

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

Minutes of : 2/2016 - Board Meeting
Venue : Udyog Bhawan, Jaipur.
Date : 27th June 2016
**Commencement/Completion
time of meeting** : 12.30 P.M. / 12.50 P.M.

Present :

| | |
|-------------------------|---------------------------------------|
| Shri C. S. Rajan | Chairman |
| Shri Deepak Upreti | Principal Secretary Mines & Petroleum |
| Shri Prem Singh Mehra | Principal Secretary Industries |
| Smt. Veenu Gupta | MD, RIICO |
| Shri Alok | Secretary Revenue |
| Shri Anil Bafna | Independent Director |
| Shri Raman Kumar Sharma | Independent Director |

All the above directors were present throughout the meeting.

Shri D.K. Sharma, Secretary was in attendance. Shri Gaurav Bajad, Advisor (A&M)/FA; Shri Anil Sharma, CGM (BP); Shri Rajan Kapoor, GM(SP) and Shri Lokesh Vijay, Addl.GM (BP) were also present.

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

Item 1: Confirmation of minutes of the last meeting of the Board held on 29th March, 2016.

The minutes of the meeting of Board held on 29th March 2016 were confirmed.

Item 2: Action Taken Report on the decisions of the previous meeting of the Board held on 29th March 2016.

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

Item 3: Minutes of the meeting of the Infrastructure Development Committee of the Board held on 12th May 2016.

The Board noted the position.

Item 4: Disclosure of interest by a director.

The Board noted interest disclosure pursuant to Section 184(1) of the Companies Act, 2013 read with the relevant rule 9(1), from the following Directors, disclosing their interest in other Companies, Bodies Corporate and Firms:

- | | |
|-----------------------------|-------------------------------|
| 1. Shri C.S. Rajan | Notice dated 18th April 2016. |
| 2. Shri Rajeeva Swarup | Notice dated 11th May 2016. |
| 3. Shri Deepak Upreti | Notice dated 28th April 2016. |
| 4. Shri Prem Singh Mehra | Notice dated 20th April 2016. |
| 5. Smt. Veenu Gupta | Notice dated 5th April 2016. |
| 6. Shri Abhay Kumar | Notice dated 11th May 2016. |
| 7. Shri Alok | Notice dated 2nd May 2016. |
| 8. Shri Vaibhav Galriya | Notice dated 29th April 2016. |
| 9. Shri Maneesh Chauhan | Notice dated 11th April 2016. |
| 10. Shri Raman Kumar Sharma | Notice dated 19th April 2016. |
| 11. Shri Anil Bafna | Notice dated 18th May 2016. |

The Board was informed that Shri Raman Kumar Sharma and Shri Anil Bafna, Independent Directors, have vide their declarations under section 149(7) of the Companies Act, 2013, dated 23rd June 2016, have made declarations that they met the criteria of independence as provided in section 149(6) of the Companies Act, 2013. The Board noted the declarations made by both the Independent Directors.

Item 5: Certificate of Legal Compliance for the quarter ended on March 2016.

The Board taken on record the Certificate of Legal Compliance, for the quarter ended on 31th March 2016.

Item 6: Transfer of Shares.

The Board noted the position and accorded approval for the transfer of two equity shares of Rs. 1000/- each of the Company, in the names of the following transferees:

| S.No. | Name of Transferor | Name of Transferee | No. of Share | Distinctive Nos. |
|-------|---|--|--------------|------------------|
| 1 | 2 | 3 | 4 | 5 |
| 1. | Shri Sanjay Malhotra, Principal Secretary Energy, GoR | Shri Alok, Secretary Revenue, GoR | 1 | 401 |
| 2. | Dr. Samit Sharma, Ex-Commissioner (Inv. & NRI) | Shri Vaibhav Galriya Commissioner (Inv. & NRI) | 1 | 1201 |

The Board also authorized Secretary of the Corporation to endorse the share certificates in the name of above transferees.

Item 7: Ex-post-facto approval for contribution of RIICO towards expenses on organizing of VASTRA-An International Textile & Apparel Fair 2016 (VASTRA-2016), the MoU executed between RIICO and FICCI for organizing VASTRA-2016 and approval/ex-post-facto approval of other related terms.

The Board discussed the agenda and accorded ex-post-facto approval for the following:

1. Decision taken for holding VASTRA -2016 for four days from 20th to 23rd October, 2016 with first three days from 20th to 22nd October, 2016 for B2B event and last day 23rd October, 2016 for B2C with retail sales by exhibitors. Those who wants to participate in B2C and others may wind up at the end of the 3rd day.
2. Decision taken for Corporation's contribution towards expenses on organizing of VASTRA-2016 to the maximum extent of Rs. 1.00 cr.

3. MoU executed between RIICO & FICCI on 30.5.2016 for organizing VASTRA-2016, copy placed at Annexure-C to the agenda note.
4. Decision taken for not availing of Market Access Initiative (MAI) grant by FICCI and accordingly not hosting of foreign buyers (except extending local hospitality to few foreign buyers), should Ministry of Commerce & Industry, GoI (MoC) not reduce the number of foreign buyers commensurate with the reduced amount of approved MAI grant.

The Board also authorized the Managing Director of the Corporation to decide any other and incidental issues in relation to organizing VASTRA-2016, the contribution of RIICO towards expenses on organizing of VASTRA-2016 to the maximum extent of Rs. 1.00 cr., the MoU between RIICO & FICCI for VASTRA-2016 execute on 30.5.2016, etc.

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

CHAIRMAN