and treated as a part of shareholders' funds.
- (c) Government Grants sanctioned during the year but not received as on 31/03/2017 is shown as Grant receivable from Central Government under other current assets.

1.5 Provisions, Contingent Liabilities and Contingent Assets:

The Company recognizes provisions when it has a present obligation as a result of a past event. This occurs when it becomes probable that an outflow of resources embodying economic benefits might be required to settle the obligation and when a reliable estimate of the amount of the obligation can be made. Provisions are determined based on Management estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current management estimates. Contingent Liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or nonoccurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligations or a reliable estimate of the amount cannot be made. Contingent Assets, if any, are not recognised in the financial statements since this may result in the recognition of income that may never be realised.

1.6 Cash and Cash Equivalents:

Cash and Cash Equivalents include Cash in hand, Cheque in hand, demand deposits with banks, term deposits with banks and other short-term highly liquid investments with original maturities of three months or less.

1.7 Cash Flow Statements:

Cash flows are reported using the indirect method, whereby Profit before tax is adjusted for the effects of transactions of non-cash nature, any deferrals or accruals of past or future operating receipts or payments

and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities are segregated.

1.8 Related Parties Transaction

During the year under review there is no related party transaction between the Company and its directors, Key Managerial Personnel, their relatives, subsidiaries or associate companies as per the Information and explanation provided to us by the Management of the company .

1.9 .DISCLOSURE FOR SPECIFIED BANK NOTES ("SBN")

Pursuant to MCA Notification No.GSR 370(E) dated 30.03.2017, the disclosure pertaining to holdings and dealings of SBN during from 8 Nov 2016 to 30 December 2016 is as under:

PARTICULARS	SBNs	OTHER DENO.NOTES	TOTAL
Closing Cash in hand as on 8 Nov 2016	NIL	NIL	NIL
(+)Permitted Receipts from bank	NIL	NIL	NIL
(-)Permitted payments	NIL	NIL	NIL
(-)Amounts Deposited in Bank	NIL	NIL	NIL
Closing Cash in Hand as on 30.12.2016	NIL	NIL	NIL

1.10 Shareholder holding more than 5% share

No.	Shareholder's holding more than 5 % Shares in the Company	Current Year ended 2017		Previous Year ended 2016	
	Name of Equity Shareholders	No. of Shares held	Percent of holding	No. of Shares held	Percent of holding
1	State Government of Maharashtra	50,000	50 %	NIL	NIL
2	Kalayan Dombivali Municipal Corporation (Local Body Authority)	50,000	50 %	NIL	NIL

		Total	100 %	NIL	NIL
--	--	-------	-------	-----	-----

GENERAL REMARKS

- (1) Since SPV is formed as per the Government of India and Government of Maharashtra norms the company is required to adhere to the State Procurement Policies and follow the process of E-tendering.
- (2) Advance payment Of Rs.15 Lakhs has been made to M/s Elects Techno Media Pvt. Ltd. against proposed expenditure of Rs.35 Lakhs for arrangement of Summit/Conference held on 17th and 18th June 2016. There is no break up of estimated expenses of Rs. 35 Lakhs and list of expenses for which advance payment is used. Also, there is no provision as on 31st March, 2017 for balance amount to be paid. Thus it is not clear from the records whether balance amount of Rs.20 Lakhs to be paid or not.

No Tender from other companies was found on record for this expense. We were informed that the said assignment was given to M/s Elects Techno Media Pvt. Ltd. on the basis of information gathered that the similar assignment was undertaken by the company in other states.

- (3) Payment to Shubham Arts Rs.1, 02,825/- for sanman symbol to Guest present at Summit / Seminar. However, no quotations were found on record for this expense. Also, TDS is wrongly deducted on VAT bill.

We were informed that due to urgency at last moment quotation could not be invited for this expenses. However the rates are at Par with the same contracts given by KDMC to the said vendor and which are passed by the respective authorities in KDMC as per the policy and norms.

- (4) Some Bills are available in respect of SKDCL which are actually in the name of KDMC , the details are available in the Internal Audit Report. We were informed that the orders were placed in the name of KDMC , prior to incorporation of the company SKDCL .
- (5) It is observed that the TDS deducted has not been paid on due dates as per the Income Tax Act and the same has been delayed in some cases for more than three months which is already mentioned in annexure.

- (6) There is no letter /communication from Ministry of Company Affairs found on record Stating SKDCL is a Government Company

**For JSS & Associates
Chartered Accountants**

**CA Jaideep S Sahasrabudhe
Partner**

**Membership Number: - 047439
Firm Registration Number: - 113766W
Place of Signature: Thane**

ITEM NO.6:

ITEM TO CONSIDER AND APPROVE THE FIRST DIRECTORS REPORT OF THE COMPANY. (ANNEXURE IV)

The Board of Directors are requested to take note and approve the Draft of the First Directors Report of the Board of Directors for the Financial Statements as at 31st March, 2017 in terms of the provisions of Section 134 of the Companies Act, 2013 is attached as "**Annexure IV**" to this Agenda.

The disclosures required to be made under Section 134(3) of the Companies Act, 2013 form a part of the Report.

The Board is requested to consider, and if thought fit, to pass the following resolution, with or without modification:

"RESOLVED THAT, in terms of the provisions of Section 134 of the Companies Act, 2013, the draft of the Directors Report, as tabled before this Board, be and is hereby approved and Shri U. P. S. Madan, Chairman or in his absence, any two Directors, including the Chief Executive Officer, be and are hereby authorized to sign and authenticate the same on behalf of the Board of Directors of the Company"

"RESOLVED FURTHER THAT, the CEO be and is hereby authorized to make such modifications, alterations, additions, revisions or amendments, as required, under the provisions of the Companies Act, 2013, or any other such statutory requirement, or otherwise in the Directors Report, with the consent of the Chairman of the Company.

RESOLVED FURTHER THAT the CEO or any other Directors of the Company be and is hereby authorized to take all necessary steps and sign necessary documents and to file requisite forms with Registrar of Companies to give effect to the above resolution."

SMART KALYAN DOMBIVLI DEVELOPMENT CORPORATION LIMITED

REGD OFF: KALYAN DOMBIVLI MUNICIPAL CORPORATION, ADMIN BLDG SHIVAJI CHOWK, KALYAN WEST THANE 421301

CIN: U74999MH2016SGC283173

Email id- smartkalyandevcorp@gmail.com

Phone No. - 0251-2204065

DIRECTORS' REPORT

To,
The Members,
SMART KALYAN DOMBIVLI DEVELOPMENT CORPORATION LIMITED
Kalyan

Your Directors have the pleasure in presenting to you, the 1st Annual Report of the Board of Directors of the Company on the business, operations and financial position of the Company for the Financial Period ending on 31st March 2017.

1.Financial Results and Performance

The financial position of the Company for the Financial Period ending on 31st March, 2017 is as follows:

(All figures in Rs.)

Particulars	As at 31 st March 17
Revenue from Operations	0.00
Grant Received from Central Government for Admin & Overheads	53,85,613
Other Income	17,21,078
Total Income	71,06,691
<i>Less: Total Expenses</i>	<i>(53,85,613)</i>
Profit (Loss) Before Tax	17,21,078
Less: Tax Expense	0
Net Profit (Loss) After Tax	17,21,078
Transfer to General Reserves	0
Profit Carried Forward to the Balance Sheet	17,21,078

The Company was incorporated on 1st September, 2016 and hence, the above figures pertain the period from 1st September, 2016 to 31st March, 2017 only. Being the first Financial Period, there are no prior period figures stated in the above table.

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2.Dividend

In lieu of it being the First Financial Year, the Board of Directors did not recommend any Final Dividend on the Equity Shares of the Company.

3.Share Capital of the Company

The Company has allotted 50,000 Equity Shares of Rs. 10/- each to the Subscribers to the Memorandum of Association.

The Authorized, Issued, Subscribed and Paid-up Share Capital of the Company as at 31st March, 2017 is as follows:

SHARE CAPITAL STRUCTURE	
Authorised Share Capital	Rs. 5,00,000(Rupees Five Lakhs only) consisting of 50,000 Equity Shares of Rs. 10/- each
Issued, Subscribed and Paid-up Share Capital	Rs. 5,00,000(Rupees Five Lakhs only) consisting of 50,000 Equity Shares of Rs. 10/- each
SHAREHOLDING STRUCTURE	
Shares held by Government of Maharashtra (and its nominees)	50%
Shares held by Kalyan Dombivali Municipal Corporation (and its nominees)	50%
TOTAL	100%

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4. Grant Received

The Company has received the following grants as on 31st March , 2017 as mentioned below:

SR.NO	Name of the Authority	Amount Received (Rs)
1	Central Govt. - Grant Received in Kalyan Dombivali Municipal Corporation	14,614,387
2	Maharashtra Government	449,750,000
3	Central Government	920,000,000
	Total Amount:	1,384,364,387

5.Operations of the Company-

A brief overview of the operations of the Company is as follows:

Sr. No.	Particulars	Current status
1	To discuss, approve and finalize the appointment of Consultation for designing Logo of the Company	File is in the approval process
2	Appointment for strategic consultant for strategic advisory and project management support to SKDCL for implementation of Kalyan Dombivli smart city proposal	Resolved by the Board of Directors in their 4th Board Meeting held on 22nd May, 2017 and the work was awarded to M/s Crisil Risk and Inf. Solution Private Limited.

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3	ICT Pan City Solution	RFP for the "Appointment of ICT consultant for preparation of detailed project report and providing supervision services for implementation of "Pan City Solution" under Smart Cities Mission were floated on 07.11.2017. Further, at present the Bid Process is on-going.
4	Development of waterfront	RFP for "Appointment of Technical Consultant for preparation of Design and Detailed Project Report with construction supervision for 2.5 km of waterfront development under Smart Cities Mission" are floated on 13.11.2017. Further, currently the Bid Process is on-going.
5	Network of complete street	RFP for "Appointment of Technical Consultant for preparation of Design and Detailed Project Report with construction supervision for complete street network under Smart Cities Mission" are floated on 13.11.2017. At present Bid Process is on-going
7.	To consider the recruitment of manpower for undertaking the Smart City Project and adoption of Human resources Policy with service rules, recruitment and promotion policy etc. for the same.	Applications were invited for appointment of various posts for SKDCL on 06.10.2017. The scrutiny of application for finalizing the candidates for interview is in progress.
8.	To consider the approval of the offer given by M/s Mount Infra Project for "Renovation of G + 2structure belonging to KDMC adjoining to Sarvodya Mall for established of SKDCL Office."	SKDCL office development was awarded to M/s Mount Infra Project for "Renovation of G + 2structure belonging to KDMC adjoining to Sarvodya Mall for established of SKDCL Office." Presently, 40 percent of the interior related work is completed. Currently, the work is in progress.

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6. Board of Directors and Key Managerial Personnel:

The Board of Directors of the Company comprise of various nominees of the Government of India and Government of Maharashtra. The composition of the Board is based on the Government of Maharashtra G. R. No. Smart C.-2016/No. 58/Ward No.261/Navi-23 and Article 12 of the Articles of Association of the Company. The Nominee Directors of the Company are appointed on an ex-officio basis.

The composition of the Board of Directors as on the date of this Report are as follows:

SR.NO	Name of the Director	DIN	Date of Appointment	Designation
1	Shri. Urvinder Pal Singh Madan	03570256	21/09/2016	Nominee Director & Chairman
2	Shri Rajendra Jayant Deolekar	07549653	01/09/2016	Nominee Director
3	Shri .P Velrasu	07839013	01/06/2017	Nominee Director
4	Shri Pravin Chindhu Darade	02642157	21/09/2016	Nominee Director
5	Shri Varun Sadashiv Patil	06498884	19/12/2016	Nominee Director
6	Shri Mahendra Punjarao Kalyankar	07114796	21/09/2016	Nominee Director
7	Shri Rajendra Jayant Deolekar	07549653	01/09/2016	Nominee Director
8	Shri Param Bir Singh	07616561	21/09/2016	Nominee Director
9	Shri Rajesh Govardhan More	07628238	21/09/2016	Nominee Director
10	Shri Ramesh Sukhrya Mhatre	07740889	04/01/2017	Nominee Director
11	Shri Nandu Shantaram Mhatre	07784421	19/12/2016	Nominee Director
12	Shri Mandar Shrikant Halbe	07894232	20/07/2017	Nominee Director
13	Shri S .Anbarasan	No Din Available	22/12/2017	Nominee Director

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Changes in the composition of the Board of Directors:

- (a) Shri P. Velrasu, IAS (DIN:07839013) was appointed as the Municipal Commissioner, Kalyan Dombivali Municipal Corporation in place of Shri E. Ravendiran, IAS (DIN: 07550542) by virtue of Government of Maharashtra Order no .1117/5/2017/Ten from General Administrative Department, dated 24th May, 2017.

Accordingly ,Shri P. Velrasu, IAS, Municipal Commissioner, KDMC was appointed as an Additional Director on the Board of Directors of the Company, with effect from 1st June, 2017. Shri E. Ravendiran, ceased to be a Director on the Board of Directors of the Company with effect from 24th May, 2017.

Further, the Government of Maharashtra vide G. R. No. Smart City 2017/ Pr.Kr 442/Navi Mumbai 23 dated 04th July, 2017 approved the appointment of Shri P. Velrasu as the Chief Executive Officer (CEO) and Key Managerial Personnel of the Company with effect from 1st June 2017. The appointment of Shri P. Velrasu as a Director & Chief Executive Officer is required to be ratified at the 1st Annual General Meeting. The Board recommends the said appointment for the approval of the Members.

- (b) Shri Ramesh Mhatre, Chairman of the Standing Committee, KDMC (DIN: 07740889) was appointed as a Nominee Director on an ex-officio basis with effect from 4th January 2017 by virtue of Article 12 of the Articles of Association of the Company. Shri Sandeep Gaikar (DIN: 07549649) ceased to be a Director with effect from 4th January 2017 on account of his vacating the Office of Chairman of Standing Committee, KDMC.
- (c) Shri Nandu Mhatre (DIN: 07784421) and Shri Varun Patil (DIN: 06498884), representatives of KDMC were appointed as Nominee Directors on the Board of the Company with effect from 19th December 2016.
- (d) Shri Mandar Habale (DIN: 07894232), Leader of the Opposition, KDMC was appointed as a Nominee Director on the Board with effect from 7th September 2017 in place of Shri Prakash Bhoir (DIN: 07628255), on account of the Letter of Nomination received from KDMC in this regard.
- (e) Shri S. Anbarasan, (US(IFD) was appointed as the Nominee Director on the Board of Directors of the Company with effect from 22nd December 2017, representing Central Government on the Board by the Ministry of Urban Development.
- (f) Shri Pravin Darade, Additional Municipal Commissioner, MMRDA (DIN: 02642157) and Shri Parambir.Singh, Police Commissioner, Thane (DIN:07616561) had to vacate their places under section 167(1) (b) w.e.f 21st September, 2017 on account of having sought leave of absence from attending all meetings for a period of 12 consecutive months

Accordingly, the Board of Directors had consented to seek the re-nomination from the Government of Maharashtra, of Shri Pravin Darade and Shri Parambir Singh as Nominee Directors on the Board. Accordingly, the Company made an application for the same to the Government of Maharashtra.

Further, the Government of Maharashtra has vide their resolution no. Smart City 2017/ Pr.Kr.550/ Navi-33 dated 04th December 2017 issued by Urban Development Department-I approved the re-nomination of Shri Pravin Darade and Shri Parambir Singh as Nominee Directors of the Company, with effect from 04th December, 2017. Accordingly, the appointment of both these Directors were approved as a Nominee Directors by the Board of Directors in the 6th Board Meeting of the Company .

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The Board of Directors places on record its appreciation to the contributions and guidance received from Shri E. Ravinderan, IAS, Shri Sandeep Gaikar and Shri Prakash Bhoir during their tenure with the Company.

Directors liable to retire by rotation:

Pursuant to the provisions of the Article 13.1 of Articles of Association of the Company and Section 152(6) of the Companies Act, 2013, Shri Rajesh More(DIN:07628238), Shri Mahendra Kalyankar(DIN:07114796)and Shri Rajendra Deolekar(DIN:07549653) retire by rotation at the 1st AGM of the Company and being eligible offer themselves for re-appointment.

The Company has received the disclosure in Form DIR-8 stating that they are eligible to be re-appointed at the forthcoming Annual General Meeting of the Company.

Key Managerial Personnel

The details of the Key Managerial Personnel of the Company are as follows:

Name	Designation	Date of Appointment	Date of Cessation
Shri. E. Ravendiran	Chief Executive Officer	21/09/2016	24/05/2017
Shri Digvijay Chavan	Chief Finance Officer	21/09/2016	-
Shri P Velrasu	Chief Executive Officer	05/06/2017	-

The details of any remuneration paid, if any to the Nominee Director and Key Managerial Personnel are provided in Form MGT-9 which forms an Annexure to this Report

1. Details of the Board Meetings

The Board of Directors met thrice during the Financial period ending on 31st March, 2017, the details of which were as follows:

Number of Board Meeting	Date of the Board Meeting	No. of Directors Present
1st	21 st September,2016	6
2nd	27 th December,2016	3
3rd	03 rd March,2017	10

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SR.NO	Name of Directors	No of Board Meetings held during FY 2016-17		
		Held	Eligible to attend	Attended
1	Shri Urvinder Pal Singh Madan	3	3	2
2	Shri Rajendra Jayant Deolekar	3	3	2
3	Shri Pravin Darade	3	3	0
4	Shri Varun Sadashiv Patil	3	1	1
5	Shri Mahendra Kalyankar	3	3	2
6	Shri Param Bir Singh	3	3	0
7	Shri Ramesh Sukhrya Mhatre	3	1	1
8	Shri Nandu Shantaram Mhatre	3	1	1
9	ShriS. Anbarasan	3	2	1
10	Shri Sandeep Gaikar	3	2	1
11	Shri Prakash Gopinnath Bhoir	3	3	3
12	Shri Sandeep Gaikar	3	2	1
13	Ravendiran Elumalai	3	3	3

The time gap between two Board Meetings did not exceed 120 days and one Board Meeting is held in every quarter. Adequate quorum was present for all Board Meetings. The Company follows the necessary compliance under Secretarial Standard-1 ("SS-1") issued by the Institute of Company Secretaries of India (ICSI) in respect of the conduct of the Board Meetings.

