



# यूजेवीएन लिमिटेड

(उत्तराखण्ड सरकार का उपक्रम)

## UJVNL Limited

(A Govt. of Uttarakhand Enterprise)

कार्यालय कंपनी सचिव, "उज्जवल" महारानी बाग, जीएमएस रोड, देहरादून-248 006 (उत्तराखण्ड) दूरभाष: 0135-2769919, फैक्स 0135-2761549  
Office of the Company Secretary, "Ujjwal" Maharani Bagh, G.M.S. Road, Dehradun-248006 Phone 0135-2769919, Fax 0135-2761549  
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ISO 9001:2008 Certified

CIN No. U40101UR2001SGC025866

No. 223 /UJVNL/CS/07/BM-76

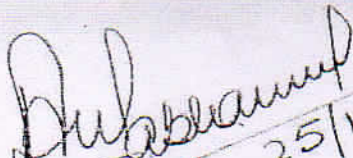
Date: 25/10/2015

All Functional Directors/ED's/General Managers GM(SHP)  
UJVNL Limited.

### Subject: Minutes of 76<sup>th</sup> Board Meeting

Please find enclosed herewith the Minutes of the 76<sup>th</sup> Board Meeting of UJVNL Limited held on 30<sup>th</sup> September, 2015 for information, necessary action and records. Kindly forward an action taken report on these decisions within a span of 15 days and without waiting for the announcement of the date of next meeting.

You are also requested to arrange to send a copy of these minutes/extract of minutes to your sub-ordinate officers and departments in case they also need a copy of the same

  
(Arun Sabharwal)  
Company Secretary &  
Secretary Audit Committee

Encl: As above.

CC: Managing Director, UJVNL Limited, "Ujjwal", Dehradun.

**MINUTES OF THE 76<sup>th</sup> MEETING OF BOARD OF DIRECTORS OF UJVN LIMITED HELD ON 30.09.2015 AT "UJJWAL", MAHARANI BAGH, GMS ROAD, DEHRADUN.**

The 76<sup>th</sup> meeting of Board of Directors was held on 30.09.2015 in which the following Directors were present:-

**Present:**

Dr. Umakant Panwar	Chairman
Shri J. L. Bajaj	Director
Shri C.M. Vasudev	Director
Shri S. C. Sen	Director
Shri B. S. P. Sinha	Director
Shri Raj Kumar	Director
Shri S.N Verma	Managing Director
Shri B.C.K. Mishra	Director
Shri Sandeep Singhal	Director
Dr. A.C. Joshi	Director
Shri L.M. Verma	Director

**Leave of Absence:**

Shri Rakesh Sharma	Director
Smt. Radha Raturi	Director
Shri S. Ramaswami	Director

**Special Invitee:**

Sh. Devesh Kumar Sharma	Sr. Research officer Planning Deptt., GOU.
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**In Attendance:**

Shri Arun Sabharwal	Company Secretary
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The meeting commenced with Dr. Umakant Panwar in the Chair.

The Board welcomed Dr. A.C. Joshi and Shri L.M. Verma on the Board and wished them all success in their new endeavor.

**Agenda Item No. 76.01**

**To consider and approve the Minutes of the 75th Board Meeting held on 27.06.2015.**

After consideration, the Board unanimously approved the minutes of 75<sup>th</sup> Board meeting as circulated on 24-07-2015 along with amendment in agenda item no. 75.26 circulated on 30-07-2015.


**Agenda item Number 76.02**



(Arun Sabharwal)  
Company Secretary



(S.N. Verma)  
Managing Director



(Dr. Umakant Panwar)  
Chairman




**Action Taken Report**

The Board directed to expedite the following matters that have been lying pending for action:

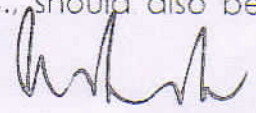
1. The action relating to 67.24 (07-08-2013) and 71.02 (30-06-2014) pertaining to preparation of Medical Reimbursement Rules are lying pending for more than two years and must be completed and reported in the next meeting. It was also directed that the work of preparation of rule manual should be expedited on priority.
2. On the issue of mechanism of vigilance (40.06 dt. 04.06.14 & 42.2.13 dt. 22.09.14) it was directed that the Energy Department, Govt. of Uttarakhand may again be requested to set up the mechanism for the three corporations. Till that time, enquiries if any, has to be initiated on the directions of Managing Director.
3. On the issue of recovery of advances from Border Road Organization (40.02.03 dated 04-06-2014 and 42.2.3 dated 22-09-2014), it was informed that an amount of Rs. 106.61 Lac is yet to be refunded by BRO against a total advances of Rs. 834.03 Lac given for the construction of diversion road at Pala Maneri Project. The several letters have been written by EE (PMP) to BRO to return the balance amount. EE (PMP) had met Chief Engineer (Project) Shivalik C/O 56 APO on 27.07.2015 at Rishikesh for early action on refund of the balance amount.

After deliberations, it was directed to expedite the recovery.

