

Nirman Bhawan, New Delhi  
Dated: 14<sup>th</sup> September, 2017

**OFFICE MEMORANDUM**

**Subject: Nomination of Shri Jagdish Prasad, US (HFA-II) as Director on the Board of Special Purpose Vehicle (SPV) of Aurangabad Smart City vice Shri A.K. Malhotra, US.**

The undersigned is directed to refer to the Order No. K-15016/34/2016-SC-I dated 28<sup>th</sup> November 2016 nominating therewith officers of MoHUA on the Board of SPVs of 27 Round 2 cities and to convey the nomination of **Shri Jagdish Prasad, US (HFA-II), MoHUA on the Board of Special Purpose Vehicle (SPV) of Aurangabad Smart City vice Shri A.K. Malhotra, US** with immediate effect till further orders.

2. The officer will perform his role as set out in the Companies Law. An illustrative list of activities is attached. Additionally, the nominated officer will coordinate with the Municipal Commissioner/ CEO regarding HR placement, establishment of PMCs, preparation of DPRs/ RfPs and the start of implementation of the projects. The officer will submit a monthly report about the progress made by the city to the Smart City Division.

3. This issues with the approval of Secretary (HUA).

Encl:- As above

**(Sanjay Sharma)**

Under Secretary to the Govt. of India  
Phone: - 23062908/23062742

**To**

1. Shri Jagdish Prasad, US (HFA-II), MoHUA

**Copy to:** Principal Secretary (UD) / Municipal Commissioner/ CEO in r/o Aurangabad Smart City.

**Copy for information to:**

- 1) AS (UA), MoHUA, Nirman Bhawan, New Delhi.
- 2) PSO to Secretary (HUA)

## **Role & Responsibilities of Representative of MoUD (Director)**

1. The director so appointed shall have powers similar to the other directors.
2. He shall act in accordance with the articles of the company.
3. Act in good faith in order to promote the objects of the company for the benefit of members and others.
4. Exercise his duties with due and reasonable care, skill and diligence and exercise independent judgement.
5. Not involve in a situation in which he may have a direct or indirect interest that conflicts, or possibility may conflict, with the interest of the company.
6. Not achieve or attempt to achieve any undue gain or advantage either to himself or to his relatives, partners, or associates and if such director is found guilty of making any undue gain, he shall be liable to pay an amount equal to that gain to the company.
7. Not assign his office and any assignment so made shall be void.

If a director of the company contravenes any of the above provisions such director shall be punishable with fine which shall not be less than Rs. 1,00,000 but which may extend to Rs. 5,00,000/-.

## **Remuneration to Representative of MoUD (Director)**

1. The MoUD representative director shall not be entitled to any remuneration and he shall be entitled to only sitting fees and reimbursement of expenses incurred to attend the board meetings.

### Salient Features – Representative Directors

1. As per Smart City Mission guidelines, representative of the Central Government will be Director on the Board of the SPV and will be recommended by the MoUD to the SPV.
2. MoUD shall intimate name of the person selected as a representative of Central Government to the SPV for appointment as a Director in the SPV.
3. The Board of Directors of SPV shall propose name of Central Government representative to be appointed as a Director in its Annual General Meeting.
4. Till the time the AGM is not held, the board of directors can appoint such person as an additional director who shall hold office till conclusion of the next AGM.
5. The person representing MoUD as Director shall need to get a Director Identification Number and furnish a declaration that he is not disqualified to become a director under the Companies Act, 2013. (Section 152)
6. A person appointed as a director shall not act as a director unless he gives his consent to hold the office as director and such consent has been filed with Registrar within 30 days of his appointment. (Section 152).
7. The director shall resign up on instruction of the Central Government and another person proposed by the Central Government shall be appointed as an additional director in his place. His appointment as a director shall be confirmed in next AGM as per para 4 above.