7. Material changes and commitments, if any, affecting the financial position of the company which have occurred between the end of the financial year of the company to which the financial statements relate and the date of the report

There are no material changes and commitments, affecting the financial position of the company which have occurred between the end of the financial year of the company to which the financial statements relate and the date of the report.

8. Details of significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future

There are no significant and material orders passed during the year under review, affecting the going concern status of the Company's operation.

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9. Deposits:

The Company has not taken, accepted any Deposits during the year under review. Further, there are no amounts outstanding which fall within the purview of the Companies (Acceptance of Deposits) Rules, 2014.

10. Statutory Auditors:

The Office of the Comptroller & Auditor General, India has appointed **M/s, JSS & Associates Chartered Accountants, Firm Registration: 113766W** as the Statutory Auditors of the Company, for the Financial Period ending on 31st March 2017 U/s 139(7) of the Companies Act, 2013.

Further, there has been no appointment of the Statutory Auditors U/s 139 (5) of the Companies Act, 2013, for the Financial Year 2017-18 till the date of this Report.

The members are requested to grant their approval to the Board of Directors to fix the remuneration of the Statutory Auditors for the Financial Year 2017-18 U/s 142 of the Companies Act, 2013, in the forthcoming AGM of the Company.

11. Comments on the Report of the Statutory Auditors:

There are observations in the Statutory Auditors' Report requiring a reply from the Board of Directors of the Company. The Management Reply on the Auditors observations are attached as "**Annexure I**" to the Director Report

12. Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo:

During the Financial Year 2016-17, the details of the Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo are as follows:

A) <u>Conservation of energy:</u>	
(i) the steps taken or impact on conservation of energy;	The Company believes in sustainable development. The Company is undertaking all the necessary steps in energy conservation. The Company is also planning to utilize renewable sources of energy like solar energy as far as possible in its operations.
(ii) the steps taken by the company for utilizing alternate sources of energy;	
(iii) the capital investment on energy conservation equipments;	
<u>(B) Technology absorption:</u>	
(i) The efforts made towards technology absorption;	The Company is undertaking adequate steps in technology up gradation and to enhance The usage of advanced technology for the project. Measures proposed including E-Governance and website development of the Company
(ii) The benefits derived like product improvement, cost reduction, product development or import substitution;	
(iii) In case of imported technology (imported during the last three years reckoned from the beginning of the financial year.	
(a) The details of technology imported;	

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(b) The year of import;	
(c) Whether the technology been fully absorbed;	
(d) If not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and	
(iv) The expenditure incurred on Research and Development.	
(C) Foreign exchange earnings and Outgo:	
The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflows.	Earning: NIL Outflow: NIL

13. Particulars of Loans, Investments and Guarantee in terms of Section 134(3) (g) of the Companies Act 2013

During the year under review, the Company has not given any loans, made any investments or given guarantees on any loans, which fall within the purview of the provisions of Section 134(3)(g) of the Companies Act, 2013 and hence, there are no disclosures are required to be made thereof.

14. Particulars of Contracts or Arrangements with Related Parties

The particulars of contracts or arrangements with related parties referred to in Section 188(1) of the Companies Act 2013 for the Financial Year 2016-17 in the prescribed format, AOC-2 has been enclosed to this Report as “**Annexure II.**”

15. Extract of the Annual Return

The extract of the Annual Return for the Financial Year 2016-17, in Form MGT-9 as required under the provisions of the Companies Act, 2013, is attached as “**Annexure III**” to this Report.

16. Employees

- (i) There are no employees drawing remuneration in excess of Rs. 8,50,000 per month or Rs. 1,02,00,000 per annum. The details of the remuneration paid to the Functional Directors are as stated in the Audited Accounts for the Financial Year 2016-17.
- (ii) Further, the Board of Directors hereby state that the Company has not received any complaints under “The Sexual Harassment of Women at Workplace (Prevention, Prohibition, and Redressal) Act, 2011” during the Financial Year under review.

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17. Risk Management Policy:

The Company has a Risk Management Policy in line with the nature of the business of the Company. The Board of Directors / Audit Committee undertakes regular review and monitoring of the same, as deemed fit.

In the opinion of the Board, there are no visible risks that threaten the Company's existence.

18. Internal Financial Controls:

The Board of Directors inter alia review the internal policies and procedures of the Company in respect to the Financial Statements to ensure that there is an orderly and efficient detection of frauds and errors, if any. Further, internal policies and procedures are in place to determine the accuracy and completeness of the accounting records and there is a system in place for preparation of reliable financial information.

19. Directors Responsibility Statement

The Directors hereby state that:

- (a) In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- (b) the directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- (c) The directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) The directors had prepared the annual accounts on a going concern basis; and
- (e) The directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

20. Compliance with Secretarial Standards issued by ICSI:

The Company confirms its compliance with the provisions of Secretarial Standards-I and Secretarial Standards-II as issued by the Institute of Company Secretaries of India and notified by the Ministry of Corporate Affairs U/s 118(10) of the Companies Act, 2013.

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21. General Disclosures:

- (a) The Board of Directors further states that during the Financial Year under review, there were no cases reported pursuant to the Sexual Harassment of Women at Work Place (Prevention, Prohibition and Redressal) Act, 2013
- (b) There are no fraud cases which have to be recorded as per Fraud reporting as per the Companies (Amendment) Act, 2015.
- (c) The Company has no outstanding Deposits and has not undertaken any Deposit during the Financial Year 2016-17 requiring any disclosures in this Report.
- (d) There has been no issue of Sweat Equity Shares or Employees Stock Options during the Financial Year
- (e) The Company does not meet the criteria U/s 135(1) of the Companies Act, 2013 and hence there are no disclosures in respect of Corporate Social Responsibility to be undertaken during the Financial Year under review.

22. Acknowledgments

The Board of Directors place on record its gratitude to the Government of India, Government of Maharashtra and regulatory authorities for their support. The Board of Directors also place on record its sincere gratitude to its Bankers, employees and officers for their support and co-operation.

By Order of the Board of Directors

Smart Kalyan Dombivli Development Corporation Ltd

Place:

Date:

U. P. S. Madan
Chairman
(DIN: 03570256)

ANNEXURE OF THE DIRECTOR REPORT FOR THE FINANCIAL YEAR 2016-17

Sr. No.	The Audit Observations	Management reply
1	<p>Since SPV is formed as per the Government of India and Government of Maharashtra norms the company is required to adhere to the State Procurement Policies and follow the process of E-tendering.</p>	<p>SPV Tenders are invited through the process of E-tendering and as per the Resolution No.4(22)/17-18 of Board Meeting. The Works done prior to formation of SPV were awarded as per the provisions of Maharashtra Municipal Corporation Act. Considering above compliance the para may be dropped.</p>
2	<p>Advance payment Of Rs.15 Lakhs has been made to M/s Elects Techno Media Pvt. Ltd. against proposed expenditure of Rs.35 Lakhs for arrangement of Summit/Conference held on 17th and 18th June 2016. There is no break up of estimated expenses of Rs. 35 Lakhs and list of expenses for which advance payment is used. Also, there is no provision as on 31st March, 2017 for balance amount to be paid. Thus it is not clear from the records whether balance amount of Rs.20 Lakhs to be paid or not.</p> <p>No Tender from other companies was found on record for this expense. We were informed that the said assignment was given to M/s Elects Techno Media Pvt. Ltd. on the basis of</p>	<p>As per the Resolution No. 15 dated 20th April, 2016 the Honorable Standing Committee of KDMC had resolved to get the work of Smart City Summit of Kalyan. The financial approval given by Hon. Standing Committee under the provisions of Chapter 5, Rule 2(2) of Maharashtra Municipal Corporation Act to the M/s Elects Techno Media Private Limited. As per the referred Resolution amount of Rs. 15 Lakhs was paid by KDMC which is annexed alongwith. The amount of Rs.15 Lakhs have been spent by M/s Elects Techno Media Private Limited and the confirmation letter from M/s Electo Techno Media is annexed alongwith. It is also mentioned that the balance amount of Rs. 20 Lacs should be collected by M/s Elects Techno Media Pvt. Ltd from the Sponsors. Hence, no payment of Rs. 20 Lakhs was made. Considering above compliance the para may be dropped.</p>

	information gathered that the similar assignment was undertaken by the company in other states.	
3.	<p>Payment to Shubham Arts Rs.1, 02,825/- for sanman symbol to Guest present at Summit / Seminar. However, no quotations were found on record for this expense. Also, TDS is wrongly deducted on VAT bill.</p> <p>We were informed that due to urgency at last moment quotation could not be invited for these expenses .However, the rates are at Par with the same contracts given by KDMC to the said vendor and which are passed by the respective authorities in KDMC as per the policy and norms.</p>	<p>As per the Resolution No.19 dated 8th November, 2016 Honorable Standing Committee of KDMC has resolved to give memento to the esteemed guests attending the Smart City Summit.</p> <p>The financial approval was given by Honorable Standing Committee under provisions of Chapter 5, Rule 2(2) of Maharashtra Municipal Corporation Act . Accordingly the contract was given to the Shubham Arts.</p> <p>As per the Income Tax Act, the tax should not be deducted on material supplied. In this case the TDS has been deducted and paid to the Government of India. Henceforth, the care will be taken by the Department. Considering above compliance the para may be dropped.</p>
4	Some Bills are available in respect of SKDCL which are actually in the name of KDMC, the details are available in the Internal Audit Report.We were informed that the orders were placed in the name of KDMC, prior to incorporation of the Company SKDCL	Since all the tenders / quotation was called by KDMC before incorporation of SKDCL, the invoices are in the name of KDMC. All the vouchers have been produced before the Audit Team.Considering above compliance the para may be dropped.
5	It is observed that the TDS deducted has not been paid on due dates as per the Income Tax Act and the same has been delayed in some cases for more than three months which is already mentioned in annexure.	We admit that there is some delay in some cases in deduction of TDS. But now we are properly taking care off. Considering the initail set up of the SKDCL and above compliance the para may be dropped.

6	<p>There is no letter /communication from Ministry of Company Affairs found on record Stating SKDDCL is a Government Company</p>	<p>Smart Kalyan Dombivili Corporation Ltd (hereinafter referred to as “the Company” or “SKDCL”) was incorporated on 1st September, 2016 on the instructions and vide the Government Resolution No. GR no Smart City-2016 /anus -58/p.No261 Navi-23 of Government of Maharashtra on Smart City dated 18/06/2016 as a State Government.The Company is having 50% of the shareholding held by the Government of Maharashtra and 50% held by Kalyan Dombivili Municipal Corporation (KDMC) and its nominees. The Company was formed for the purpose of development of Kalyan Dombivili area as a Smart City under the Government of Maharashtra’s smart city mission.The KDMC is a local statutory municipal body established for the development of the Kalyan-Dombivili area.</p> <p>The Company was registered as a State Government Company with the Registrar of Companies, Maharashtra, Mumbai bearing a CIN :U74999MH2016SGC285413 .The Letters ,“SG” in the CIN of the Company denotes “State Government Company.” There is no any such policy from the MCA (Ministry of Corporate Affairs) that specifies that whether any Company is a State Government or not .Hence, the CIN of the Company is the sole medium which categorizes the type of Company whether State Government, Private, Public etc. Considering above compliance the para may be dropped</p>
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SMART KALYAN DOMBIVLI DEVELOPMENT CORPORATION LIMITED

REGD OFF: KALYAN DOMBIVLI MUNICIPAL CORPORATION, ADMIN BLDG SHIVAJI CHOWK, KALYAN WEST THANE 421301
CIN: U74999MH2016SGC283173

Email Id-smartkalyandevcorp@gmail.com
No. -

Phone No. - 0251-2204065

Fax

Annexure -II to the Directors Report for Financial Year 2016-17:

Form No. AOC-2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto.

1	Details of contracts or arrangements or transactions not at arm's length basis	
(a)	Name(s) of the related party and nature of relationship	NOT APPLICABLE
(b)	Nature of contracts/ arrangements/ transactions	
(c)	Duration of the contracts/ arrangements/ transactions	
(d)	Salient Terms of the contracts or arrangements or transactions including the value, if any	
(e)	Justification for entering into such contracts or arrangements or transactions	
(f)	Dates of approval by the Board	
(g)	Amount paid as advances, if any	
(h)	Date on which the special resolution was passed in general meeting as required under the first proviso to Section 188	
2	Details of material contracts or arrangement or transactions at arm's length basis	
(a)	Name(s) of the related party and nature of relationship	
(b)	Nature of contracts/arrangements/transactions	
(c)	Durations of the contracts/ arrangements/transactions	NOT APPLICABLE
(d)	Salient Terms of the contracts or arrangements or transactions including the value, if any	
(e)	Date(s) of approval by the Board, if any	
(f)	Amount paid as advances, if any	

For, and on behalf of the Board
SMART KALYAN DOMBIVLI DEVELOPMENT CORPORATION LIMITED

Place: Mumbai

Date:

FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN
as on financial year ended on 31.03.2017
Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

I REGISTRATION & OTHER DETAILS:

i	CIN	U74999MH2016SGC285413
ii	Registration Date	01/09/2016
iii	Name of the Company	SMART KALYAN DOMBIVLI DEVELOPMENT CORPORATION LIMITED
iv	Category/Sub-category of the Company	COMPANY LIMITED BY SHARES
v	Address of the Registered office & contact details	Kalyan Dombivli Municipal Corporation, Admin Bldg Shivaji Chowk, Kalyan West Thane Thane MH 421301 IN
vi	Whether listed company	N.A
vii	Name , Address & contact details of the Registrar & Transfer Agent, if any.	N.A

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the company shall be stated

SL No	Name & Description of main products/services	NIC Code of the Product /service	% to total turnover of the company
1	Construction and maintenance of motorways, streets, roads, other vehicular and pedestrian ways,highways,bridges, tuneels and subways	42101	NIL

III PARTICULARS OF HOLDING , SUBSIDIARY & ASSOCIATE COMPANIES

NOT APPLICABLE

Sl No	Name & Address of the Company	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
1	NOT APPLICABLE	NIL	NIL	NIL	NIL

ANNEXURE IV(111)

SHAREHOLDING PATTERN (Equity Share capital Break up as % to total Equity)

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% change during the year	
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares		
A. Promoters										
(1) Indian	0	0	0	0	0	0	0	0		
a) Individual/HUF										
b) Central Govt. or State Govt.	0	25000	25000	50%	0	25000	25000	50%	NO CHANGE	
c) Bodies Corporates	0	25000	25000	50%	0	25000	25000	50%		
d) Bank/FI	0	0	0	0	0	0	0	0		
e) Any other	0	0	0	0	0	0	0	0		
SUB TOTAL:(A) (1)	0	50000	50000	100%	0	50000	50000	100%	NO CHANGE	
(2) Foreign										
a) NRI- Individuals	0	0	0	0	0	0	0	0	0	0
b) Other Individuals	0	0	0	0	0	0	0	0	0	0
c) Bodies Corp.	0	0	0	0	0	0	0	0	0	0
d) Banks/FI	0	0	0	0	0	0	0	0	0	0
e) Any other...	0	0	0	0	0	0	0	0	0	0
SUB TOTAL (A) (2)	0	0	0	0	0	0	0	0	0	0
Total Shareholding of Promoter										
(A)= (A)(1)+(A)(2)	0	50000	50000	100%	0	50000	50000	100%	NO CHANGE	

	0									
Total Public Shareholding (B)= (B)(1)+(B)(2)	0	0	0	0		0	0	0		
	0									
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0		0	0	0		
Grand Total (A+B+C)	0	50000	50000	100%	0	50000	50000	100%	NO CHANGE	

(ii) SHARE HOLDING OF PROMOTERS

Sl No.	Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year				
		NO of shares	% of total shares of the company	% of shares pledged encumbered to total	NO of shares	% of total shares of the			% of shares pledged
1	Shri Ravendiran E,CEO, KDMC,(Nominee of KDMC)	24995	49.99	0	24995	49.99	0		0
2	Shri .Rajesh More,House Leader(Nominee of KDMC)	1	0.002	0	1	0.002	0		0
3	Shri.Sandeep E Gaikar ,Standing Committee Chairman,(Nominee of KDMC)	1	0.002	0	0	0	0		0
4	Shri.Rajendra Jayant ,Deolekar,Mayor (Nominee of KDMC)	1	0.002	0	1	0.002	0		0
5	Shri. Prakash Bhoir,Oppositoin Party leader(Nominee of KDMC)	1	0.002	0	1	0.002	0		0
6	Shri Vikram Tare, Deputy Mayor (Nominee of KDMC)	1	0.002	0	1	0.002	0		0