4. On The issue of adjudication of inter-company matters of three Corporations of the energy sector in Uttarakhand, the progress of finalization of reconciliation mechanism for adjudication of intercompany matters may be placed in the next meeting.
5. On the issue of putting a ban to execute the projects and blacklisting of the companies by a particular State and other States and PSUs following the suit, the Board directed that a legal opinion on this issue may be obtained along with citations and the matter should be placed in the next Board meeting.
6. The Board directed that the orders received from Hon'ble UERC, the petitions filed with UERC and various performance and monitoring reports prepared by the Company as a part of M.I.S., should also be

  
(Arun Sabharwal)  
Company Secretary

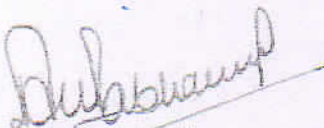
  
(S.N. Verma)  
Managing Director


  
(Dr. Umakant Porwar)  
Chairman




uploaded on the web site and compliance be reported in the next meeting. (75.02.12 dt. 27.06.15)

7. On the issue of confirmation of balances from the UPCL as per their books of accounts, it was directed to obtain it soon.
8. On the issue of obtaining letter/certificate from Government showing the amount that has been transferred as equity from the consolidated fund that has been lying pending since almost 3 years now. The Board observed that due to non issue of the certificate, the Company is losing in petition filed with the UERC and requested Government of Uttarakhand to expedite the issue on urgent basis. The Board directed to follow up with the Government.
9. Vide agenda item no. 72.10 dated 26-09-2014 on the issue of approval of Rebate/Penalty for components of monthly bill(s) not covered in Power Purchase Agreement (PPA) with Uttarakhand Power Corporation Ltd. (UPCL), the Board directed that the complete proposal may be sent to UPCL for their acceptance. The Board further directed that in case of non acceptance of proposal by UPCL, UJVN Limited may refer the matter to UERC. The final outcome of this matter should be placed in the next meeting.
10. Vide agenda item number 72.14 dated 26-09-2014, the Board requested the Government to solve inter-governmental issues. The Company should also move a proposal to the Government that the cost of repairs of the damages occurred due to inter-governmental issues may be compensated through PDF. The outcome of this matter should be informed in the next meeting.
11. On the issue of damages in Khatima Power Plant due to floods, in 72<sup>nd</sup> meeting vide 72.14 Managing Director had informed the Board that he has ordered an enquiry to be conducted by officers of the Company. Board was of the view that enquiry should be conducted in this matter in a time bound manner and responsibilities should be fixed. The Board directed that the outcome of the enquiry and action taken by the Company in this regard shall be brought to the notice of Board.
12. The status of recoveries from Insurance claims should be expedited and reported in the next meeting.

  
(Arun Sobharwal)  
Company Secretary

  
(S.N. Verma)  
Managing Director

  
(Dr. Umekant Panwar)  
Chairman



Vide agenda item no. 72 dated 26-09-2014 on the issue of complaint made to Statutory Auditors and C&AG by Mr. Anoop Bisht, Assistant Law Officer against Mr. S.K. Chopra and another complaint made by Mr. S.K. Chopra on illegal appointment of certain employees, the Board noted that the matter is under examination at the Managing Director's level and requested Managing Director to expedite the issue and deleting name of Mr. Alok Kumar from Agenda Item no. 75.02, ATR Point No. 18.

13. Vide Agenda Item No. 74.22 the Board had directed that the presentation on 'I.T. for improvement in generation' should be presented in the next Board Meeting.

14. In 75<sup>th</sup> meeting discussion on business plan was deferred for the next Board meeting. It was directed by the Board that along with the Business plan, the company should come up with the acceptability or non-acceptability of the recommendations given by the consultant and action plan of the management in implementation of the recommendations of the consultant in the Business Plan.

Subject to above directions, the Board approved the Action Taken Report.

**Agenda item Number 76.03**

**To take note and accept the proceedings of the 45<sup>th</sup> Audit Committee**

The Board unanimously accepted the proceedings of 45<sup>th</sup> Audit Committee held on 27-06-2015.

**Agenda item Number 76.04**


**Appointment of Key Managerial Persons in the Company**

After consideration, the Board passed the following resolution:-

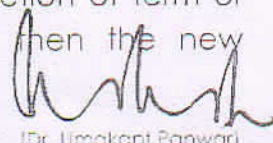
RESOLVED THAT the consent of the Board be and is hereby accorded to declare the following officers as Key Managerial Personnel in terms of Section 2(51), Section 203 and for the purpose of various provisions of The Companies Act, 2013:-

1. Shri S.N. Verma, Managing Director
2. Shri B.C.K. Mishra, Whole Time Director
3. Shri Sandeep Singhal, Whole Time Director
4. Dr. A.C. Joshi, Whole Time Director
5. Shri L.M. Verma, Whole Time Director and Chief Financial Officer
6. Shri Arun Sabharwal, Company Secretary

RESOLVED FURTHER THAT in case of transfer, resignation, completion of term or otherwise; if there is any change in the aforesaid officers then the new

  
(Arun Sabharwal)  
Company Secretary

  
(S.N. Verma)  
Managing Director

  
(Dr. Umakant Panwar)  
Chairman



incumbent coming in their place shall automatically be treated as Key Managerial Person/Chief Financial Officer as the case may be and Company Secretary be and is hereby authorized to file necessary forms with the Registrar of Companies accordingly.

**Agenda item Number 76.05**

**To take note of the notice issued by Registrar of Companies, U.P. & Uttarakhand regarding violation of the provisions of Section 149(1) of The Companies Act, 2013 read with rule 3 of The Companies (Appointment & Qualification of Directors) Rule, 2014 relating to non-appointment of Women Director.**

The Board took note of information submitted.

**Agenda item Number 76.06**

**Disclosure of Interest by Directors.**

Board took note of disclosure of interest made by Shri B.S.P. Sinha, Shri Raj Kumar, Shri B.C.K. Mishra, Dr. A.C. Joshi and Shri L.M. Verma and took it on record.