7	Shri Prabhakar K Deshmuk , Divisional Commisioner (Nominee of Governemnt of Maharashtra)	25000	50	0	25000	50	0		0	0
8	Shri Ramesh Mahtre ,Standing Committee Chairman,(Nominee of KDMC)	0	0	0	1	0.002	0		0	0.002
9	Shri.Sandeep E Gaikar ,Standing Committee Chairman,(Nominee of KDMC)	0	0	0	1	0	0	0	0	0.002
	Total	50,000	100%	0	50000	100%	0%		0	0.02

Shri Ravendiran E, Shri Rajesh More,Shri.Sandeep E Gaikar , Shri.Rajendra
Jayant,Shri.Sandeep E Gaikar and Shri.Sandeep Gaikar are holding shares on the
Note: behalf of KDMC

Shri Prabhakar K Deshmuk holding shares on the behalf of Government of Maharashtra

(iii) **CHANGE IN PROMOTERS' SHAREHOLDING (SPECIFY IF THERE IS NO CHANGE)**

		Shareholding at		Cumulative	
Sl. No		No.of shares	% of total shares of the	No of shares	% of total shares of
	At the beginning of the year				
	Decrease during the year due to transfer	NO Change			
	At the end of the year (or on the date of separation, if separated during the year)				

(v) **Shareholding of Directors & KMP**

Sl. No		Shareholding at the end of the year		Cumulative Shareholding during the year	
		No.of shares	% of total shares of the company	No of shares	% of total shares of the
	Shri Ravendiran E,CEO, KDMC,(Nominee of KDMC)				
	At the beginning of the year	24995	49.99	0	49.99

	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	No Change			
	At the end of the year	24995	49.99	0	49.99
Sl. No		Shareholding at the end of the		Cumulative	
	Shri .Rajesh More,House Leader(Nominee of KDMC)	No.of shares	% of total shares of the company	No of shares	% of total shares of the
	At the beginning of the year	1	0.00%	1	0.002%
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	No change			
	At the end of the year	1	0.00%	1	0.002%

Sl. No		Shareholding at the end of the		Cumulative	
		No.of shares	% of total shares of the company	No of shares	% of total shares of the
	Shri.Rajendra Jayant ,Deolekar,Mayor (Nominee of KDMC)				
	At the beginning of the year	1	0.002	1	0.002
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	No Change			
	At the end of the year	1	0.002	1	0.002

Sl. No	Shareholding at the end of the year			Shareholding during the	
	Shri. Prakash Bhoir,Oppositoin Party leader(Nominee of KDMC)	No.of shares	% of total shares of the company	No of shares	% of total shares of the company
	At the beginning of the year	1	0.002	1	0.002%

76	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	No change			
	At the end of the year	1	0.002	1	0.002

Sl. No	Shareholding at the end of the year		Shareholding during the		
	Shri Ramesh Mahtre ,Standing Committee Chairman,(Nominee of KDMC)	No.of shares	% of total shares of the company	No of shares	% of total shares of the company
	At the beginning of the year	0	0	1	0.002%

	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	No Change			
	At the end of the year	1	0.002	1	0.002

V INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment					
	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness	
Indebtedness at the beginning of the financial year	Nil	Nil	Nil	Nil	
i) Principal Amount					
ii) Interest due but not paid					
iii) Interest accrued but not due					
Total (i+ii+iii)	Nil	Nil	Nil	Nil	
Change in Indebtedness during the financial year	Nil	Nil	Nil	Nil	
Additions					
Reduction					
Net Change					
Indebtedness at the end of the financial year	Nil	Nil	Nil	Nil	
i) Principal Amount					
ii) Interest due but not paid					
iii) Interest accrued but not due					
Total (i+ii+iii)	Nil	Nil	Nil	Nil	

VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole time director and/or Manager:

Sl.No	Particulars of Remuneration	Name of the MD/WTD/Manager				Total Amount	
1	Gross salary						
	(a) Salary as per provisions contained in section 17(1) of the Income Tax. 1961.						
		NIL	NIL	NIL	NIL	NIL	

	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961	NIL	NIL	NIL	NIL	NIL	
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	NIL	NIL	NIL	NIL	NIL	
2	Stock option	NIL	NIL	NIL	NIL	NIL	
3	Sweat Equity	NIL	NIL	NIL	NIL	NIL	
4	Commission	NIL	NIL	NIL	NIL	NIL	
	as % of profit	NIL	NIL	NIL	NIL	NIL	
	others (specify)	NIL	NIL	NIL	NIL	NIL	
5	Others, please specify	NIL	NIL	NIL	NIL	NIL	
	Total (A)	NIL	NIL	NIL	NIL	NIL	
	Ceiling as per the Act	NIL	NIL	NIL	NIL	NIL	

B. Remuneration to other directors:

NOT APPLICABLE

Sl.No	Particulars of Remuneration	Name of the Directors			Total Amount	
1	Independent Directors					
	(a) Fee for attending board committee meetings	NIL	NIL	NIL	NIL	NIL
	(b) Commission	NIL	NIL	NIL	NIL	NIL
	(c) Others, please specify	NIL	NIL	NIL	NIL	NIL
	Total (1)	NIL	NIL	NIL	NIL	NIL
2	Other Non Executive Directors	NIL	NIL	NIL	NIL	NIL
	(a) Fee for attending board committee meetings	NIL	NIL	NIL	NIL	NIL
	(b) Commission	NIL	NIL	NIL	NIL	NIL
	(c) Others, please specify.	NIL	NIL	NIL	NIL	NIL
	Total (2)	NIL	NIL	NIL	NIL	NIL
	Total (B)=(1+2)	NIL	NIL	NIL	NIL	NIL
	Total Managerial Remuneration	NIL	NIL	NIL	NIL	NIL
	Overall Cieling as per the Act.	NIL	NIL	NIL	NIL	NIL

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

Sl. No.	Particulars of Remuneration		Key Managerial Personnel				Total
			CEO	Company Secretary	CFO	Total	
1	Gross Salary						
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	NIL	NIL	NIL	NIL	NIL	NIL
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	NIL	NIL	NIL	NIL	NIL	NIL
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	NIL	NIL	NIL	NIL	NIL	NIL
2	Stock Option	NIL	NIL	NIL	NIL	NIL	NIL
3	Sweat Equity	NIL	NIL	NIL	NIL	NIL	NIL
4	Commission	NIL	NIL	NIL	NIL	NIL	NIL
	as % of profit	NIL	NIL	NIL	NIL	NIL	NIL
	others, specify	NIL	NIL	NIL	NIL	NIL	NIL
5	Others, please specify	NIL	NIL	NIL	NIL	NIL	NIL
	Total	NIL	NIL	NIL	NIL	NIL	NIL

VII

PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES

Type	Section of the Companies Act	Brief Description	Details of Penalty/Punishment/Compounding fees imposed	Authority (RD/NCLT/Court)	Appeal made if any (give details)
A. COMPANY					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL
B. DIRECTORS					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL
C. OTHER OFFICERS IN DEFAULT					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL

For & on behalf of

Date:

SMART KALYAN DOMBIVLI DEVELOPMENT CORPORATION LIMITED

Place :

Chairman

ITEM NO. 7:

TO TAKE NOTE OF THE CIRCULAR RESOLUTION PASSED ON 20TH DECEMBER, 2017 FOR CONVENING THE 1ST ANNUAL GENERAL MEETING OF THE COMPANY ON 27TH DECEMBER, 2017 (ANNEXURE V)

The Board is requested to take note that the Board of Directors has passed and approved the Circular Resolution on 20th December, 2017 in terms of the provisions of Section 96 of the Companies Act, 2013 for convening the 1st Annual General Meeting of the Company to be held on 27th December, 2017 at 5:30 PM at 2nd Floor, Sarvodaya Mall, Near APMC Market, Kalyan West, Thane 421301, at a shorter notice.

The resolution, along with Agenda papers and Voting Sheet were circulated to all the Board Members electronically on 15th December, 2017 and the last date for receipt of the consent/ dissent on the resolutions was 20th December, 2017. Further, the resolution was passed on 20.12.2017 with the receipt of the assent from the required majority.

Accordingly, the copy of the Notice of the 1st Annual General Meeting and Voting Sheet received from the directors along with the approved resolution are tabled as “**Annexure V**” to the agenda for the perusal of the Board.

The Board is requested to consider and take note of the same.

Resolution No: **CR No: 2017-18/01**

RESOLVED THAT, pursuant to the provisions of Section 96 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014, as applicable, the consent of the Board of Directors be and is hereby accorded to convene the 1st Annual General Meeting for the Financial year ended 31st March, 2017 on **Wednesday, 27th December, 2017 at 5:30 PM at Second Floor, Sarvodaya Mall, Near APMC Market, Kalyan (West), Thane 421 301** at a shorter notice to transact the business as given in the draft notice issued for the same as per Section 101 and Section 102 of the Companies Act, 2013.

“FURTHER RESOLVED THAT, the Draft of the Notice of the First Annual General Meeting of the Company, as circulated to the Board of Directors, be and is hereby approved.”

“FURTHER RESOLVED THAT, any of the Director of the Company or the CEO, be and is hereby authorized to sign and issue such notice to the members of the Company and to do all other necessary acts for the conduct of the Annual General Meeting of the Company (including any adjournments thereof), as deemed fit, including to amend, modify or revise any of the contents of the Notice of the 1st AGM (including any adjournment thereto), and to obtain the shorter notice consent of the required shareholders and to undertake all the necessary steps for the purpose of giving effect to the above resolution”

“FURTHER RESOLVED THAT, any other Director be and is hereby authorized to sign, file and authenticate all the necessary records and e-forms to be filed with the Registrar of Companies, Maharashtra, Mumbai to ensure the necessary compliance with the provisions of the Companies Act, 2013 and applicable rules.”

SMART KALYAN DOMBIVLI DEVELOPMENT CORPORATION LIMITED

REGD OFF: KALYAN DOMBIVLI MUNICIPAL CORPORATION, ADMIN BLDG SHIVAJI CHOWK, KALYAN WEST THANE 421301
CIN: U74999MH2016SGC283173

Email id-commissionerkdmc@gmail.com

Phone No. - 0251-2204065

NOTICE

Notice is hereby given that the First Annual General Meeting of the Company, **SMART KALYAN DOMBIVLI DEVELOPMENT CORPORATION LIMITED** will be held on **Wednesday, 27th December, 2017** at **5:30 PM** at **Second Floor, Sarvodaya Mall, Near APMC Market, Kalyan (West), Thane 421 301** to transact the following business:

ORDINARY BUSINESS:

1. To consider, adopt and approve the Balance Sheet as at 31st March, 2017 along with the Profit and Loss Account Statement for the year ending on that date, the Cash Flow Statement, the Notes and the Schedules thereon along with the Audit Report and the Director Report thereon.
2. To appoint a Director, in place of **Shri. Rajendra Jayant Deolekar (DIN: 07549653)**, who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.
3. To appoint a Director, in place of **Shri. Mahendra P Kalyankar (DIN: 07114796)**, who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.
4. To appoint a Director, in place of **Shri Rajesh Govardhan More (DIN: 07628238)**, who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.
5. To appoint a Director, in place of **Shri U. P. S. Madan (DIN: 03570256)**, who retires by rotation at this Annual General Meeting, and being eligible offers himself for re-appointment.
6. To consider and if thought fit, to pass the following resolution for remuneration of Statutory Auditors:

“RESOLVED THAT, pursuant to the provisions of Section 139(5) and 142 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 as applicable, the consent of the Members be and is hereby accorded to the Board of Directors of the Company to fix and determine the remuneration payable to the Statutory Auditors of the Company, as may be appointed by the Comptroller & Auditor-General, India for the Financial Year 2017-18 and on such terms and conditions, as deemed fit.”

SMART KALYAN DOMBIVLI DEVELOPMENT CORPORATION LIMITED

REGD OFF: KALYAN DOMBIVLI MUNICIPAL CORPORATION, ADMIN BLDG SHIVAJI CHOWK, KALYAN WEST THANE 421301
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SPECIAL BUSINESS :

7. Appointment of Shri P Velrasu (DIN: 07839013), as a Director and Chief Executive Officer on the Board of Directors of the Company

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution :

"RESOLVED THAT, pursuant to the provisions of Section 149, 152, 161 and other applicable provisions of the Companies Act, 2013, read with the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time and to the extent applicable to the Company, and pursuant to the provisions of the Article 12 of the Articles of Association of the Company, the consent of the Members be and is hereby accorded for the appointment of Shri P. Velrasu(DIN: 07839013), Commissioner, Kalyan Dombivli Municipal Corporation, as a Director on the Board of Directors of the Company, not liable to retire by rotation."

"FURTHER RESOLVED THAT, pursuant to the provisions of Section 203 of the Companies Act, 2013, read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time and to the extent applicable to the Company, and pursuant to the provisions of Article 12.1 of the Articles of Association of the Company, read with the Government of Maharashtra Government Resolution No. GR No. Smart C.- 2016/No. 58/Ward No.261/Navi-23 dated 18th June 2016the consent of the Members be and is hereby accorded for the appointment of Shri P. Velrasu(DIN: 07839013) as a Chief Executive Officer of the Company on such terms and conditions, as approved by the Board of Directors, in consultation with the Government of Maharashtra, in this regard."

"FURTHER RESOLVED THAT, any one of the Directors of the Company, be and are hereby authorized to give effect to the above resolution, in all respects and to file the necessary e-forms as required in this regard."

By Order of the Board of Directors

Place: Kalyan

Date: 21/12/2017

P. Velrasu, IAS
Director & CEO
DIN: 07839013

Address:

Kalyan Dombivli Municipal Corporation, Admin
BldgShivaji Chowk, Kalyan West Thane MH 421301
CIN: U74999MH2016SGC283173

SMART KALYAN DOMBIVLI DEVELOPMENT CORPORATION LIMITED

REGD OFF: KALYAN DOMBIVLI MUNICIPAL CORPORATION, ADMIN BLDG SHIVAJI CHOWK, KALYAN WEST THANE 421301
CIN: U74999MH2016SGC283173

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Phone No. - 0251-2204065

NOTES:

- 1) A Member Entitled to Attend and Vote Is Entitled to Appoint a Proxy, Or, Where That Is Allowed, One Or More Proxies, To Attend And Vote Instead Of Himself, And That A Proxy Need Not be A Member. Pursuant to Section 105 of the Companies Act, 2013 and Rule 19 the Companies (Management & Administration) Rules, 2014, a person can act as a proxy on behalf of members not exceeding 50 and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder. Proxies, in order to be effective, must be received at the registered office of the Company at not less than forty-eight hours before the commencement of the AGM. Members/ Proxies are requested to bring in duly filled in attendance slip attached herewith, to attend the Meeting.
- 2) Map to the venue of the AGM, as per the requirement of Secretarial Standard 2 is attached for the perusal of the members.
- 3) Explanatory Statement pursuant to the provisions of Section 102 of the Companies Act, 2013 is attached herewith for the perusal of the members.

Place: Kalyan

Date: 21/12/2017

By Order of the Board of Directors

P. Velasu, IAS

Director & CEO

DIN: 07839013

SMART KALYAN DOMBIVLI DEVELOPMENT CORPORATION LIMITED

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Phone No. - 0251-2204065

EXPLANATORY STATEMENT TO THE NOTICE

(PURSUANT TO THE PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013)

Item No. 7:

In terms of the provisions of Order 7(1) of the GR No. Smart C.- 2016/No. 58/Ward No.261/Navi-23 dated 18th June 2016 issued by the Government of Maharashtra, read with Article 12.1 of the Articles of Association of the Company, the Municipal Commissioner, Kalyan Dombivli Municipal Corporation (KDMC) will be appointed as the Director on the Board of Directors of the Company, on an ex-officio basis.

In terms of the provisions of the Order no .1117/5/2017/Ten from General Administrative Department, Government of Maharashtra dated 24th May, 2017, Shri .P. Velrasu DIN: 07839013, IAS, has been appointed as the Municipal Commissioner, KDMC, in place of Shri E. Ravinderan.

Accordingly, the Board of Directors approved the appointment of Shri P. Velrasu as an Additional Director on the Board of Directors of the Company with effect from 1st June, 2017.

Further, in terms of the provisions of the Government Resolution No. GR No. Smart C.- 2016/No. 58/Ward No.261/Navi-23 dated 18th June 2016 read with the provisions of Article 12.10(A) of the Articles of Association of the Company, the Board of Directors have appointed Shri P. Velrasu as the Chief Executive Officer (CEO) and Key Managerial Personnel of the Company, with effect from 1st June 2017.

The said appointment as the CEO shall be based on the terms and conditions, as per the Orders of the Government of Maharashtra, and as approved by the Board of Directors, from time to time.

The Board of Directors recommends the resolution for the appointment of the Shareholders as an Ordinary Resolution

None of the Directors, except Shri P Velrasu or Key Managerial Personnel or their relatives are interested in the above resolution:

Place: Kalyan

Date: 21/12/2017

By Order of the Board of Directors

P. Velrasu, IAS

Director & CEO

DIN: 07839013

SMART KALYAN DOMBIVLI DEVELOPMENT CORPORATION LIMITED

REGD OFF: KALYAN DOMBIVLI MUNICIPAL CORPORATION, ADMIN BLDG SHIVAJI CHOWK, KALYAN WEST THANE 421301
CIN: U74999MH2016SGC283173

Email id-commissionerkdmc@gmail.com

Phone No. - 0251-2204065

Form No. MGT-11

Proxy form

*[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies
(Management and Administration) Rules, 2014]*

CIN:	U74999MH2016SGC285413
Name of the Company:	SMART KALYAN DOMBIVLI DEVELOPMENT CORPORATION LIMITED
Registered Office of the Company:	KALYAN DOMBIVLI MUNICIPAL CORPORATION, ADMIN BLDGSHIVAJI CHOWK, KALYAN WEST THANE- 421301
Name of the Member (s):	
Registered Address:	
E-Mail Id:	
Folio No/Client Id:	
DP ID (if any required):	

I/We, being the member (s) of the above named company, hereby appoint

1 Name:

Address:

E-Mail Id:

Signature:

(or failing

him)

SMART KALYAN DOMBIVLI DEVELOPMENT CORPORATION LIMITED

REGD OFF: KALYAN DOMBIVLI MUNICIPAL CORPORATION, ADMIN BLDG SHIVAJI CHOWK, KALYAN WEST THANE 421301
CIN: U74999MH2016SGC283173

Email id-commissionerkdmc@gmail.com

Phone No. - 0251-2204065

2 Name: _____

Address: _____

E-Mail Id: _____

Signature: _____

(or failing

him) _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 1st Annual General Meeting of the Company, to be held on Wednesday, 27th December, 2017 at 5.30. p.m. at Second Floor, Sarvodaya Mall, Near APMC Market Kalyan (West), Thane-421301 and at any adjournment thereof in respect of such resolutions as are indicated below:

ORDINARY BUSINESS:

1. To consider, adopt and approve the Balance Sheet as at 31st March, 2017 along with the Profit and Loss Account Statement for the year ending on that date , the Cash Flow Statement , the Notes and the Schedules thereon along with the Audit Report and the Director Report thereon.
2. To appoint a Director , in place of **Shri. Rajendra Jayant Deolekar,(Din: 07549653)** who retires by rotation at this Annual general Meeting and being eligible offers himself for re-appointment.
3. To appoint a Director , in place of **Shri. Mahendra P Kalyankar ,(DIN: 07114796)**, who retires by rotation at this Annual general Meeting and being eligible offers himself for re-appointment.
4. To appoint a Director , in place of **Shri Rajesh Govardhan More, (DIN:07628238)** who retires by rotation at this Annual general Meeting and being eligible offers himself for re-appointment.
- 5.To appoint a Director, in place of **Shri. U.P.S .Madan, (Din:03570256)**, who retires by rotation at this Annual general Meeting and being eligible offers himself for re-appointment.

SMART KALYAN DOMBIVLI DEVELOPMENT CORPORATION LIMITED

REGD OFF: KALYAN DOMBIVLI MUNICIPAL CORPORATION, ADMIN BLDG SHIVAJI CHOWK, KALYAN WEST THANE 421301
CIN: U74999MH2016SGC283173

Email id-commissionerkdmc@gmail.com

Phone No. - 0251-2204065

6. To consider and if thought fit, to pass the Resolution for fixing remuneration of the Statutory Auditors.

SPECIAL BUSINESS:

7. Appointment of Shri P. Velrasu, (Din:07839013) as the Director & Chief Executive Officer on the Board of Directors of the Company.

Signed this *date* __/__/2017.

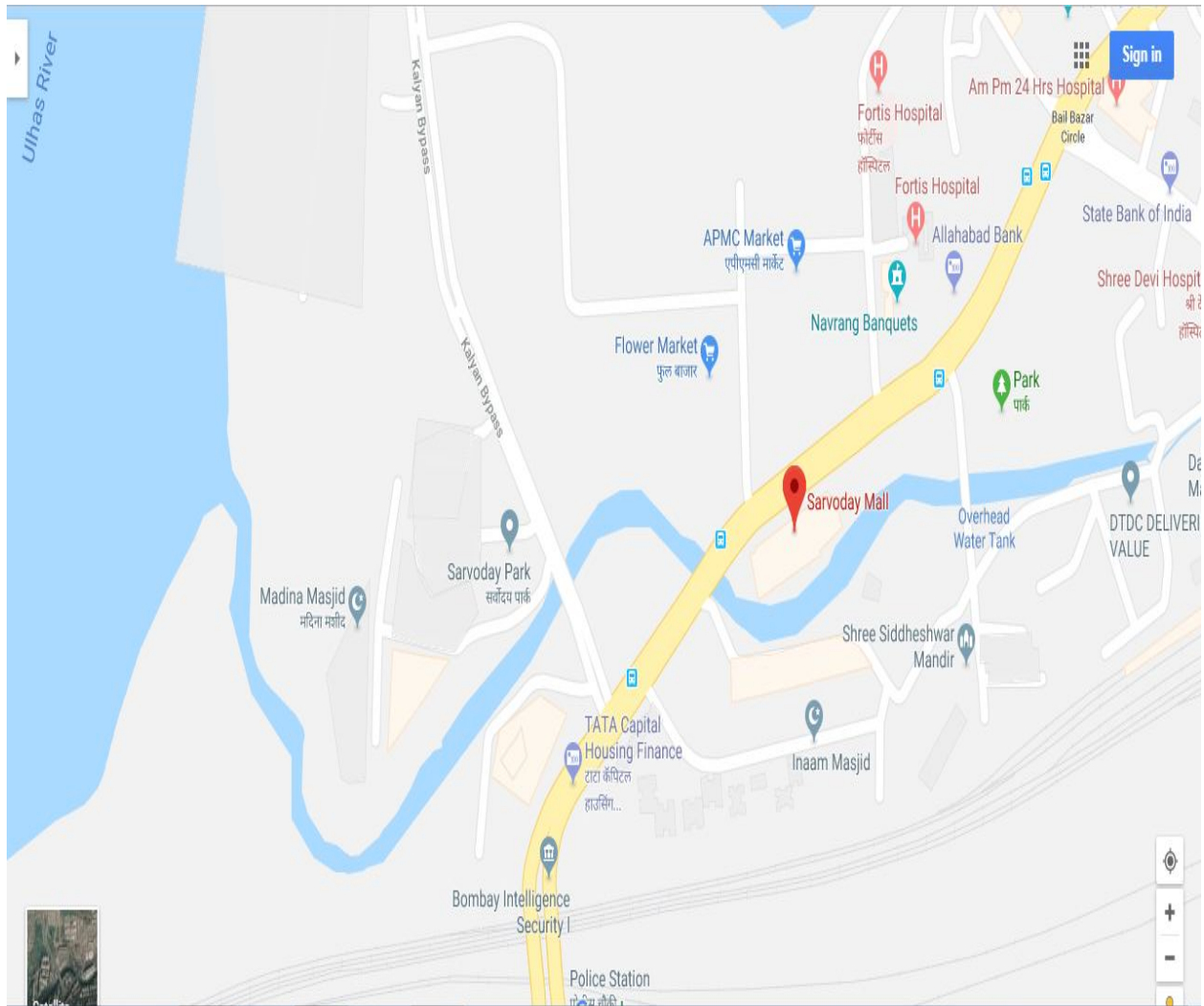
Affix
revenue
stamp

Signature of Member

Signature of Proxy Holder(s)

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting

MAP OF THE VENUE



ITEM NO.8:

TO TAKE CONSIDER AND NOTE OF THE APPOINTMENT OF MRV & ASSOCIATES AS AN INTERNAL AUDITOR AND THEIR REMUNERATION FIXED FOR THE FINANCIAL YEAR 2017-18. (ANNEXURE VI)

The Company has appointed **M/s MRV & ASSOCIATES** as an Internal Auditor for the financial year 2017-18 for providing assistance and services related to preparation and maintenance of books of accounts, preparation of Financial Statements on Annual basis in terms of the provision of Companies Act, 2013, and services related to Direct & indirect Taxation Accounting, Advisory and Audit services to the Company at a fixed remuneration of Rs. 1,24,998/- annual basis.

The Appointment Letter and Profile of the Consultant is attached as **"Annexure VI"** to the agenda for the perusal of the Board.

The Board is requested to take note of the above, and if thought fit, pass the following resolution with such modifications, as it may deem fit, in this regard:

"RESOLVED THAT, pursuant to the provisions of section 138 of the Companies Act, 2013 and any other applicable laws, the Board be and hereby approves the appointment of **M/s MRV & ASSOCIATES** as the Internal Auditors of the Company for the Financial year 2017-18 and to conduct the Internal Audit Report at regular intervals and to submit their report to the Board of Directors thereon.'

"FURTHER RESOLVED THAT, the remuneration of the Internal Auditor shall be Rs. 1,24,998/- on annual basis."

"RESOLVED FURTHER THAT, any one of the Director be and is hereby authorized to complete with all formalities and documents as required to give effect to the said resolution."

SMART KALYAN DOMBIVLI DEVELOPMENT CORPORATION LIMITED

CIN : U74999MH2016SGC285413

Kalyan Dombivli Municipal Corporation, Admin Bldg Shivaji Chowk, Kalyan West 421301

No: SKDCL/40

Date: 25/10/2017

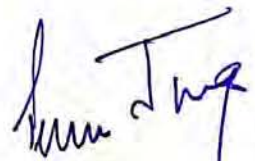
To,
 M R V & ASSOCIATES
 816/B Wing,
 Jaswanti Allied Business Centre,
 Ramchandra Lane, Kanchpada,
 Malad West, Mumbai 400064.

Sub : Appointment as Internal auditor for the Financial Year 2017-2018.

- Ref: 1) Quotation no KDMC/EE/SPECIAL PROJECT 114 dt. 24/07/2017
 2) Acceptance Letter no KDMC/EE/SP 344 dt. 05/10/2017.

With reference to the above subject the Quotation submitted by your Firm is approved. As per reference no. 2 you have submitted agreement on Rs. 100/- stamp paper. You are hereby informed that your quotation for completing the captioned work "Internal Auditor" for the Financial Year 2017-18 for the price of Rs. 1,24,998/- (Rs. One Lakh Twenty Four Thousand Nine Hundred & Ninety Eight Only) lump sum fees is approved.

In accordance with the provision of the quotation you have to start the work of "Internal Audit" of Smart Kalyan Dombivli Development Corporation for the Financial Year 2017-18, With immediate effect.




**Executive Engineer
 (Special Projects)**

Kalyan Dombivli Municipal Corporation



M R V & ASSOCIATES
Chartered Accountants

816/B wing, Jaswanti Allied Business Centre, Ramchandra Lane, Kanchpada, Malad west,
Mumbai 400064.

 : camrv12@gmail.com
9819610934



Date : 25/10/2017

To,

SMART KALYAN DOMBIVLI
DEVELOPMENT CORPORATION LIMITED
Kalyan Dombivli Municipal Corporation,
Admin Bldg Shivaji Chowk,
Kalyan West 421301

Sub : Appointment as Internal Auditor of your Company for the Financial year 2017 -18
"Consent and Eligibility"

Dear Sir,

We are in receipt of your communication dated 25/10/2017, inquiring as to our consent and eligibility for being appointed as Internal auditors of your company for financial year 2017-2018. We give our consent for being appointed as Internal auditor of the company.

Further, in pursuance of requirement of the Companies Act, 2013 and of Companies Audit and Auditors Rules, 2014 we hereby confirm that:


- 1) The firm is eligible for appointment and is not disqualified for appointment under section 141 of the Companies Act, 2013, the Chartered Accountant Act, 1949 and rules and regulations made there under;
- 2) Our proposed appointment would be as per the term provided under the Act;
- 3) The proposed appointment is within the limits laid down by or under the authority of the Act;
- 4) There are no proceedings pending against either of the partners or the firm with respect to professionals matter of conduct.

Thanking You,

Yours Faithfully

For M R V & ASSOCIATES
Chartered Accountants




Proprietor

M.NO : 151944
FRN : 135836W

ITEM NO.9:

TO TAKE NOTE OF THE INTERNAL AUDIT REPORT FOR THE FINANCIAL YEAR 31ST MARCH, 2017 (ANNEXURE VII)

The Board is requested to consider the Internal Audit Report received from M/s GDJ & Associates ,Chartered Accountant) for the Financial year ended 31st March, 2017 which is attached as " **Annexure VII**" to this agenda .

The Board may take note of the same.

SMART KALYAN DOMBIVLI DEVELOPMENT CORPORATION LIMITED

Significant Accounting policies and Notes on Financial Statements for the year ended 31st March, 2017

Company overview:

Kalyan Dombivli Municipal Corporation has been shortlisted for SMART CITY MISSION. The Municipal Corporation has formed a Special Purpose Vehicle (SPV) as per the guideline of Smart City Mission, MoUD, GoI. **"SMART KALYAN DOMBIVLI DEVELOPMENT CORPORATION LIMITED"** (SKDCL) was incorporated on 01/09/2016 as a Public Limited Company under the Companies Act, 2013 to undertake the SMART CITY MISSION Kalyan Dombivli.

The SKDCL has formed in financial year 2016-17, As per section 138 of Indian Companies Act 2013 read with Rule 13 Of Companies (Accounts) Rules, 2014.

1. Significant Accounting Policies:

1. Basis for preparation of Financial Statements:

a) The Financial Statements are prepared under the historical cost convention, in accordance with the Generally Accepted Accounting Principles, provisions of the Companies Act, 2013 and the applicable guidelines issued by the Reserve Bank of India as adopted consistently by the Company.

b) Use of Estimates:

Preparation of Financial Statements in conformity with Generally Accepted Accounting Principles requires Management to make estimates and assumptions that affect the reported amounts of asset and liabilities and disclosure of contingent liabilities as at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Examples of such estimates include estimated useful life of fixed assets and estimated useful life of leased assets. The Management believes that estimates used in the preparation of financial statements are prudent and reasonable. Actual results could differ from these estimates. Adjustments as a result of differences between actual and estimates are made prospectively.

2. Revenue Recognition:

Grants and donations for specific projects are recognized as income to the extent utilized during the year as per terms of agreement/sanction and unutilized amount are carried forward as Other Current Liabilities until the actual expenditure is incurred.

Interest Income is recognized on time proportion basis. Dividend Income is recognized when the right to receive payment is established.

3. Investments:

Investments are classified into long term investments and current investments based on intent of Management at the time of making the investment. Investments intended to be held for more than one year, are classified as long-term investments.

Current investments are valued at the lower of the cost or the market value. Long-term investments are valued at cost unless there is diminution, other than temporary, in their value.



4. Provisions, Contingent Liabilities and Contingent Assets:

The Company recognizes provisions when it has a present obligation as a result of a past event. This occurs when it becomes probable that an outflow of resources embodying economic benefits might be required to settle the obligation and when a reliable estimate of the amount of the obligation can be made. Provisions are determined based on Management estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current management estimates.

Contingent Liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligations or a reliable estimate of the amount cannot be made.

Contingent Assets, if any, are not recognized in the financial statements since this may result in the recognition of income that may never be realized.

5. Cash and Cash Equivalents:

Cash and Cash Equivalents include Cash in hand, Cheque in hand, demand deposits with banks, term deposits with banks and other short-term highly liquid investments with original maturities of three months or less.

6. Cash Flow Statement:

Cash flows are reported using the indirect method, whereby Profit before tax is adjusted for the effects of transactions of non-cash nature, any deferrals or accruals of past or future operating receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities are segregated.

For SMART KALYAN DOMBIVLI DEVELOPMENT CORPORATION LTD.

For GDJ & ASSOCIATES

Chartered Accountant



C.A. Sagar S. Dube

(Partner)

Date:

Place: Pune



P Velrasu

DIN:

Chief Executive Officer

DIN:

Director



GDJ & ASSOCIATES
Chartered Accountants

INTERNAL AUDIT REPORT For the F.Y.2016-17

Financial Analysis of SMART KALYAN DOMBIVLI DEVELOPMENT CORPORATION LTD.

1. Statutory liabilities Payable

Sr. No.	Particular's	Amount in ₹
1	Tds Contractor	71906.00
2	Tds Professional	18804.00
	Total ₹	90710.00

Note- Above liabilities are not paid till date of this report

2. TDs Return Filing

It was observed in the course of internal audit that company does not filed any TDS return for the FY 2016-2017. Liability of interest @ 1.5 % per month is going on. Penalty of Rs 400 per day (200+200) is also going on.

3. Service Tax VAT & PT returns not filed.

4. Bills are in the Name of Kalyan Dombivli Municipal Corporation and expenses booked in the books of SKDDCL-

Date of Bill	Bill No	Name of Party	Particulars	Amount ₹
22.12.2015	150100526	Crisil Risk and Infrastructure Solutions Limited	Advisory Services for preparation of Smart City Proposal	572500
22.12.2015	150100527	Crisil Risk and Infrastructure Solutions Limited	Advisory Services for preparation of Smart City Proposal	2862500
29.12.2015	150100548	Crisil Risk and Infrastructure Solutions Limited	Advisory Services for preparation of Smart City Proposal	2290000
05.03.2017	984	Mohiniraj Travels and Transport	Travel Expenses	4610
05.03.2017	983	Mohiniraj Travels and Transport	Travel Expenses	3550
16-06-2016	71094206	Lokmat Media Pvt. Ltd	Advertisement Expenses	19404
17-06-2016	21319448	Bennett Coleman And Co Ltd	Advertisement Expenses	129525

B-105, The Capital, Beside Regent Plaza, Baner-Pashan Link Road, Baner, Pune - 411 045.