**Agenda item Number 76.07**

**To consider and approve the report of Secretarial Auditor of the Company**

The Audit Committee in their 46<sup>th</sup> Meeting held on 30-09-2015 had passed the following resolution:-

RESOLVED THAT consent of the Audit Committee be and is hereby accorded to approve the Secretarial Audit Report submitted by M/s. Jasneet Kaur Sahdev & Company, Company Secretaries for the financial year 2014-15.

RESOLVED FURTHER THAT the Audit Committee recommends to the Board for approval of the aforesaid Audit Report.

After consideration the Board unanimously accepted the resolution and recommendations of Audit Committee.

**Agenda item Number 76.08**

**Change in Shareholders**

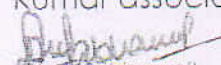
The Board took note of the information submitted.

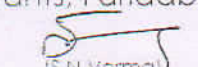
**Agenda item Number 76.09**

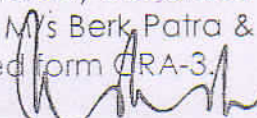
**To Consider and approve the report of Cost Auditor for financial year 2014-15.**

The Audit Committee in their 46<sup>th</sup> Meeting held on 30-09-2015 had passed the following resolution:-

RESOLVED THAT the consent of the Audit Committee be and is hereby accorded to the Cost audit report for financial year 2014-15 submitted by M/s Berk Patra & Kumar associates, Cost Accountants, Faridabad in the prescribed form CRA-3.

  
(Anil Saharwal)  
Company Secretary

  
(S.N. Verma)  
Managing Director

  
(Dr. Umakant Panwar)  
Chairman



RESOLVED FURTHER THAT Shri L M Verma, Director Finance and Shri Arun Sabharwal, Company Secretary be and are hereby authorized to sign the documents for onward submission to the Central Government.

RESOLVED FURTHER THAT the Audit Committee recommend to the Board of Directors to adopt the aforesaid resolution.

After consideration the Board unanimously accepted the resolution and recommendations of Audit Committee.

**Agenda item Number 76.10**

**Appointment of Statutory Auditors for the F.Y. 2015-2016 and to fix their remuneration**

The Audit Committee in their 46<sup>th</sup> Meeting held on 30-09-2015 had passed the following resolution:-

RESOLVED THAT the consent of the Audit Committee be and is hereby accorded to appoint M/s. DMA & Associates as an Statutory Auditor and fix their remuneration for the financial year 2015-16 at Rs. 1,50,000/- (One Lakh Fifty Thousand only) excluding service tax.

RESOLVED FURTHER THAT the Statutory Auditor M/s. DMA & Associates would be entitled to the reimbursement of T.A., D.A. & Out of Pocket expenditure as per actual subject to a maximum of Rs. 60,000/-

RESOLVED FURTHER THAT the Audit Committee recommends the Board to accept the aforesaid resolutions.

After consideration the Board unanimously accepted the resolution and recommendations of Audit Committee.

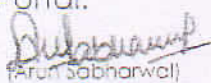
**Agenda item Number 76.11**

**Appraisal of Tender documents for Hydro-Mechanical works for Vyasi H.E. Project and its post Facto approval.**

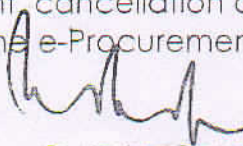
Director (Projects) assured the Board that Hydro Mechanical Works in this project have been synchronized with the civil works and E&M works.

It was also clarified that the proposal is not for cancellation of the tender. Due to introduction of compulsory e-tenders, now physical tenders are not resorted to. As mentioned BOQ could not be uploaded on e-tender, the old tender document have to be cancelled and new bid document have to be posted on the e-Procurement Portal. Moreover, looking in practical aspects, certain payment terms needed a change.

After consideration, the Board approved the new bid document, cancellation of earlier tender and the uploading of revised bid document on the e-Procurement Portal.

  
(Arun Sabharwal)  
Company Secretary

  
(S.N. Verma)  
Managing Director

  
(Dr. Umakant Panwar)  
Chairman



**Agenda item Number 76.12**

**Development of Kishau Multipurpose Project (660 MW) on river Tons in Sirmour District, Himachal Pradesh & Dehradun District, Uttarakhand.**

The Board took note of ongoing activities relating to Kishau Multi-purpose Project.

**Agenda item Number 76.13**

**Time Extension against works of Carrying out Cumulative Impact study of Hydropower projects on Yamuna & Tons river & its tributaries, Uttarakhand by ICFRE, Dehradun.**

The Board was informed that the final report of CEIA study has been submitted by ICFRE, Dehradun.

It was directed that on approval, the findings of the report and conclusion should be placed before the Board, subjected to the above, the Board accorded approval for the time extension.

**Agenda item Number 76.14**

**Petition for Review of Hon'ble UERC's "Order on True-up of F.Y. 2013-14, Annual Performance Review for F.Y. 2014-15 and Annual Fixed Charges for F.Y. 2015-16" dated 11.04.2015.**

The Board took note of the fact that Petition for Review of Hon'ble UERC's Order on True-up of F.Y. 2013-14, Annual Performance Review for F.Y. 2014-15 and Annual Fixed Charges for F.Y. 2015-16" dated 11.04.2015 has been approved by the Chairman as per his delegated power and the petition had been filed with UERC.


After consideration, the Board ratified the action taken by the Chairman and approved the said petition in accordance with regulation 10(2) of UERC (Conduct of Business) Regulation 2014.