Ph. 9011060083 | 8888844063 | Email : ca.sagar.dube@gmail.com | sagar.dube@gdjassociates.com



17-06-2016		Prabhodan Prakashan	Advertisement Expenses	17640
17-06-2016	698	Tarun Bharat	Advertisement Expenses	7644
30-06-2016	404	Dainik Janmat	Advertisement Expenses	5880
14-09-2016	1265816	Sakal Papers Pvt Ltd	Advertisement Expenses	17640
14-09-2016	160600666	Diligent Media Corporation Limited	Advertisement Expenses	109203
11-11-2016	1002575267	Indian Express Limited	Advertisement Expenses	8045
12-11-2016	161100287	Mid Day Infomedia Limited	Advertisement Expenses	4752
29-11-2016	161124193	Publicity Society Of India Limited	Advertisement Expenses	2760
30-11-2016	21668610	Bennett Coleman And Co Ltd	Advertisement Expenses	4038
30-11-2016	161100687	Mid Day Infomedia Limited	Advertisement Expenses	3168
30-11-2016	1002588392	Indian Express Limited	Advertisement Expenses	6704
07-12-2016	2016001757	Navbharat Press Limited	Advertisement Expenses	4680
07-12-2016	16120022	Dabang Duniya	Advertisement Expenses	4004
07-12-2016	161200183	Diligent Media Corporation Limited	Advertisement Expenses	20058
28-12-2016	21719936	Bennett Coleman And Co Ltd	Advertisement Expenses	988800
08-03-2017	21862051/001	Bennett Coleman And Co Ltd	Advertisement Expenses	659200
17-02-2017	21822942/001	Bennett Coleman And Co Ltd	Advertisement Expenses	659200
06-03-2017	21854004/001	Bennett Coleman And Co Ltd	Advertisement Expenses	263680
20-03-2017	21888341/001	Bennett Coleman And Co Ltd	Advertisement Expenses	659200
Total ₹				9328385.00



5. Bills Not Found

Date Payment	Of	Bill No.	Name of Party	Particulars	Amount ₹
19.09.2016			Parag Dasrwar	Legal & Prof. fees	175000
02.12.2016			Shubham Art	Adv. Expenses	100768
26.05.2016			Elets Technomedia Pvt. Ltd.	Seminar Exp.	1500000
09.08.2016			Navataa	Legal & Prof. fees	340000
28.02.2017			Time Travels	Travel Expenses	23217
Total ₹					2138985.00

6. TDs Not Deducted

Date of Bill	Bill No.	Name of Party	Particulars	Amount ₹
05.11.2017		D A Kamat & Co.	Advisory Services for Secretarial Matters	33523
Total ₹				33523.00

7. Previous Year Bill's

Date of Bill	Bill No.	Name of Party	Particulars	Amount ₹
22.12.2015	150100526	Crisil Risk and Infrastructure Solutions Limited	Advisory Services for preparation of Smart City Proposal	572500
22.12.2015	150100527	Crisil Risk and Infrastructure Solutions Limited	Advisory Services for preparation of Smart City Proposal	2862500
29.12.2015	150100548	Crisil Risk and Infrastructure Solutions Limited	Advisory Services for preparation of Smart City Proposal	2290000
Total ₹				5725000.00

For GDJ & ASSOCIATES
Chartered Accountant



C.A. Sagar S. Dube
(Partner)

Date: 02.09.2017

Place: Pune



ITEM NO.10

TO TAKE NOTE OF FOLLOWING SHARE TRANSFERS OF THE COMPANY (ANNEXURE VIII)

A) TO APPROVE THE TRANSFER OF SHARES OF THE COMPANY FROM SHRI VIKRAM RAMESH TARE TO SHRI MORESHWAR BHOIR.

The Board of directors may be informed that as per the General Body Meeting held on 17th March, 2017. Shri. Moreshwar Bhoir is appointed as the Deputy Mayor of Kalyan Dombivli Municipal Corporation in place of Shri Vikram Tare. Thus, on account of the nomination the 1 Equity share of Rs.10 each which was held by the former Deputy Mayor Shri Vikram Tare, (Nominee of KDMC) since the incorporation of the Company is transferred to Shri Moreshwar Bhoir on ex-officio basis who now holds the current position of Deputy Mayor.

The copy of the Minutes of the General Body held on 17.03.2017 is attached as **"Annexure VIII (I) "** to the Agenda for the perusal of the Board of Directors.

Further, the Board is informed that the 1 (One) share held by **Shri Vikram Ramesh Tare** will be required to be transferred to **Shri. Moreshwar Bhoir** as per the provisions of Section 56 of the Companies Act, 2013 read with Companies (Share Capital and Debentures) Rules, 2014 and the Memorandum and Articles of Association of the Company.

The detail of the share to be transferred is stated as follows:

Details of the Transferor		Details of the Transferee		No of Shares
Folio No	Name	Folio No	Name	
6	Shri Vikram Ramesh Tare	6	Moreshwar Bhoir	1

The Board is requested to approve the same and pass the following resolution in this regard:

"RESOLVED THAT subject to the provisions of Section 56 of the Companies Act, 2013 read with Companies (Share Capital and Debentures) Rules, 2014 and the Memorandum and Articles of Association of the Company, the Board of Directors be and hereby approved the following transfer of shares:-

Details of the Transferor		Details of the Transferee		No of Shares
Folio No	Name	Folio No	Name	
6	Shri Vikram Ramesh Tare	6	Moreswar Bhoir	1

"FURTHER RESOLVED THAT any one of the Directors be and is hereby authorized to make the necessary entries in the Register of Members and Register of Share Transfers and issue the Share Certificates to the transferee and to undertake all the necessary acts for the purpose of giving effect to the resolution, in all respects."

B) TO APPROVE THE TRANSFER OF SHARES OF THE COMPANY FROM SHRI PRABHAKAR DESHMUKH TO DR.JAGDISH DEVIDAS PATIL.

The Board of directors may be requested to note that the Company has received the Government resolution vide its order no. ज.श.प.प्र.क. ५३३१-१११०/१०/२०१७/१६१ dated 05th June, 2017 which stated the appointment of Shri J. D. Patil as the Divisional Commissioner of KONKAN VIBHAG , Mumbai in place of the Shri. Prabhakar Deshmukh w.e.f 05.06.2017. Thus, on account of the nomination letter received 25000 equity shares which were held by Shri. Prabhakar Deshmukh will be transferred to Shri J.D. Patil on an ex-officio basis. Accordingly, Shri J. D. Patil will hold the shares as an Nominee of the State Government in the Company.

The copy of the GR is attached as "Annexure VIII (II)" to the agenda for the perusal of the Board. The

Further, the Board is informed that the 25000 shares held by Shri Prabhakar Deshmukh will be required to be transferred to Shri Shri J. D. Patil as per the provisions of Section 56 of the Companies Act, 2013 read with Companies (Share Capital and Debentures) Rules, 2014 and the Memorandum and Articles of Association of the Company.

The detail of the share to be transferred is stated as follows:

Details of the Transferor		Details of the Transferee		No of Shares
Folio No	Name	Folio No	Name	
7	Shri Prabhakar Deshmukh	7	Shri J.D.Patil	25,000

The Board is requested to approve the same and pass the following resolution in this regard:

“RESOLVED THAT subject to the provisions of Section 56 of the Companies Act, 2013 read with Companies (Share Capital and Debentures) Rules, 2014 and the Memorandum and Articles of Association of the Company, the Board of Directors be and hereby approved the following transfer of shares:-

Details of the Transferor		Details of the Transferee		No of Shares
Folio No	Name	Folio No	Name	
7	Shri Prabhakar Deshmukh	7	Shri J. D. Patil	25,000

“FURTHER RESOLVED THAT any one of the Directors be and is hereby authorized to make the necessary entries in the Register of Members and Register of Share Transfers and issue the Share Certificates to the transferee and to undertake all the necessary acts for the purpose of giving effect to the resolution, in all respects.”

मा.विशेष सर्वसाधारण सभा क्र.२०, दिनांक १७/०३/२०१७

इतिवृत्त

विषय क्रमांक — ०१.

कल्याण डोंबिवली महानगरपालिकेचे उपमहापौर श्री.विक्रम (विकी) रमेश तरे यांनी त्यांचे उपमहापौर पदाचा दिलेला राजीनामा महाराष्ट्र महानगरपालिका अधिनियमातील कलम १९ पोटकलम (४) अन्वये मंजूर करण्यांत आला असून रिक्त झालेल्या उपमहापौर पदाच्या जागेवर महाराष्ट्र महानगरपालिका अधिनियमातील कलम १९ पोटकलम (५) अन्वये एका पालिका सदस्याची उपमहापौर म्हणून नियुक्ती करणे.

कल्याण डोंबिवली महानगरपालिका सार्वत्रिक निवडणूक २०१५ दि.०१/११/२०१५ रोजी संपन्न झाली आहे. महाराष्ट्र महानगरपालिका अधिनियमातील कलम १९ (१) पोट कलम (१अ) च्या तरतूदीच्या आधिन राहून “महानगरपालिका सार्वत्रिक निवडणुकीनंतरच्या दिनांक ११/११/२०१५ रोजी झालेल्या महापालिकेच्या पहिल्या बैठकीत, पालिका सदस्यांमधून शिवसेना पक्षाचे श्री.राजेंद्र जयंत देवळेकर यांची महापौर पदी व भारतीय जनता पक्षाचे श्री.विक्रम रमेश तरे यांची उप महापौर पदी अडीच वर्षे कालावधीसाठी निवड झालेली आहे.

मा.महापौर व मा.उपमहापौर पदाचा अडीच वर्षे कालावधी दिनांक ११/११/२०१५ ते दिनांक १०/०५/२०१८ असा आहे.

मा.श्री.विक्रम (विकी) रमेश तरे यांनी त्यांचे उप महापौर पदाचा राजीनामा मा.महापौर महोदय यांचेकडे दि.१८/०१/२०१७ रोजी सादर केला आहे. मा.महापौर महोदय यांनी मा.श्री. विक्रम (विकी) रमेश तरे यांनी उपमहापौर पदाचा दिलेला राजीनामा दि.२०/०१/२०१७ रोजी मंजूर केलेला आहे.

महाराष्ट्र महानगरपालिका अधिनियमातील कलम १९ पोटकलम (५) महापौर किंवा उपमहापौर यांच्या पदाची कोणतीही नैमित्तिक जागा रिकामी झाल्यास, महानगरपालिकेने अशी जागा रिकामी झाल्यानंतर सोईस्करपणे शक्य तितक्या लवकर, अशी रिकामी झालेली जागा भरण्यासाठी आपल्या पालिका सदस्यांपैकी एकाची निवड केली पाहिजे आणि अशा रीतीने निवडून आलेल्या प्रत्येक महापौराने किंवा उप महापौराने ज्या व्यक्तीच्या जागी त्याची नेमणूक झाली असेल त्या व्यक्तीस ती जागा रिकामी झाली नसती तर तितक्या अवधीपर्यंत पद धारण करण्याचा हक्क प्राप्त झाला असता तितक्याच अवधीपर्यंत पद धारण केले पाहिजे अशी तरतुद आहे.

मा.विभागीय आयुक्त कोकण विभाग यांनी त्यांचेकडील दि.०७/०२/२०१७ रोजीचे पत्रान्वये मा.जिल्हाधिकारी ठाणे यांची पीठासीन अधिकारी म्हणून नियुक्ती केली आहे.

मा.जिल्हाधिकारी ठाणे यांनी दिलेल्या निर्देशानुसार आज दि.१७/०३/२०१७ रोजी आयोजित केलेल्या विशेष सर्वसाधारण सभेसाठी निवडणूक कार्यक्रम जाहीर करण्यांत आला आहे. त्यानुसार दि.११/०३/२०१७ रोजी नामनिर्देशन पत्रे स्विकारण्यासाठी विहीत केलेल्या मुदतीत उपमहापौर पदासाठी प्राप्त झालेले ०१ नामनिर्देशन पत्र छाननीसाठी मी आता मा.पीठासीन अधिकारी यांचेकडे देत आहे.

मा.पीठासीन अधिकारी -

मुंबई प्रांतिक महानगरपालिका (महापौर आणि उप महापौर या पदांसाठी निवडणूक घेणे) नियम, २००५ च्या नियमात सुधारणा करण्यात आली असून "विशेष बैठकीच्या अध्यक्षस्थानी संबंधित विभागीय आयुक्त किंवा त्यांचा प्रतिनिधी असेल". या तरतुदीनुसार, मा.विभागीय आयुक्त यांनी प्राधिकृत केल्यानुसार मी, डॉ.महेंद्र कल्याणकर, जिल्हाधिकारी ठाणे आज पीठासीन अधिकारी म्हणून उपस्थित आहे.

उपमहापौर पदासाठी महापालिका सचिव यांचेकडे खालील प्रमाणे ०१ नामनिर्देशन पत्र प्राप्त झाले आहे.

श्री.मोरेश्वर श्रीराम भोईर यांचे नामनिर्देशनावर श्री.राहुल वसंत दामले यांनी सूचक म्हणून आणि श्री.रमाकांत बळीराम पाटील यांनी अनुमोदक म्हणून स्वाक्षरी केली आहे.


मुंबई प्रांतिक महानगरपालिका (महापौर आणि उपमहापौर या पदांसाठी निवडणूका घेणे) नियम २००५ मधील उपमहापौर पदाच्या निवडणूकी संबंधातील नियम ६ (२) अन्वये मला प्राप्त झालेल्या अधिकारान्वये, प्राप्त झालेल्या एका नामनिर्देशन पत्राची छाननी केली असून ते छाननीअंती वैध ठरलेले आहे.

वरील प्रमाणे उपमहापौर पदाचे उमेदवारास आपली उमेदवारी मागे घ्यावयाची असल्यास त्यासाठी १५ मिनीटांचा वेळ देण्यात येत आहे. त्यांना विहीत नमुन्यामध्ये उमेदवारी मागे घेण्याचा अर्ज देऊन आपली उमेदवारी मागे घेता येईल.

(१५ मिनीटांचा कालावधी २.१५ वाजेपासून २.४० वाजेपर्यंत राहील)

आता सभागृहाच्या घडयाळात २.४० वाजले असून उमेदवारी मागे घेण्यासाठी देण्यात आलेली वेळ संपली आहे असे मी जाहिर करतो आणि दिलेल्या वेळेमध्ये उमेदवाराने आपली उमेदवारी मागे घेतलेली नाही.

मुंबई प्रांतिक महानगरपालिका (महापौर आणि उपमहापौर या पदांसाठी निवडणूका घेणे) नियम २००५ मधील उप महापौर पदाच्या निवडणूकी संबंधातील नियम ७ (१) अन्वये आता उपमहापौर पदाच्या एका जागेसाठी श्री.मोरेश्वर श्रीराम भोईर हा एकच उमेदवार शिल्लक राहिल्याने मुंबई प्रांतिक महानगरपालिका (महापौर आणि उप महापौर या पदांसाठी निवडणूका घेणे) नियम २००५ मधील उपमहापौर पदाच्या निवडणूकी संबंधातील नियम ७ (१) अन्वये श्री.मोरेश्वर श्रीराम भोईर यांची उर्वरित कालावधीसाठी उपमहापौर म्हणून रीतसर निवड झाल्याचे घोषित करित आहे.


(डॉ.महेंद्र कल्याणकर) २.५२
१७/३/१७. पीठासीन अधिकारी
तथा
जिल्हाधिकारी ठाणे
विशेष सर्वसाधारण सभा



मुकेश खुल्लर
अपर मुख्य सचिव (सेवा)

अ.शा.प.क्र.एईओ-१११७/१०/२०१७/दहा,
सामान्य प्रशासन विभाग,
मंत्रालय, मुंबई ४०० ०३२.
दिनांक :- ०५.०६.२०१७.

प्रिय श्री.पाटील,

शासनाने आपली बदली केली असून, आपली नियुक्ती विभागीय आयुक्त, कोकण विभाग, मुंबई या रिक्त पदावर केली आहे. तरी आपण आपल्या सध्याच्या पदाचा कार्यभार अपर मुख्य सचिव (सहकार) यांच्या सल्ल्याने अन्य अधिका-याकडे सोपवून, नवीन पदाचा कार्यभार श्रीमती प्राजक्ता वर्मा, भाप्रसे यांच्याकडून त्वरीत स्वीकारावा.

आपला विश्वासू,

मुकेश खुल्लर

(मुकेश खुल्लर)

श्री.जे.डी.पाटील, भाप्रसे,
आयुक्त, सहकार व निबंधक, सहकारी संस्था,
पुणे.

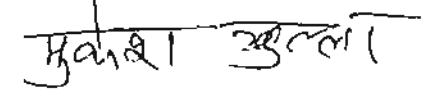
अ.शा.प.क्र.एईओ-१११७/१०/२०१७/दहा,
सामान्य प्रशासन विभाग,
मंत्रालय, मुंबई ४०० ०३२.
दिनांक :- ०५.०६.२०१७.

मुकेश खुल्लर
अपर मुख्य सचिव (सेवा)

प्रिय श्री.पाटील,

शासनाने आपली बदली केली असून, आपली नियुक्ती विभागीय आयुक्त, कोकण विभाग, मुंबई या रिक्त पदावर केली आहे. तरी आपण आपल्या सध्याच्या पदाचा कार्यभार अपर मुख्य सचिव (सहकार) यांच्या सल्ल्याने अन्य अधिका-याकडे सोपवून, नवीन पदाचा कार्यभार श्रीमती प्राजक्ता वर्मा, भाप्रसे यांच्याकडून त्वरीत स्वीकारावा.

आपला विश्वासू,


(मुकेश खुल्लर)

श्री.जे.डी.पाटील, भाप्रसे,
आयुक्त, सहकार व निबंधक, सहकारी संस्था,
पुणे.


क्र.एईओ-१११७/१०/२०१७/दहा,
सामान्य प्रशासन विभाग,
मंत्रालय, मुंबई,
दिनांक ०५.०६.२०१७.