**Agenda item Number 76.15**

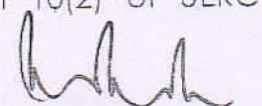
**Petition for Review of Hon'ble UERC's order dated 13.03.2015 on "Petition for prior approval of Capital Investment for Renovation & Modernization of 3x 10 MW Kulhal HEP" of UJVN Ltd.**

The Board took note of the fact that Petition for Review of Hon'ble UERC's Order on True-up of F.Y. 2013-14, Annual Performance Review for F.Y. 2014-15 and Annual Fixed Charges for F.Y. 2015-16" dated 11.04.2015 has been approved by the Chairman as per his delegated power and the petition had been filed with UERC.

After consideration, the Board ratified the action taken by the Chairman and approved the said petition in accordance with regulation 10(2) of UERC (Conduct of Business) Regulation 2014.

  
(Arun Sabharwal)  
Company Secretary

  
(S.N. Verma)  
Managing Director

  
(Dr. Umakant Panwar)  
Chairman



**Agenda item Number 76.16**

**Construction of Hathiari Surface Powerhouse along with Surge Tank, Penstock, 1.35 Km long HRT and appurtenant works in Vyasi Project against Agreement no. 2/SELVCC-I111987-88, dated 15.07.1987 & Supplementary agreement dated 06.03.2012 between M/s NPCC Ltd. and UJVNL-Approval of Time Extension of Mile Stones.**

After consideration, the Board accorded approval of time extension for first mile stone up to September, 2016, for second mile stone up to March, 2016 and exemption of imposing liquidated damages on third mile stone which were effective from February, 2016 till the finalization of treatment of squeezing zone in HRT.


It was directed that in all such cases of time extension, the financial impact must form a part of Agenda note in future.


**Agenda item Number 76.17**

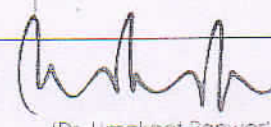
**Approval of Time Extension against LOT-I: Agreement No-01/DGM (Civil)/VP/UJVNL/DAM/2013-14 dated 03/01/2014 for the Execution of balance Civil Works related to concrete dam, diversion works, intake and 1.35 Km. HRT of Vyasi Hydro Electric Project (120 MW) in District Dehradun, Uttarakhand.**

After consideration, the Board accorded approval of interim time extension up to 31-01-2018 (377 days beyond schedule period) under Sub-clause 44.1 of COPA and revision of milestone under Sub-clause 43.1 of COPA, "Time for completion", which are as follows:-

Milestone	Original period	Original Schedule date of completion	Recommended revised period	Recommended revised schedule date of completion
<b>Milestone-2</b> Excavation of Dam foundation of over flow section & concreting up to EL 584.5	21 months	19-10-2015	36 months 12 days	31-01-2017
<b>Milestone-3</b> Concreting of Dam up to crest level of Spillway and construction of Intake structure.	26 months	19-03-2016	38 months 28 days	16-04-2017
<b>Milestone-4</b> Completion of all works of HRT and Plunge pools.	32 months	19-09-2016	44 months 28 days	16-10-2017
<b>Milestone-5</b> Completion of all under this contract including clearing up of work site.	36 months	19-01-2017	48 months 12 days	31-01-2018

  
(Arun Sabharwal)  
Company Secretary

  
(S.N. Verma)  
Managing Director

  
(Dr. Umakant Panwar)  
Chairman



**Agenda item Number 76.18**

**Technical Audit of Hydro Electric Projects of UJVNL by CBIP**

The Board directed that the action plan of the management on suggestion given by CBIP for MB-I and MB-II Project should be brought before the Board.

**Agenda item Number 76.19**

**Provision of incentive in the agreement No. 06/Dy. GM(CM-BV)/Maneri/2014-15 for the work "Modification of Tail Race Channel (TRC) of Dharasu Power House of MB-II H.E.P. at Dharasu, Uttarkashi" for completion of work of stage-II (During Closure Period) before schedule period.**

The Board observed that the provision of incentive was not a part of contract. As per the direction in the previous Board meeting, no such supporting instances could be placed by management justifying the payment of incentive outside contract. The management emphasized the need of giving reward to the contractor due to his excellent work carried out under pressure and in odd conditions and commitment made by Management in writing to consider for some suitable compensation.

After deliberation, the Board decided that if the management feels that there are justifiable reasons along with supporting instances, the fresh proposal may be moved accordingly in the next meeting.

**Agenda item Number 76.20**

**Project Agreement Between UJVN Limited and world Bank for funding Dam Rehabilitation & Improvement Programme in UJVN Limited.**

After consideration, the Board granted ex-post facto sanction of action taken by the Chairman to approve and sign the Project Agreement between Company and World Bank for funding under Dam rehabilitation and improvement programme.


It should be clarified whether the company will have to repay in rupee or in dollar terms.

It was directed that the real cost of borrowing along with hedging cost, should be worked out and placed for information of the Board.


**Agenda item Number 76.21**

**Proposal for revision of 'Delegation of Powers' on Time Extension of the contracts approved by Board, vested to the Managing Director and Functional Directors**

After consideration, the Board accorded approval and delegated power to the CPC of Managing Director to grant time extension up to 50% of the contract period on the recommendations from concerned Directorate for the contracts approved by the board.

  
(Arun Sabharwal)  
Company Secretary

  
(S.N. Verma)  
Managing Director

  
(Dr. Umakant Panwar)  
Chairman



**Agenda item Number 76.22**

**Dismantling 83 numbers irreparable residences and fencing the area for Solar Project Installation.**

The Board approved the action taken by Managing Director to dismantle the irreparable residences and construction of fencing in the area of the Solar Project Installation and directed that expenses so incurred on these activities should be booked to the Solar Project.

**Agenda item Number 76.23**

**Closure Work of Chilla HEP**

While according in principle approval for the work, Board directed that the dates of the closure of the project shall be finalized jointly by Managing Director, UJVNL and Managing Director, UPCL after mutual discussions or by Principal Secretary (Energy).

**Agenda item Number 76.24**

**Analysis of Generation**

The Board took note of the Generation Statements.

**Agenda item Number 76.25**

जनपद उत्तरकाशी में पुलिस थाना मनेरी के आवासीय एवं अनावासीय भवनों के निर्माण हेतु यूजेवीएन लिमिटेड की ग्राम हिना स्थित भूमि में से 0.669 हेक्टेयर भूमि पुलिस विभाग के नाम निःशुल्क हस्तान्तरित करने के सम्बन्ध में।

After consideration, the Board accorded approval to transfer 0.669 hectare of vacant land at Village Heena under Maneri-Bhali Phase I of UJVNL to Police Department, Government of Uttarakhand, on lease, without any cost, for construction of Police Station, Maneri.

**Agenda item Number 76.26**


भटवाड़ी में जनता यात्री निवास निर्माण हेतु यूजेवीएन लिमिटेड की पाला मनेरी परियोजना भटवाड़ी स्थित भूमि में से 0.50 एकड़ (0.209 हे०) भूमि को पर्यटन विभाग को हस्तान्तरित करने के सम्बन्ध में।

After consideration, the Board accorded approval to transfer 0.209 hectare of vacant land at Village Bhatwari under Maneri-Bhali Phase I of UJVNL to Tourism Department, Government of Uttarakhand, on lease, without any cost, for construction of Public Tourist Lodge, Maneri.

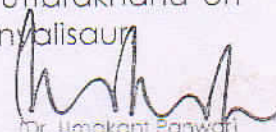
**Agenda item Number 76.27**

यूजेवीएन लिमिटेड की मनेरी भाली द्वितीय चरण परियोजना, धरासू में ग्राम नेरी (दिकोली) स्थित 0.967 हेक्टेयर भूमि को राजकीय पॉलीटेक्निक, चिन्वालीसौड को हस्तान्तरित करने के सम्बन्ध में।

After consideration, the Board accorded approval to transfer 0.967 hectare of vacant land at Village Neri (Dikoli) under Maneri-Bhali-II Project, Dharasu of UJVNL to Department of Technical Education, Government of Uttarakhand on lease without any cost, for construction of Govt. Polytechnic, Chinalisaur.

  
(Aron Sabharwal)  
Company Secretary

  
(S.N. Verma)  
Managing Director

  
(Dr. Umakant Panwar)  
Chairman



**Agenda item Number 76.28**

पंचम वेतनमान में उच्चकृत तृतीय समयबद्ध वेतनमान के रूप में ₹0 8550-13500 का वेतनमान प्राप्त कर चुके कार्मिकों को दिनांक 05-11-2011 से ग्रेड पे ₹0 5400/- के स्थान पर ₹0 6600/- अनुमन्य कराये जाने के सम्बन्ध में।

After consideration, the Board accorded approval for grant of grade pay of Rs. 6600/- instead of Rs. 5400/- in the pay scale of Rs. 8550-13500 wef 05.11.2011, instead of 18.12.2012 to such category of employees, who were granted this benefit earlier, as per decision taken by BoD of UPCL & PTCUL.

**Agenda item Number 76.29**

सेवाकाल में मृतक कर्मचारी स्व० श्री प्रेम सिंह राणा, कुशल श्रमिक के आश्रित पुत्र श्री प्रवीण सिंह राणा को सेवायोजन दिये जाने हेतु आवेदन करने की 05 वर्ष की कालबाध्यता की समय सीमा में अनुकम्पा (Compassionate) के आधार पर अध्यक्ष, यूजेवीएन लिमिटेड द्वारा शिथिलता प्रदान किये जाने के अनुमोदन को संज्ञानार्थ/अनुसमर्थनार्थ प्रस्तुत।

After consideration, the Board accorded ex-post sanction to the decision taken by Chairman, UJVNL to relax the conditions in case of appointment of Mr. Prem Singh Rana on compassionate grounds.

**Agenda item Number 76.30**

यूजेवीएन लिमिटेड में कार्यरत अंशकालिक सफाई कर्मियों के नियत वेतन में वृद्धि किये जाने के सम्बन्ध में।

After consideration, the Board accorded approval to increase the remuneration of part time Sweepers from Rs. 1200/- per month to Rs. 1500/- per month.

**Agenda item Number 76.31**


दफादार के पद पर पदोन्नति हेतु शैक्षिक योग्यता में शिथिलता प्रदान करने के सम्बन्ध में।

After consideration, the Board accorded approval to amend the UPSEB Office IVth Class Employees Service Regulation, 1998 as under:-

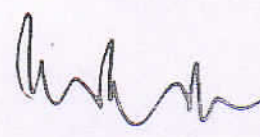
Previous provision	Approved provision
Having passed Junior High School or equivalent examination and seven years of regular service in the lower scale.	<ul style="list-style-type: none"> <li>- Should be literate compulsorily.</li> <li>- Seven years of regular service in the lower scale.</li> <li>- Promotion will be on seniority basis.</li> </ul>

**Agenda item Number 76.32**

Proposal for approval for Design, Manufacture, Supply and Installation, Testing & commissioning of 6 number Diffuser Valves/Discharge Regulators (two numbers for each of the three machines) for 3 x 13.8 MW Khatima Hydro Electric Project, Lohiahead, Khatima Distt Udham Singh Nagar, Uttarakhand, through Open Tender basis

  
(Arun Subharwal)  
Company Secretary

  
(S.N. Verma)  
Managing Director

  
(Dr. Umakant Panwar)  
Chairman



After consideration, the Board accorded approval for Design, Manufacture, Supply, Installation, Testing and commissioning of 6 number Diffuser Valves/ Discharge Regulators (two numbers for each of the three machines) for 3 x 13.8 MW Khatima Hydro Electric Project, Lohiahead, Khatima District Udham Singh Nagar, Uttarakhand, through Open Tender basis.