प्रत माहिती व आवश्यक कार्यवाहीसाठी :-

१. अपर मुख्य सचिव (सहकार), सहकार, पणन व वस्त्रोद्योग विभाग,
२. प्रधान सचिव (महसूल, नोंदणी व मुद्रांक शुल्क), महसूल व वन विभाग,
३. आयुक्त, सहकार व निबंधक, सहकारी संस्था, पुणे,
४. विभागीय आयुक्त, कोकण विभाग, मुंबई,
५. श्रीमती प्राजक्ता वर्मा, सह व्यवस्थापकीय संचालक, सिडको, मुंबई,
६. निवड नस्ती.

प्रत माहितीसाठी:-

१. मा.मुख्यमंत्री यांचे अपर मुख्य सचिव,
२. मा.मुख्यमंत्री यांचे प्रधान सचिव,
३. मा.मुख्यमंत्री यांचे सचिव,
४. अपर मुख्य सचिव (सेवा), सामान्य प्रशासन विभाग,
५. मुख्य सचिवांचे वरिष्ठ स्वीय सहायक,
६. सामान्य प्रशासन विभाग, ९, १-अ. १०-अ,


(नवनाथ रा.वडि)
५.०६.२०१७

अवर सचिव, महाराष्ट्र शासन

ITEM NO. 11:**TO TAKE NOTE OF DIRECTORS ELIGIBLE TO RETIRE BY ROTATION AT THE 1ST ANNUAL GENERAL MEETING**

The Board may be informed that as per the Article 13.1 of Articles of Association of the Company and Section 152(6) Companies Act, 2013 it is mandatory for all Public Companies to undertake the concept of Retirement by Rotation of all the Directors at every Annual General Meeting of the Company which shall be as follows:

No less than $\frac{2}{3}^{\text{rd}}$ of the total number of Directors of the Company shall be liable to retire by rotation and $\frac{1}{3}^{\text{rd}}$ of the total Directors liable to retire by rotation, shall retire at every Annual General Meeting, and being eligible and willing, be reappointed at the said AGM. The Directors longest in office shall be liable to retire at every Annual General Meeting.

Accordingly, based on the tenure of the Directors being longest in office, the following Directors being longest in office are liable to retire by rotation, and being eligible and willing will be reappointed:

No	Name of the Director	DIN	Date of Appointment
1	Shri Rajendra Deolekar	07549653	1/09/2016
2	Shri U. P. S. Madan	03570256	21/09/2016
3	Shri Mahendra Kalyankar	07114796	21/09/2016
4	Shri Rajesh More	07628238	21/09/2016

The Board is requested to consider and take note of the same.

ITEM NO.12

TO TAKE NOTE OF THE MEMORANDUM'S AND LETTER RECEIVED FROM GOVERNMENT OF INDIA.(ANNEXURE IX)

The Board is requested to note that the Company has received the following Official Memorandum's and Letters from Government of India.

- Official Memorandum No.K-15016/157/2015-SC-I received from the Government of India ,Ministry of Housing and Urban Affairs dated 25th September, 2017 regarding captioned subject-"No objection to use the word "SMART CITY" to the SPV to be incorporated by States/Cities under Smart Cities Mission.(page: ¹¹¹)
- Government Resolution No.D.O. Letter No.K-15016/65/2015-SC-I dated 27th October, 2017 issued by the Government of India ,Ministry of Housing and Urban Affairs ,Nirman Bhawan ,New Delhi (page: ¹¹²)
- Letter No: 17/2/2016 CL-V received From the Government of India , Ministry of Corporate Affairs dated 28th September,2017 related to the "Clarification relating to incorporation of accompany i.e Company to be formed by the Government under various schemes." (page: ¹¹³)

The Copies of all the above mentioned Official Memorandum's and Letters received from the Government of India (Ministry of Housing and Urban Affairs), (Ministry of Urban Development), Ministry of Housing and Urban Affairs) and (Ministry of Corporate Affairs) are attached as "**Annexure IX** " to the Agenda for the perusal of the Board of Directors.

The Board is requested to take note of the same.

K-15016/157/2015-SC-I
Government of India
Ministry of Housing and Urban Affairs

Nirman Bhawan, New Delhi
Dated: - 25th September 2017

OFFICE MEMORANDUM

Subject:- No objection to use the word 'Smart City' to the SPV to be incorporated by States/Cities under Smart Cities Mission.

Please refer to this Ministry's O.M. of even no. dated 28.06.2017 conveying the list of 30 cities (copy enclosed) selected for development as Smart Cities in Round 3 of the Smart Cities Challenge process.

2. In terms of Smart Cities Mission Guidelines, implementation of Mission is to be done by city level Special Purpose Vehicle (SPV) established and incorporated by the respective City and State Government as a public limited company under Companies Act, 2013 with 50:50 shareholdings.

3. It has been brought to the notice of this Ministry that permission of Government of India permitting to use the word "Smart City" is required to be furnished by Cities/States to Registrar of Companies along with the request for incorporation of SPV.

4. As the Smart Cities Mission is being implemented by Ministry of Housing and Urban Affairs, this Ministry has no objection if a city declared by this Ministry for development as Smart City under Smart Cities Mission, uses the word 'Smart City' for the city level Special Purpose Vehicle (SPV) being formed by the State Governments/ Municipal Corporations under Companies Act, 2013.

Yours sincerely,

Encl.: As above.



(Sanjay Sharma)

Under Secretary to the Govt. of India
Tel: 011-23062908

To

1. Principal Secretary (UD)/ Municipal Commissioners in r/o 30 Smart Cities of Round 3.
2. The Secretary, Ministry of Corporate Affairs, Shastri Bhawan, New Delhi.

अनुपम मिश्रा
ANUPAM MISHRA

आर्थिक सलाहकार
ECONOMIC ADVISER

Tel: 011-23061926

Fax: 011-23063384

email: anupam.mishra@nic.in



सत्यमेव जयते



भारत सरकार
आवासन और शहरी कार्य मंत्रालय
निर्माण भवन, नई दिल्ली-110011

GOVERNMENT OF INDIA
MINISTRY OF HOUSING AND URBAN AFFAIRS
NIRMAN BHAWAN, NEW DELHI-110011

Dated: - 27th October, 2017

D.O. Letter No. K-15016/65/2015-SC-I

Dear Sir / Madam,

Ministry of Housing and Urban Affairs (MoHUA) and the World Bank, for the Smart Cities selected in Round 1, Fast Track Round and Round 2, are partnering to design a performance-based program with a total outlay of US\$ 500 million of which around US\$480 million will be available as performance based incentive grants, and the balance would be available for specific demand-driven capacity building and project management support at state level as well as at the SPV level. The performance-based incentive grants will be disbursed to select SPVs on achievement of pre-determined performance measures/results. Funding under this program will be additional to the funding available under the Smart City Mission.

2. To facilitate the screening of States/UTs and shortlisting of SPVs interested in participating in India Smart Cities Program (ISCP), a screening framework has been prepared. The screening framework comprises of three sections. Part A of the screening framework lists mandatory conditions for access to the Program. Part B presents the criteria for screening of States/UTs, while Part C presents the criteria for shortlisting of SPVs. All information furnished by states/UTs/SPVs should be presented as of 30th November 2017. The last date for receiving the submission from the state/UT is 11th December 2017. A detailed note on the program along with Screening framework is enclosed.

3. I shall be grateful if Smart Cities selected in Round 1, Fast Track Round and Round 2 participate in the program for getting additional grant and submit information in the prescribed proforma to us within the stipulated dated.

Yours sincerely,

Encl:- As above

With regards

Anupam
(Anupam Mishra)

To

The Principal Secretaries (UD) in respect of 60 Smart Cities at per list attached.

Copy to:-

Municipal Commissioners/CEOs in respect of 60 Smart Cities.

File.No. 17/2/2016 CL-V
Government of India
Ministry of Corporate Affairs

5th Floor, 'A' Wing, Shastri Bhawan,
Dr. R.P. Road, New Delhi-01.
Dated : 28.09.2017

To

The Registrar
CRC, Manesar.
Gurugram, Haryana.

Subject: Clarification relating to incorporation of a company i.e. company to be formed by government under various schemes.

Sir,

This ministry is receiving a number of request letters from Central Ministries and State Governments seeking approval of names such as 'Smart City' being implemented by Ministry of Housing and Urban Affairs for development as Smart City under Smart Cities Mission (in accordance with letter no.K-15016/157/2017-SC-I dt 25.09.2017 of Ministry of Housing and Urban Affairs (copy enclosed)), which are otherwise restricted under section 4 of the Companies Act, 2013 (the Act) read with Rule 8(6) of the Companies (Incorporation) Rules 2014.

2. The matter has been examined in the Ministry and with a view to reduce the time taken for such approvals, in case the concerned Central Ministry or State Government has given specific authorisation/approval for incorporation of a company having a name which attracts Rule 8(6) of the Companies (Incorporation) Rules, 2014, the Central Registration Centre should allow the name, subject to fulfilment of all other requirements of the Act and Rules thereunder without asking the applicant to seek separate approval of this Ministry.

3. This issues with the approval of Competent Authority.

Encl : As above

Yours faithfully,


(KMS Narayanan)

Assistant Director (Policy)

23387263

Page no.2 contd..

*We may place it on
sen website.*

EA(PPP)

Day
2/10

M
3/10/17

8/10

EA-PPP *ASTHA*

M
4.10.17
USH

Day
2/10/17
Sushant

Copy forwarded (without enclosure) for information to:

- ✓ 1. Shri Sanjay Sharma, Under Secretary (SC-I),
Ministry of Housing and Urban Affairs, Nirman Bhawan,
New Delhi.
2. PPS to Secretary
3. PPS to Addl. Secretary
4. PPS to JS(B)/ PPS to JS(K)/ PPS to JS(G)/PPS to JS(AC)
5. All officers of MCA (HQ).
6. All Regional Directors
7. All Registrar of Companies

ITEM NO.13**TO TAKE NOTE OF THE TENDER NOTICE PUBLISHED BY THE COMPANY FOR THE APPOINTMENTS OF VARIOUS CONSULTANTS FOR PROVIDING THEIR RESPECTIVE CONSULTANCY SERVICES .(ANNEXURE X)**

The Board of Directors of the Company may be informed that the Company is in process of appointing the following three consultants as mentioned below .Accordingly, the Tenders for the same has been published by the Company on the website-www.mahatenders.gov.in for providing invitation of Tenders from experienced and competent Consultants for undertaking the specialized Consulting Services. 55

The Board is requested to take note of the various consultant's which shall be appointed by the Company and the purpose of their appointment as mentioned in the below table:

SR. NO	TYPE OF THE CONSULATNT	PURPOSE	TENDERS NOTICE NO	TIME LIMIT FOR UPLOADING TENDERS	OPENING DATE OF E- TENDER
1.	Water Front Consultant appointment Ann:X(I)	<p>Appointment of Technical Consultant for preparation of design and detailed project report with construction supervision for 2.5 KM of Waterfront Development under Smart Cities Mission.</p> <p><u>Project Brief :</u></p> <p>The project aims at developing about 2.5 km of waterfront along the Ulhas river which shall help develop the city as a cultural and recreational destination. The waterfront is proposed to be developed based on the characteristics of the surrounding area such that it can become center for cultural and recreational activities. Components such as bicycle track, bicycle docking areas, jogging track, entertainment zones and amphitheaters, open-air gymnasium, free Wi-Fi, Ganesh festival celebration points, capture and bio-</p>	03/2017-18	30/11/2017 to 15/12/2017	16/12/2017 at 5.00 p.m

		<p>filtration of drain water through green houses, food stalls, controlled hawking zone, enough parking space, infrastructure for monitoring of the premises and safety, urban design elements and integration with road network to ensure access from neighborhoods, flood protection and bank erosion prevention measures – all in compliance with applicable CRZ and DCR rules.</p> <p>SPV has floated RFP for appointment of technical consultant for preparation of design and DPR. The tender process is in progress. The consultant will be on board by end of December 2017.</p>			
2.	Complete Street Consultant Ann:X(II)	<p>Appointment of technical consultant for preparation of design and detailed report with construction supervision for complete streets under Smart Cities Mission.</p> <p><u>Project Brief:</u></p> <p>Aim of the project is to provide universal accessibility (pedestrians in general especially focusing older generation, women and disabled), least resistant mobility with safe, secure and efficient movement for commuters. The project aims to transform about 83 km streets into 'complete streets' by retrofitting with urban design components and technology wherever applicable.</p> <p>SPV has floated RFP for appointment of technical consultant for preparation of design and DPR. The tender process is in progress. The consultant will be on board by end of December 2017.</p>	04/2017-18	30/11/2017 To 15/12/2017	16/12/2017 at 5.00 p.m

3.	IT Consultant Ann:X(III)	<p>Preparation of detailed project report and providing supervision services for implementation of PAN City Solutions under Smart Cities Mission</p> <p><u>Project Brief:</u></p> <p>Under Pan City development SKDCL has proposed an ICT based solution for smart and responsive governance, enhanced transparency and accountability of the service sector and better management of the city services. The pan city solution is modelled to meet the requirements of 'Information for All' and 'services on demand'.</p> <p>SPV has floated RFP for appointment of ICT consultant for design, DPR and development of components under pan-city solutions under smart city mission. Tender process is in progress. The ICT consultant will be on board by end of December 2017.</p>	02/2017-18	16/11/2017 To 07/12/2017	30/11/2017 at 5.00 p.m
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The copies pertaining to the Tender Notices and related details which are published by the Company on the website for inviting the competent consultants are attached as a "**Annexure X**" to the Agenda for the perusal of the Board.

The Board is requested to take note of the same.

**SMART KALYAN-DOMBIVLI DEVELOPMENT CORPORATION
LIMITED (SKDCL) KALYAN
Tender Notice No: - 03/2017-18**

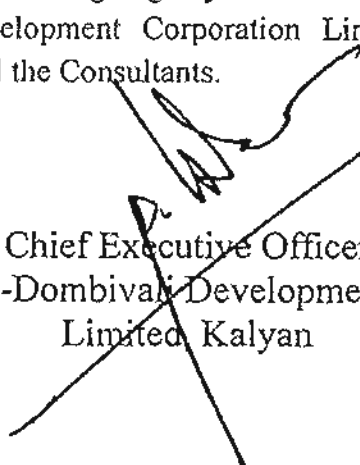
Smart Kalyan-Dombivli Development Corporation Limited (SKDCL), Kalyan invites Request for Proposal (RFP) through e-tendering process from experienced and competent Consultants for below mentioned Smart City Mission Projects in Kalyan-Dombivli city.

The blank forms and the detailed information regarding Request for Proposal (RFP) will be available on the website www.mahatenders.gov.in from 14/11/2017 to 15/12/2017 up to 3.00 PM. The completed tenders are to be uploaded from 27/11/2017 to 15/12/2017 up to 4.00 PM. E-tenders will be opened on 16/12/2017 at 05.00 PM, if possible.

Sr. No.	Name of Work	Cost of blank tender form	Earnest Money Deposit	Time Limit
		(In Rs.)	(In Rs.)	
1	Appointment of technical consultant for preparation of design and detailed project report with construction supervision for 2.5 km of waterfront development under Smart Cities Mission	10,000/-	1,00,000/-	27 months

Pre bid meeting will be held on 27/11/2017 at 03.00 PM in the office of CEO, SKDCL, Kalyan. The last date of submission of pre-bid queries is 26/11/2017 by 4.00 PM.

Rights to reject any or all tenders without assigning any reasons thereof are reserved by the CEO, Smart Kalyan-Dombivli Development Corporation Limited and whose decision will be final and legally binding on all the Consultants.


 Chief Executive Officer
 Smart Kalyan-Dombivli Development Corporation
 Limited, Kalyan

स्मार्ट कल्याण डोंबिवली विकास महामंडळ मर्या.

निविदा सूचना क्र. ०३/२०१७-१८

स्मार्ट कल्याण डोंबिवली विकास महामंडळ मर्या., स्मार्ट सिटी अभियाना अंतर्गत खालील कामासाठी अनुभवी व सक्षम सल्लागाराकडून सीलबंद निविदा ई-टेंडरींग कार्यप्रणालीद्वारे मागवित आहे. या कामासाठी सविस्तर निविदा सूचना व कोरे निविदा फॉर्म www.mahatenders.gov.in या संकेतस्थळावर दिनांक १४/११/२०१७ ते १५/१२/२०१७ रोजी दुपारी ३.०० वाजेपर्यंत उपलब्ध आहेत. निविदा ई - टेंडरींग कार्यप्रणालीद्वारे दि. २७/११/२०१७ ते दि. १५/१२/२०१७ रोजी सायं ४.०० वाजेपर्यंत भरता येतील.

शक्य झाल्यास निविदा दिनांक १६/१२/२०१७ रोजी सायं. ५.०० वाजता निविदाकारांच्या समोर उघडण्यात येतील.

अ. क्र.	कामाचे नाव	निविदा फॉर्म फी	अनामत रक्कम	कामाची मुदत
		रक्कम रु.	रक्कम रु.	
१	स्मार्ट सिटी अभियाना अंतर्गत २.५ कि.मी. वॉटर फ्रंट डेव्हलपमेंट च्या अंमलबजावणीसाठी बांधकाम पर्यवेक्षणासह डिझाईन तयार करणे व विस्तृत प्रकल्प अहवाल तयार करणेसाठी तांत्रिक सल्लागाराची नेमणूक करणे.	१०,०००/-	१,००,०००/-	२७ महिने

निविदा पूर्व बैठक दि. २७/११/२०१७. रोजी दुपारी ०३.०० वाजता मुख्य कार्यकारी अधिकारी, स्मार्ट कल्याण डोंबिवली डेव्हलपमेंट कॉर्पोरेशन मर्या. यांचे दालनात होईल. निविदा पूर्व बैठकीसाठी पूरक माहिती उपलब्ध करणेकरीता प्रश्नावली सादर करण्याचा अंतिम दि. २६/११/२०१७ रोजी दुपारी ४.०० वाजेपर्यंत असेल.

कोणतेही कारण न देता एक किंवा सर्व निविदा नाकारण्याचा अधिकार मुख्य कार्यकारी अधिकारी, स्मार्ट कल्याण डोंबिवली डेव्हलपमेंट कॉर्पोरेशन मर्या. यांनी राखून ठेवला आहे व त्यांना निर्णय अंतिम व कायदेशीररीत्या सर्व निविदाकारांवर बंधनकारक राहील.

मुख्य कार्यकारी अधिकारी
स्मार्ट कल्याण डोंबिवली विकास महामंडळ मर्या.,
कल्याण.

**SMART KALYAN-DOMBIVLI DEVELOPMENT CORPORATION
LIMITED (SKDCL) KALYAN
Tender Notice No: - 04/2017-18**

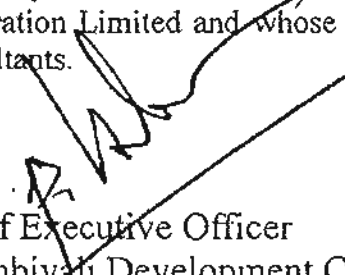
Smart Kalyan-Dombivli Development Corporation Limited (SKDCL), Kalyan invites Request for Proposal (RFP) through e-tendering process from experienced and competent Consultants for below mentioned Smart City Mission Projects in Kalyan-Dombivli city.

The blank forms and the detailed information regarding Request for Proposal (RFP) will be available on the website www.mahatenders.gov.in from 14/11/2017 to 15/12/2017 up to 3.00 PM. The completed tenders are to be uploaded from 27/11/2017 to 15/12/2017 up to 4.00 PM. E-tenders will be opened on 16/12/2017 at 05.00 PM, if possible.

Sr. No.	Name of Work	Cost of blank tender form	Earnest Money Deposit	Time Limit
		(In Rs.)	(In Rs.)	
1	Appointment of technical consultant for preparation of design and detailed project report with construction supervision for complete streets under Smart Cities Mission	10,000/-	1,00,000/-	30 months

Pre bid meeting will be held on 27/11/2017 at 04.00 PM in the office of CEO, SKDCL, Kalyan. The last date of submission of pre-bid queries is 26/11/2017 by 4.00 PM.

Rights to reject any or all tenders without assigning any reasons thereof are reserved by the CEO, Smart Kalyan-Dombivli Development Corporation Limited and whose decision will be final and legally binding on all the bidding Consultants.


 Chief Executive Officer
 Smart Kalyan-Dombivli Development Corporation
 Limited, Kalyan

स्मार्ट कल्याण डोंबिवली विकास महामंडळ मर्या.

निविदा सूचना क्र. ०४/२०१७-१८

स्मार्ट कल्याण डोंबिवली विकास महामंडळ मर्या., स्मार्ट सिटी अभियाना अंतर्गत खालील कामासाठी अनुभवी व सक्षम सल्लागाराकडून सीलबंद निविदा ई-टेंडरींग कार्यप्रणालीद्वारे मागवित आहे. या कामासाठी सविस्तर निविदा सूचना व कोरे निविदा फॉर्म www.mahatenders.gov.in या संकेतस्थळावर दिनांक १४/११/२०१७ ते १५/१२/२०१७ रोजी दुपारी ३.०० वाजेपर्यंत उपलब्ध आहेत. निविदा ई - टेंडरींग कार्यप्रणालीद्वारे दि. २७/११/२०१७ ते दि. १५/१२/२०१७ रोजी सायं ४.०० वाजेपर्यंत भरता येतील.

शक्य झाल्यास निविदा दिनांक १६/१२/२०१७ रोजी सायं. ५.०० वाजता निविदाकारांच्या समोर उघडण्यात येतील.

अ. क्र.	कामाचे नाव	निविदा फॉर्म फी	अनामत रक्कम	कामाची मुदत
		रक्कम रु.	रक्कम रु.	
१	स्मार्ट सिटी अभियाना अंतर्गत परिपूर्ण रस्ते तयार करणेच्या अंमलबजावणीसाठी बांधकाम पर्यवेक्षणासह डिझाईन तयार करणे व विस्तृत प्रकल्प अहवाल तयार करणेसाठी तांत्रिक सल्लागाराची नेमणूक करणे.	१०,०००/-	१,००,०००/-	३० महिने

निविदा पूर्व बैठक दि. २७/११/२०१७. रोजी दुपारी ०४.०० वाजता मुख्य कार्यकारी अधिकारी, स्मार्ट कल्याण डोंबिवली डेव्हलपमेंट कॉर्पोरेशन मर्या. यांचे दालनात होईल. निविदा पूर्व बैठकीसाठी पूरक माहिती उपलब्ध करणेकरीता प्रश्नावली सादर करण्याचा अंतिम दि. २६/११/२०१७ रोजी दुपारी ४.०० वाजेपर्यंत असेल.

कोणतेही कारण न देता एक किंवा सर्व निविदा नाकारण्याचा अधिकार मुख्य कार्यकारी अधिकारी, स्मार्ट कल्याण डोंबिवली डेव्हलपमेंट कॉर्पोरेशन मर्या. यांनी राखून ठेवला आहे व त्यांचा निर्णय अंतिम व कायदेशीररीत्या सर्व निविदाकारांवर बंधनकारक राहील.

मुख्य कार्यकारी अधिकारी
स्मार्ट कल्याण डोंबिवली विकास महामंडळ मर्या.,
कल्याण.

**SMART KALYAN-DOMBIVLI DEVELOPMENT CORPORATION
LIMITED (SKDCL) KALYAN**

Tender Notice No: - 02/2017-18

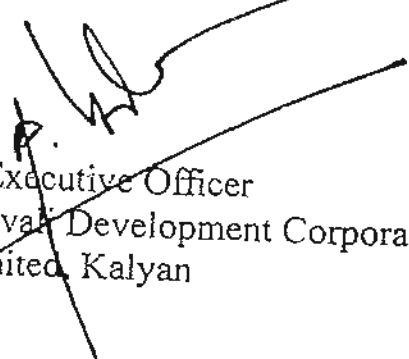
Smart Kalyan-Dombivli Development Corporation Limited (SKDCL), Kalyan invites Request for Proposal (RFP) through e-tendering process from experienced and competent Consultants for below mentioned Smart City Mission Projects in Kalyan-Dombivli city.

The blank forms and the detailed information regarding Request for Proposal (RFP) will be available on the website www.mahatenders.gov.in from 7/11/2017 to 29/11/2017 up to 3.00 PM. The completed tenders are to be uploaded from 16/11/2017 to 29/11/2017 up to 4.00 PM. E-tenders will be opened on 30/11/2017 at 05.00 PM, if possible.

Sr. No.	Name of Work	Cost of blank tender form	Earnest Money Deposit	Time Limit
		(In Rs.)	(In Rs.)	
1	Preparation of detailed project report and providing supervision services for implementation of pan city solutions under Smart Cities Mission	25,000/-	5,00,000/-	51 months

Pre bid meeting will be held on 14/11/2017 at 03.00 PM in the office of CEO, SKDCL, Kalyan. The last date of submission of pre-bid queries is 13/11/2017 by 4.00 PM.

Rights to reject any or all tenders without assigning any reasons thereof are reserved by the CEO, Smart Kalyan-Dombivli Development Corporation Limited and whose decision will be final and legally binding on all the Consultants.


 Chief Executive Officer
 Smart Kalyan-Dombivli Development Corporation
 Limited, Kalyan

स्मार्ट कल्याण डोंबिवली विकास महामंडळ मर्या.

निविदा सूचना क्र. ०२/२०१७-१८

स्मार्ट कल्याण डोंबिवली विकास महामंडळ मर्या., स्मार्ट सिटी अभियाना अंतर्गत खालील कामासाठी अनुभवी व सक्षम सल्लागाराकडून सीलबंद निविदा ई-टेंडरींग कार्यप्रणालीद्वारे मागवित आहे. या कामासाठी सविस्तर निविदा सूचना व कोरे निविदा फॉर्म www.mahatenders.gov.in या संकेतस्थळावर दिनांक ०७/११/२०१७ ते २९/११/२०१७ रोजी दुपारी ३.०० वाजेपर्यंत उपलब्ध आहेत. निविदा ई - टेंडरींग कार्यप्रणालीद्वारे दि. १६/११/२०१७ ते दि. २९/११/२०१७ रोजी सायं ४.०० वाजेपर्यंत भरता येतील.

शक्य झाल्यास निविदा दिनांक ३०/११/२०१७ रोजी सायं. ५.०० वाजता निविदाकारांच्या समोर उघडण्यात येतील.

अ. क्र.	कामाचे नाव	निविदा फॉर्म फी	अनामत रक्कम	कामाची मुदत
		रक्कम रु.	रक्कम रु.	
१	स्मार्ट सिटी अभियाना अंतर्गत पॅन सिटी सोल्युशन्सच्या अंमलबजावणीसाठी विस्तृत प्रकल्प अहवाल तयार करणे व देखरेख सेवा पुरविणे.	२५,०००/-	५,००,०००/-	५१ महिने

निविदा पूर्व बैठक दि. १४/११/२०१७. रोजी दुपारी ०३.०० वाजता मुख्य कार्यकारी अधिकारी, स्मार्ट कल्याण डोंबिवली डेव्हलपमेंट कॉर्पोरेशन मर्या. यांचे दालनात होईल. निविदा पूर्व बैठकीसाठी पूरक माहिती उपलब्ध करणेकरीता प्रश्नावली सादर करण्याचा अंतिम दि. १३/११/२०१७ रोजी दुपारी ४.०० वाजेपर्यंत असेल.

कोणतेही कारण न देता एक किंवा सर्व निविदा नाकारण्याचा अधिकार मुख्य कार्यकारी अधिकारी, स्मार्ट कल्याण डोंबिवली डेव्हलपमेंट कॉर्पोरेशन मर्या. यांनी राखून ठेवला आहे व त्यांचा निर्णय अंतिम व कायदेशीररीत्या सर्व निविदाकारांवर बंधनकारक राहील.

मुख्य कार्यकारी अधिकारी
स्मार्ट कल्याण डोंबिवली विकास महामंडळ मर्या.,
कल्याण.

ITEM NO.14

TO CONSIDER AND TAKE NOTE OF THE CIRCULATION OF ALL THE NOTICE AND AGENDA TO THE DIRECTORS OF THE FORTHCOMING BOARD MEETINGS AND GENERAL MEETINGS BY MEDIUM OF EMAIL OF THE COMPANY.

As per the Companies Act, 2013 and Secretarial Standards -1 on the Board meetings of the Board of the Directors the Clause 1.3 and 1.3.7 mentions that the Notice and Agenda of the Meetings can be circulated to all the directors on their respective email id's atleast seven days before the meeting. Thus, the SS-1 permits the usage of process of e- mailing the notices and agendas through the electronic means to the directors of the Company .

Further, the Board is requested to consider and note that all the forthcoming Notices and Agendas of the Board Meetings and general meetings which will be conducted henceforth will be circulated to the Directors from the Smart Kalyan Dombivili Municipal Corporation Limited own E-mail id i.e smartkalyandevcorp@gmail.com .

The Board is requested to take note of the same

ITEM NO.15

TO NOTE THE PRESENTAION ON THE MASTER PLAN OF KALYAN PRECINT IMPROVEMENT BY "DMITS" AFTER DISCUSSION WITH VARIOS STAKEHOLDERS.

The Board requested to note the Presentation on the Master Plan of Kalyan Precinct Improvement by "DMITS" after discussion with various Stakeholders.

The Board is requested to take note of the same.

ITEM NO.16

T O TAKE NOTE OF THE TRANSFER OF FUNDS OF RS.5 CRORE FROM KDMC GENERAL FUNDS ACCOUNT TO "SMART KALYAN DEVELOPMENT CORPORATION LIMITED ACCOUNT NO.02030100884 " AS PER THE SMART MISSION GUIDLINESS (ANNEXURE XI)

The Board of Directors may be briefed that according to the Smart City guidelines issued by Central Government, the Local Body Institution i.e (KDMC) is required to contribute its share of 25% of SKDCL account.

In addition to the contribution already made of Rs.10 crore earlier which was noted in the 5th Board Meeting held on 07th September, 2017 , KDMC has further contributed and transferred an amount of Rs.5 Crore on 13th September, 2017 from KDMC General Funds Account to "Smart Kalyan Development Corporation Limited Account No.02030100884 "

The copies related to the transfer of Rs.5 Crore is attached as Annexure XI to the agenda for the perusal of the Board.

The Board is requested to take note of the same.

मेडा निर्विक्रय प्र. क. व. रा. व.
 स्टारि कानून डेविलोपि डेविलोपमेंट कॉर्पोरेशन
 लि. जिन्ही बग काठ 02030300555

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ANNEXURE XI

दि/३

सा.सा.सद.

संस्थापक मंडळाला
दिनांक ११/०९/२०१७

विषय :- स्मार्ट सिटी मिशन योजने अंतर्गत राष्ट्रीय स्थानिक स्वशास्य संस्थेच्या हिस्सा
SKDCL च्या खात्यामध्ये वर्ग करणेबाबत

केंद्र शासन पुनर्रचना स्मार्ट सिटी अधिनियमांतर्गत स्मार्ट कल्याण डोंबिवली डेव्हलपमेंट कॉर्पोरेशन लि.
कॉरपोरेशनच्या केंद्र शासन (५०५७) व राज्य शासन (३५७७) मिळून एकूण मजकूर रु १८३.०० कोटी
मिती प्रमाण आले आहे. त्याचा मरिफत नगरपालिका दि/१ वर सादर केलेला आहे.

केंद्र शासनाच्या स्मार्ट सिटी मार्गदर्शक सूचनांनुसार स्थानिक स्वशास्य संस्थेच्या हिस्सा (२५५७)
आपण २०१७ पूर्वी वितरित केलेल्या नगरविकास विभाग, नगरपालिका मुखई कार्यालयात
आ.क्र.मार्ग-२०१६/२.क्र.६१/सी-२३, दिनांक ११ जुलै २०१७ च्या पत्राच्या कळविले आहे.
तानुसार आताअखेर एकूण रु.१००.०० कोटी SKDCL च्या खात्यामध्ये वर्ग करणेत आले आहेत.

सद्यस्थितीत उपलब्ध केलेल्या वितरित येता आल्याने डोंबिवली नगरपालिकेच्या
"जमीनपट-सर्वसाधारण मिती खाते क्र.२५२०१६००१०३५ मध्ये " स्मार्ट कल्याण डोंबिवली डेव्हलपमेंट
कॉर्पोरेशन लि. मिती खाते क्र.२५२०३०१७०८८८ मध्ये एकूण रु.१०० कोटी वर्ग करणाय मान्यतेच्या बाबत

१२-९
सा.सा.सद.

१२-९
(सहस्रपाद)

स्वेचर
सा.सेवा अधिकारी

१२-०९-१७

सा.सुलभ सेवा व वित्त अधिकारी

सा.सुलभ सेवा व वित्त अधिकारी

सा.सा.सद.

ITEM NO. 17:

TO TAKE NOTE OF THE APPROVAL RECEIVED FROM THE STATE GOVERNMENT FOR THE RE-APPOINTMENT OF SHRI PRAVIN DARADE (ADDITIONAL MUNICIPAL COMMISSIONER MMRDA) AND SHRI PARAMBIR SINGH (POLICE COMMISSIONER, THANE) AS NOMINEE DIRECTORS ON THE BOARD OF THE COMPANY (ANNEXURE XII)

1. The Board of Directors in their previous Meeting held on 7th September 2017 had discussed and noted the Vacation of Office U/s 167 of the Companies Act, 2013 with effect from 21st September 2017, of Shri Pravin Darade, Additional Municipal Commissioner, MMRDA and Shri Parambir Singh, Police Commissioner, Thane, as Nominee Directors, on account of having sought leave of absence from attending all meetings for a period of 12 consecutive months.
2. Further, the Board of Directors had consented to seek the re-nomination from the Government of Maharashtra, of Shri Pravin Darade and Shri Parambir Singh as Nominee Directors on the Board. Accordingly, the Company made an application for the same to the Government of Maharashtra.
3. Accordingly, the Government of Maharashtra has vide their resolution no. Smart City 2017/ PrKr.550/ Navi-33 dated 04th December 2017 issued by Urban Development Department-lapproved the re-nomination of Shri Pravin Darade and Shri Parambir Singh as Nominee Directors of the Company, with effect from 04th December, 2017.

The copy of the approval is attached as “**Annexure XII**” to the agenda for the perusal of the Board of Directors.

Accordingly, the Board is requested to take note of the same and consider, and if thought fit, pass the following resolution in this regard:

“RESOLVED THAT pursuant to provision of section 167(1) (b) of the Companies Act, 2013 the Board of Directors hereby take note of the cessation of Shri Pravin Darade, Additional Municipal Commissioner, MMRDA (DIN: 02642157) and Shri Parambir Singh, Police Commissioner, Thane (DIN:07616561) from the Board of Directors on account of being absent from all Board Meetings for a period of 12 months from the date of their appointment i.e. 21st September, 2016.”