**Agenda item Number 76.33**

**RMU of 3x30 MW MB-I (Tiloth) HEP after Hon'ble UERC Order dated 30-07-2015 on Petition No. 27 of 2014 for Capital Investment for Renovation & Modernization (R&M) of 3x30 MW MB-I,HEP-**

After consideration, the Board accorded approval for:

A. To prepare and float a new tender document with the scope of works as allowed by Hon'ble UERC after framing fresh estimates on the basis of budgetary offer.

B. To file a review petition with Hon'ble UERC for seeking additional approval as per the DPR approved by the Board in its 69<sup>th</sup> meeting dated 26-11-2013, for full replacement of the generating units with all station auxiliaries.

**Agenda item Number 76.34**

**Prioritization of RMU in Yamuna Valley**

The Board took note of the prioritization of RMU in Yamuna Valley and approved the schedule as proposed in the Board note.

**Agenda item Number 76.35**

**Approval of Revised Detailed Project Report (DPR) for RM&U of 3x11.25 MW Dhakrani Hydro Electric Project**

After consideration, the Board accorded approval for revised Detailed Project Report (DPR) for RM&U of 3x11.25 MW Dhakrani Hydro Electric Project along with Investment approval of Rs. 11289 lakh (excluding IDC) and Rs. 13731 lakh (including IDC) and authorized Director (Finance) for financial tie-up of Loan for this project.


**Agenda item Number 76.36**

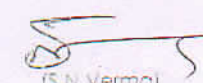
**Proposal for inclusion of works/services for vehicles and procurement of furniture against limited tenders**

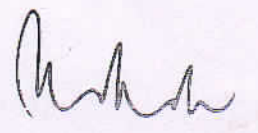
After consideration, the Board approved the proposal of works/services of vehicles, procurement of furniture (in absence of DG, S&D rate contract) and its repairs through limited tender within the available delegation of powers. However, for procurement and work/services in principle prior approval of Managing Director shall be obtained.

**Agenda item Number 76.37**

**Progress Report of RMU Projects**

  
(Arun Sabharwal)  
Company Secretary

  
(S.N. Verma)  
Managing Director

  
(Dr. Umakant Panwar)  
Chairman



The Board took note of the RMU Policy.

#### **Agenda item Number 76.38**

**Breakdown of machine no. 3 of 3x13.8 MW Khatima HEP on 27.08.2015 due to damages in exciter along with commutator-Proposal regarding handing over of machine no. 3 for RMU**

After consideration, the Board accorded approval for handing over of machine no. 3 for RMU in parallel with machine no. 2 which is already under RMU at total additional cost of Rs. 29,63,000.00 and revised schedule as under:-

M/c No.	Present Approved Schedule (as per 75 <sup>th</sup> BOD held on 27-06-15)		Revised Schedule (with RMU of M/s no. 3 in parallel) submitted by JV	
	Period	Duration	Period	Duration
2.	15-06-2015 to 01-05-2016	10.5 months	22-06-2015 to 17-05-2016	11 months
3.	15-05-2016 to 31-03-2017	10.5 months	30-09-2015 to 03-10-2016	12 months & 5 days

#### **Agenda item Number 76.39**

**Declaration of Interim Dividend for the Financial Year 2015-16.**

Board also took note of the unaudited financial statements up to August, 2015 that were tabled in the meeting.

After consideration, the Board passed the following resolution:-

RESOLVED THAT the consent of the Board be and is hereby accorded for declaration of interim dividend of Rs. 4.65 per share on 1,08,38,889.00 equity shares for the financial year 2015-16 with total payout of Rs. 5,04,00,834.00 plus dividend distribution tax thereon out of the projected profit of the company based on unaudited financial statement upto August 2015 for the financial year 2015-16 to all the equity shareholders as on the date of the Board meeting in pursuance of Article No. 55 of the Articles of Association of the Company.

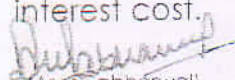
RESOLVED FURTHER THAT Shri L.M. Verma, Director (Finance) be and is hereby authorized to perform all other legal actions in conjunction with Shri Arun Sabharwal, Company Secretary in furtherance of declaration of this dividend.

#### **Agenda item Number 76.40**

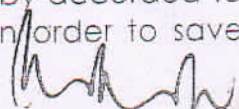
**To re-initiate the process of Credit Rating of UJVNL from M/s Fitch Ratings**

The Audit Committee in their 46<sup>th</sup> Meeting held on 30-09-2015 had passed the following resolution:-

RESOLVED THAT the consent of Audit Committee be and is hereby accorded to re-initiate the process of credit rating from M/s. Fitch Ratings in order to save interest cost.

  
(Arun Sabharwal)  
Company Secretary

  
(S.N. Verma)  
Managing Director

  
(Dr. Umakant Panwar)  
Chairman



RESOLVED FURTHER THAT Director (Finance), UJVNL be and is hereby authorized to perform all necessary action in furtherance of obtaining the credit rating by completion of annual surveillance through M/s. Fitch Ratings.

RESOLVED FURTHER THAT the Audit Committee recommend to the Board of Directors to adopt the aforesaid resolution.

After consideration the Board unanimously accepted the resolution and recommendations of Audit Committee.

**Agenda item Number 76.41**

**Agenda for approval of Revised Budget Estimates of O&M and Capital for the Financial Year 2015-16 by BOD**

The Audit Committee in their 46<sup>th</sup> meeting held on 30-09-2015 had directed that for the time being expenditures should be restricted to the expenditure allowed by UERC and expenditures can be undertaken accordingly. The revised budget should be prepared and presented after 3 months, based upon the actual expenditure incurred at that time. In this revised budget, the proposed expenditures need to be justified under merit.


After consideration the Board unanimously accepted the recommendations of Audit Committee.

**Agenda item Number 76.42**

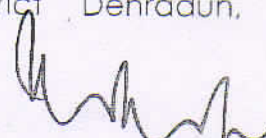
**Approval of DPR for 19.24 MW Canal Bank Grids Connected Solar PV Power Plants of Yamuna Canal**

After consideration, the Board accorded the following approvals:-

1. Approval of DPR for 19.24 MW CANAL Banks Grid connected Solar PV Power Plants on Yamuna Canal.
2. Administrative approval for installation of 19 MW Canal Banks Grid Connected Solar PV Power Plants on Yamuna Canal amounting to Rs. 120.536 Crores in three following packages to be invited on BOOT (Built Own Operate & Transfer basis for a period of 25 years:-
  - 7.00 MW Canal Bank Grid Connected Solar PV Plant on the banks of Yamuna Power Channel near Kulhal Power House, Kulhal, District Dehradun, Uttarakhand amounting to Rs. 44.408 Crores.
  - 7.50 MW Canal Bank Grid Connected Solar PV Plant on the banks of Yamuna Power Channel near Dhalipur Power House, Dhalipur, District, Dehradun, Uttarakhand amounting to Rs. 47.580 Crores.
  - 4.50 MW Canal Bank Grid Connected Solar PV Plant on the banks of Yamuna Power Channel between Dhakrani Power House, Dhakrani and Dakpathar Barrage, Dakpathar in District Dehradun, Uttarakhand amounting to Rs. 28.548 Crores.

  
(Arun Sobharwal)  
Company Secretary

  
(S.N. Verma)  
Managing Director

  
(Dr. Umakant Panwar)  
Chairman



3. The Board authorized Managing Director for approval of Bid Specifications which shall be framed based on GoI /MNRE/State Government guidelines.

**Agenda item Number 76.43**

**Proposal for approval of DPR of Tankul (4x3MW) SHP along with investment and funding plan**

After consideration, the Board decided that the work of acquisition of land should be completed first and only after the completion of these works, the project should be considered.

It was also directed that an officer may be deputed in that area exclusively for purpose of acquisition of land for this project as well as to look after the other land relating issues of other SHPs in that region.

**Agenda item Number 76.44**

**Approval for the work of "Consultancy Services for Geological Investigation, Detailed Design, Review of Design, Technical Supervision, Monitoring & Quality Assurance during Construction of ADB funded three small hydro projects namely Kaliganga-I (2x2MW) SHP, Kaliganga-II (2x3 MW) SHP, and Madhyamaheshwar (3x5MW) SHP in Distt. Rudraprayag".**

After consideration, the Board accorded revised administrative approval amounting Rs. 4.63 Crores for aforesaid consultancy services excluding service tax and also accorded permission to award this consultancy services to L-1 bidder, namely, M/s WAPCOS Limited.

**Agenda item Number 76.45**


**Proposal for approval of amendments in Contract Conditions of agreement No. 05/GM (SHP)/08-09 dated 18th July 2008 & agreement No. 06/GM(SHP)/08-09, dated 18th July, 2008.**


Board was informed that due to environmental issues, the work at site is stands still and provision of Performance Guarantee, Bank Guarantee etc. are causing financial burden on the contractor. It was informed to the Board that the work already carried out by the agency is more than the amount on mobilization and other advances given to the agency.

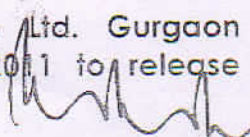
After consideration, the Board accorded approval to obtain Corporate Guarantee in lieu of these guarantees, subject to the condition that Bank Guarantee for Performance, retained amount, securities, mobilization and equipment advances should be submitted by the contractor on or before the date of re-start of the work.

**Agenda item Number 76.46**

**Amendment in contract of M/s Hythro Power Corporation Ltd. Gurgaon containing No. 12/DGM(ADB-Projects)/2011-12 dated 01-07-2011 to release**

  
(Aron Sabharwal)  
Company Secretary

  
(S.N. Verma)  
Managing Director

  
(Dr. Umakant Panwar)  
Chairman



**payment to the local contractors/associated person worked/served on behalf of Contractor.**

After consideration, the Board ratified the decision taken by Managing Director to accord approval to release the payment directly to local contractor/associated people in the aforesaid contract to maintain law and order situation at the project site and also to avoid continuous hindrance in official routine works.

**Agenda item Number 76.47**

यूजेवीएन लिमिटेड की विभिन्न साइट/विद्युत गृहों/दुर्गम/अति दुर्गम कार्य क्षेत्रों पर तैनात कार्मिकों के परिवारों को रखने हेतु मकान किराया भत्ता दिये जाने के संबंध में।

Deferred for consideration for want of time.