“RESOLVED FURTHER THAT, pursuant to the provisions of Section 161(3) of the Companies Act, 2013, read with the Article 12.2 of the Articles of Association of the Company, and in accordance with the Government of Maharashtra resolution no. Smart City 2017/ Pr Kr.550/ Navi-33 dated 04th December 2017, the consent of the Board of Directors be and is hereby accorded for the appointment of Shri Pravin Darade, Additional Municipal Commissioner, MMRDA (DIN: 02642157) as a Nominee Director of the Company with effect from 04.12.2017 on account of his re-nomination by the Government of Maharashtra”

“FURTHER RESOLVED THAT the Board of Directors be and is hereby authorized to file all the necessary e-forms for giving effect to the above resolution and to undertake all the necessary steps as required in this regard.”

महाराष्ट्र शासन

Email Id :- nilesh.potdar@nic.in

स्मार्ट सि.-२०१७/प्र.क्र. ५५०/नवि-३३
नगर विकास विभाग, ४ था मजला
मंत्रालय, मुंबई- ४०००३२
दिनांक:- ०४.१२.२०१७

प्रति,

(१) मुख्य कार्यकारी अधिकारी,
स्मार्ट कल्याण — डॉबिवली डेव्हलपमेंट कॉर्पोरेशन लिमिटेड
कल्याण — डॉबिवली महानगरपालिका.

विषय :- स्मार्ट कल्याण — डॉबिवली डेव्हलपमेंट कॉर्पोरेशन लिमिटेडच्या संचालकमंडळावर
श्री. प्रविण दराडे, अतिरिक्त महानगर आयुक्त MMRDA व श्री. परमबीर
सिंग, पोलिस आयुक्त ठाणे यांची पुर्ननामनिर्देशन करणेबाबत.

संदर्भ :- १. स्मार्ट कल्याण — डॉबिवली डेव्हलपमेंट कॉर्पोरेशन लिमिटेड यांचे
दिनांक १३.११.२०१७ चे पत्र .
२. स्मार्टसि-२०१६/प्र.क्र.३५९/नवि-२३ दिनांक १०.०८.२०१६
३. स्मार्टसि-२०१६/प्र.क्र.६९/नवि-२३ दिनांक २२.०८.२०१६

महोदय,

विषयांकीत प्रकरणी संदर्भाधीन क्र. १ च्या पत्राच्या अनुषंगाने शासनास करण्यात आलेल्या विनंतीस अनुसरून, श्री. प्रविण दराडे, अतिरिक्त महानगर आयुक्त MMRDA व श्री. परमबीर सिंग, पोलिस आयुक्त, ठाणे या दोन्ही सदस्यांचे स्मार्ट कल्याण -डॉबिवली डेव्हलपमेंट कॉर्पोरेशन लिमिटेडच्या संचालक मंडळावर पुर्ननामनिर्देशन करण्यास मान्यता देण्यात येत आहे.

२. त्याअनुषंगाने पुढील आवश्यक कार्यवाही करण्यात यावी .

आपला,


(निलेश पोतदार)

कक्ष अधिकारी, महाराष्ट्र शासन

ITEM : 18

TO CONSIDER CHANGE IN REGISTERED OFFICE OF THE COMPANY .

The Board of Directors are requested to note that in furtherance to the Resolution No: 2(7)/16-17 passed in the Second Board Meeting held on 27th December, 2016 , the Company had approved and finalized the new office space for SKDCL as an Administrative office on Ground, First and Second Floor (G+2) of Sarvodaya Mall, Near APMC Market, Kalyan (West), Thane 421 301.

Further, the Board are also requested to note that as per the Resolution No.4(24)/17-18 passed in the Fourth Board Meeting the Renovation of G+ 2 Structure of the SKDCL office is completed and ready for use.

Accordingly, it is proposed to change and shift the registered office of the Company from Kalyan Dombivli Municipal Corporation, Admin Bldg Shivaji Chowk, Kalyan West Thane 421301 to the new address i.e Ground, First and Second Floor (G+2) of Sarvodaya Mall, Near APMC Market, Kalyan (West), Thane 421 301.

The Board is requested to consider the same and passed the following resolution in this regard:

“RESOLVED THAT pursuant to the provisions of Section 12(4) of the Companies Act, 2013 read with Rule 27 of the Companies (Incorporation) Rules, 2014 along with the Articles of Association and any other provisions as applicable to the Company, the Registered Office of the Company be and is hereby changed from Kalyan Dombivli Municipal Corporation, Admin Bldg Shivaji Chowk, Kalyan West Thane 421301 to the new address i.e Ground, First and Second Floor (G+2) of Sarvodaya Mall, Near APMC Market, Kalyan (West), Thane 421 301.”

“RESOLVED FURTHER THAT, pursuant to shifting of the registered office, the Statutory Books, Registers etc. to be mandatorily maintained under the Act, be shifted from the old registered office to new registered office of the company, with immediate effect.”

“RESOLVED FURTHER THAT, any one of the Directors of the Company be and is hereby authorized to intimate the change in the registered office and the new address of the Company to the Statutory authorities including the Registrar of Companies, Mumbai, Government authorities and any other stakeholders of the Company as may be necessary in due course of business and to make necessary applications before these authorities for registering the new address in their records.”

“RESOLVED FURTHER THAT, any one of the Directors of the Company be and is hereby authorized to do all acts, deeds and things necessary steps for the purpose of giving effect to the above said resolution in this regard.”

ITEM:19

TO CONSIDER AND APPROVE THE INCLUSION OF THE “DEVELOPMENT OF SMART CITY PARK” PROJECT UNDER SMART CITY MISSION PROJECTS AND APPROVING THE BUDGET FOR THE SAME.

The Board of Directors is requested to note that the Company in its First Board meeting held on 21st September, 2016 had passed the Resolution no. 15(1)/16-17 wherein the approval was given for the invitation of tenders for undertaking varied DPR for Smart City Mission Projects.

In furtherance, to this resolution passed the Board are requested to give their consent for including the “Development of Smart City Park” project under Smart City Mission Projects. ‘Environment’ and ‘Public space’ were the third and fourth priorities experienced by citizens of KDMC and this city park project addresses both those priorities.

The Board may be further briefed that “Development of Smart City Park” is a totally green field project area about 30 acres. The project aligns well with the focus of the Kalyan-Dombivli smart city guidelines of developing green recreational spaces in the city and will provide much needed recreational space to 1.5 million citizens/visitors to the Kalyan-Dombivli city as it is located at the immediate neighborhood of the identified Area Based Development.

The Board of directors may be requested to take a note that the estimated Capital Cost incurred for the undertaking the development of Smart City Park project will amount to Rs.110 Crore. The required amount will be used from correct sizing the water management project (estimated cost of 118.7 Cr.) and it is also from expected savings from Lake interlinking project (estimated cost of 121.5 Cr.).

The Board may also take note once approved inviting and floating of the tenders will be initiated by March, 2018 by the Company.

The Board is required to note the same, and pass the following resolution in this regard:

“RESOLVED THAT, the Board be and hereby approves the inclusion of the “Development of Smart City Park” Project Under Smart City Mission Projects with the estimated budget expenditure of Rs.110 Crore.”

“FURTHER RESOLVED THAT, the Chief Executive Officer or any of the Directors be and are hereby approve, the invitation of tenders for the development of Smart City Park” Project under Smart City Mission Projects ‘

“FURTHER RESOLVED THAT, the Chief Executive Officer or any other Director of the Company be and is hereby authorized to undertake all the necessary steps for giving effect to this Resolution, including approving and executing the necessary seeds and documents, as may be necessary for the purpose of giving effect to the above Resolution.”

Item No.20

TO CONSIDER AND APPROVE THE APPOINTMENT OF SOLAR ENERGY CORPORATION OF INDIA (SECI) FOR UNDERTAKING THE FEASIBILITY STUDY OF GROUND MOUNTED SOLAR PROJECT IN KALYAN DOMBIVLI SMART CITY.

The Board of Directors is requested to note that SKDCL is incorporated with an object to plan, design, carry out technical and financial appraisals, structure, construct, execute, maintain, manage and operate the projects envisaged under Smart City Proposal (SCP) of Kalyan Dombivli Municipal Corporation (KDMC) approved by the Central Government under the Smart City Mission:

Accordingly, taking into consideration the objective of the Company, SKDCL is in the process of planning and designing for solar power generation to meet partial energy requirements of the city through renewable sources. Smart City Mission guidelines states at-least 10% of the Smart City's energy requirement shall be met with solar energy

SKDCL has to appoint a technical consultant for design, DPR and construction supervision consultant for grid connected solar panels under smart city mission. Minimum time required for appointment of design consultant is one month, preparation of DPR by design consultant is two months, and appointment of contractor will be done within one month post-approval of DPR. Total time period will be minimum four months till the appointment of contractor.

SKDCL has identified following locations (cumulative area is approximately 58 acres) for the installation of solar PV panels.

- a) Mohili WTP-2 acre
- b) Netivali WTP-5 acre
- c) Kala talav & Gouripada Talav- 5 acre(water bodies)
- d) Mothagaon STP- 2 acre
- e) Khambal pada- 5 acre (KDMTU Depot)
- f) Barave STP- 5 acre
- g) Manda Landfill site- 30 acre
- h) Ganpati Chowk- 4.5 acre

In order to fast track the project implementation, SKDCL proposes to appoint SECI (SOLAR ENERGY CORPORATION OF INDIA LIMITED), as technical consultant for preparation of Feasibility report. "Solar Energy Corporation of India Limited (SECI)" is a Central Public Sector Undertaking India (CPSU) under the administrative control of the **Ministry of New and Renewable Energy (MNRE)**, which was incorporated on 20th Sept, 2011 in order to facilitate the implementation of Jawaharlal Nehru National Solar Mission, JNNSM and achievement of targets set therein.

SKDCL representatives conducted meetings with Dr. YBK Reddy (DGM-Solar), SECI held in Delhi in this regard. In the meeting, discussions took place on the aforesaid locations was brought to his knowledge wherein solar PV panels can be installed. In the meeting the representative of SECI principally agreed to undertake a feasibility study at a cost of approximately Rs. 8 lakh (excluding taxes) for the assignment.

SECI has stated that feasibility study can be completed in 1 month which is inclusive of technical feasibility of the project, commercial viability, implementation model, site and soil investigation, availability of nearest grid, and regulation of policy pertaining to solar project in Government of Maharashtra etc.

Therefore,

1. Further, the Board may also note that it is the only CPSU which is dedicated to the solar energy sector. It was originally incorporated as a section-25 (not for profit) company under the Companies Act, 1956. However, through a Government of India decision, the company has recently been converted into a Section-3 company i.e Public Unlisted Company under the Companies Act, 2013. Accordingly, the mandate of the company has also been broadened to cover the entire renewable energy domain.
2. Further, the Board is requested to note that it is proposed to appoint and assigned the task to SECI as it is a Government Company and SKDCL can undertake SECI'S appointment without abiding procedures and process of executing the process of inviting tenders which will require at-least 3 months for assigning the aforesaid task to the related Consultant and therefore the Company will save its time. Thus, the detailed project report and feasibility study can be prepared in 1 month.

The Board is required to note the same, and pass the following resolution in this regard:

"RESOLVED THAT, the Board be and hereby approves the appointment of Solar Energy Corporation of India (SECI) for undertaking the Feasibility study of ground mounted Solar Project in Kalyan Dombivli Smart City budgeted fees amounting to Rs. 8 lakhs excluding the taxes if any as applicable."

"FURTHER RESOLVED THAT, the Chief Executive Officer or any other Director of the Company be and is hereby authorized to undertake all the necessary steps for giving effect to this Resolution, including approving and executing the necessary seeds and documents, as may be necessary for the purpose of giving effect to the above Resolution."

"FURTHER RESOLVED THAT, the Chief Executive Officer be and is hereby authorized to finalize and approve all the terms and conditions of the aforesaid appointment and inform the Board of the Directors in this regard."

ITEM: 21

TO CONSIDER AND APPROVE THE PROJECT “BEAUTIFICATION AND PRECINCT DEVELOPMENT OF KALA TALAV AND GAURIPADA LAKE” PROJECT UNDER SMART CITY MISSION PROJECT (ANNEXURE XIII)

1. The Board of Directors is requested to note that the Company in its First Board meeting held on 21st September, 2016 had passed the Resolution no. 15(1)/16-17 wherein the approval was given for the invitation of tenders for undertaking varied DPR for Smart City Mission Projects.
2. In accordance to the aforesaid resolution approval was also granted by the Board for undertaking the Project named “Augmenting of sewer network” which was taken under the convergence of AMRUT scheme (Item 20.Point.13)
3. Further, the Board in its First Board meeting also approved the Project for “Lake interlinking and realigning of storm water drains (Item 20.Point.18). This project cannot be taken up taking into consideration the terrain and topography of city.
4. In furtherance to resolution passed, the Board may be also be noted that the Project named “Development of Lake Precinct” (Item 20.Point.19) which was approved by the Board included the four lakes namely Kala Talav, Wadeghar Lake, Bhoirwada Lake and Gauripada lake.

Further, out of these two lakes Wadeghar and Bhoirwada have been given on PPP (Public Private Partnership) for a lease period of 20 (Twenty) years. Whereas, Wadeghar Talav is given on lease to M/s Gudkha for 20 (twenty) years under special projects department by city engineer in the year 2005 and Bhoirwada lake is given on lease for 20 (Twenty) years under PPP to M/s J.P Fisheries and company limited by town planning department. Thus, considering the legal issues, the Board is requested to note that Bhoirwada and Wadeghar lakes cannot be taken up immediately until the lease period is over. (The Copy of the letter from KDMC in this matter is attached as “**Annexure XIII**” to this Agenda for the perusal of the Board).

Taking into consideration the above detailed matter the Board is requested to give their consent for including the project for “Beautification and precinct development of Kala Talav and Gauripada Lake” project under Smart City Mission Projects.’

The Board may also take note once approved inviting and floating of the tenders will be initiated by March, 2018 by the Company.

The Board is required to note the same, and pass the following resolution in this regard:

“RESOLVED THAT, the Board be and hereby approves the inclusion of the Project “Beautification and Precinct Development of Kala Talav and Gauripada Lake” Project Under Smart City Mission Projects”

“FURTHER RESOLVED THAT, the Chief Executive Officer or any other Director of the Company be and is hereby authorized to undertake all the necessary steps for giving effect to this Resolution, including approving and executing the necessary deeds and documents, as may be necessary for the purpose of giving effect to the above Resolution.”



कल्याण डोंबिवली महानगरपालिका, कल्याण.

विशेष प्रकल्प विभाग

टि/

दि. / / २०१७

दि. २१/१२/२०१७

मा. सादर,

विषय :- स्मार्ट सिटी अंतर्गत तलावांचे सुशोभिकरण करणेबाबत.

स्मार्ट सिटी अभियाना अंतर्गत कल्याण डोंबिवली महापालिका क्षेत्रामध्ये अनेक प्रकल्पांना SKDCL च्या संचालक मंडळाच्या प्रथम बैठकीत प्रशासकीय मान्यता देण्यात आली आहे. सदर ठरावामध्ये अ.क्र. १९ वर Development of Lake Precinct चा अंतर्भाव आहे. Smart City Proposal नुसार यामध्ये चार तलावांचा समावेश आहे. यापैकी वाडेघर व शेनाळे तलाव (भोडरवाडा) येथील तलाव हे PPP तत्वावर चालवावयास दिले आहेत. विशेष प्रकल्प विभागामार्फत वाडेघर तलाव मे. गुडखा यांना २० वर्षाकरीता PPP तत्वावर राबविण्यासाठी तत्कालीन शहर अभियंता यांनी सन २००५ मध्ये दिलेला आहे. शेनाळे तलाव नगररचना विभागामार्फत मे. जे.पी. फिशरीस अॅण्ड कं. यांना PPP तत्वावर दिलेला आहे. याबाबत अधिक माहिती विशेष प्रकल्प विभागामध्ये उपलब्ध नाही. Development of Amusement Park, Swimming Pool, Water Sport Complex and Conventional Hall at Wadeghar या कामा अंतर्गत प्रकल्पामध्ये वाडेघर तलावाचा समावेश आहे. सदर ठेकेदारा सोबत या कामा अंतर्गत तलावाचे सुशोभिकरण व इतर कामे करणेकरीता २० वर्षांचा करार झाला आहे. करार संपुष्टात येईपर्यंत सदर तलावाचे सुशोभिकरण इतर संस्थेमार्फत करणे शक्य नाही. तसेच शेनाळे तलावाचा जे.पी. रिसॉर्टच्या कामात समावेश आहे व संबंधित ठेकेदाराबरोबर या कामाचा करार झालेला असल्याचे कळते. त्यामुळे सदर दोन्ही तलावांचा समावेश स्मार्ट सिटी अंतर्गत Development of Lake Precinct या प्रकल्पामध्ये करणे शक्य वाटत नाही. तरी सदर बाब ही

श्री. संचालक मंडळाला अवगत करणेसाठी अहवाल सादर

प्र. कार्यकारी अभियंता (विशेष प्रकल्प)

कल्याण-डोंबिवली महानगरपालिका

आयुक्त कार्यालय

21 DEC 2017

खाते.....
जा.क्र.....

मा. शहर अभियंता, कडोमपा

मा. मुख्य कार्यकारी अधिकारी,
स्मार्ट कल्याण डोंबिवली डेव्हलपमेंट कॉर्पोरेशन लि.

Bring it to the notice
of Board of Directors
through
an agenda
item.

कल्याण-डोंबिवली महानगरपालिका, कल्याण.

क्र.क/व.प./ २४२५

दि. २१-१२-१७