**Agenda item Number 76.48**

**Proposal for payment of ex-gratia to all regular employees of UJVNL and UPNL/Contract staff**

After consideration, the Board accorded approval to release payment of ex-gratia to all regular employees of the organization upto the level of DGM at the rate Rs. 10,000/- per employee and ex-gratia to all the UPNL staff engaged through UPNL and trainees working in the organization at the rate Rs. 5000/- per person. The employees who had worked for part of the year 2014-15 shall be paid proportionately. No proportionate deduction shall be made for the period of authorized leave with pay.

**Agenda item Number 76.49**


**To consider and approve the adoption of Annual Accounts for the financial year 2014-15, Report of Statutory Auditors and Comptroller and Auditor General of India, replies of management on the aforesaid reports and the report of Directors' to the Shareholders.**

The typographical errors under the sub-head CSR Committee related to omission of a name, on page no. 694 and 728 shall be rectified.

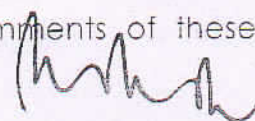
The Audit Committee in their 46<sup>th</sup> Meeting held on 30-09-2015 had passed the following resolution:-

RESOLVED THAT the consent of the Audit Committee be and is hereby accorded to approve the statement of Profit and Loss for the year 01-04-2014 to 31-03-2015, Balance Sheet as on 31<sup>st</sup> March, 2015 along with all annexure appended thereto.

RESOLVED FURTHER THAT the report of Statutory Auditor, Secretarial Auditor, Cost Auditor and Comptroller and Auditor General of India, comments of these

  
(Arun Sabharwal)  
Company Secretary

  
(S.N. Verma)  
Managing Director

  
(Dr. Umakant Panwari)  
Chairman



auditors and reply of management on the comments made by these auditors as submitted before the Committee be and are hereby approved.

RESOLVED FURTHER THAT the report of Directors' to the Shareholders along with all Statutory annexure appended there to as submitted before the Committee be and are hereby approved.

RESOLVED FURTHER THAT the report of the Directors' to the shareholders shall be signed by Dr. Umakant Panwar, Chairman on behalf of Board of Directors.

RESOLVED FURTHER THAT the Audit Committee recommends to the Board to accept the aforesaid resolutions and to recommend to the Annual General Meeting for acceptance of these resolutions.

After consideration the Board unanimously accepted the resolution and recommendations of Audit Committee.

**ANY OTHER ITEM WITH THE PERMISSION OF CHAIR:**

**Agenda item Number 76.50**

**Information regarding selection of Kaplan Turbine in place of Propeller Turbine for RMU of Chilla Power Station (4 x 36 MW)**

The Board consented on selection of Kaplan turbine in place of Propeller turbine for RMU of Chilla Power Station (4 X 36 MW) based on the report of M/s BHEL (OEM of Chilla HEP).

**Agenda item Number 76.51**


**Proposal for Approval of Time Extension of Agreement No. 02/GM(SHP)/2007-08 dated 07.11.2007 for "Design, Supply, Installation, Commissioning, Testing and one year operation and maintenance with all men and material for the 2 x 2000 KW Kaliganga-I SHP District Rudraprayag, Uttarakhand".**

After consideration, the Board accorded approval to the time extension from 01-04-2013 to 16-06-2013 for already executed work of Kaliganga-I SHP.


**Agenda item Number 76.52**

**Proposal for approval of joining SPV with Village Panchayats for implementation of Projects below 2 MW.**

After consideration, the Board accorded administrative approval to the proposal. However, Board directed that proper costing of the project, evacuation of power and viability of each project must be considered before implementation of any of these projects.

  
(Arun Sabharwal)  
Company Secretary

  
(S.N. Verma)  
Managing Director

  
(Dr. Umakant Panwar)  
Chairman



**Agenda item Number 76.53**

**Proposal for revised "Administrative approval" and "Financial Approval" for Award of Contract of the various packages for Civil Works of Madhyamaheshwar (3 x 5 MW) SHPs as per scope of Approved DPR.**

After consideration, the Board accorded administrative and financial approval to the proposal for award of the three civil works packages to the successful bidder, M/s GSCO Infrastructure Pvt. Ltd., SCO-67, Sector-20C, Chandigarh. However, Board further directed that proposal may be forwarded to ADB for their further consent/approval.


**Additional Directions:-**

1. It was directed that the Company should prepare its Whistle Blower Policy and should submit it for consideration in the next meeting.
2. It was directed that every meeting should start with a presentation on the status of project under construction, status of ongoing RMU projects and status of Operation and Maintenance activities.
3. All efforts should be made to reduce the number as well as size of Agenda. Only those papers that are absolutely essential to explain the agenda or that are statutorily required to be placed shall form part of agenda. All other supporting documents should be kept separately and should not be circulated. These papers can be shown in case of need in the Board Meeting. It must be ensured that in normal circumstances Agenda must reach Directors at least 10 days before the Board Meeting. Number of Agenda per meeting should not be too high and if need arises, frequency of board meetings can be increased.

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

  
(Arun Sabharwal)  
Company Secretary

  
(S.N Verma)  
Managing Director

  
(Dr. Umakant Panwar)  
Chairman



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AGENDA NOTE FOR THE BOARD MEETING

Date: -09-2015

1. Subject: 76.43

Proposal for approval of DPR of Tankul (4x3 MW) SHP along with Investment and Funding Plan

2. Back Ground:

Tankul Small Hydro Project has been allotted to UJVN Ltd by GoU for implementation to augment the power generation in Uttarakhand, especially using renewable energy source and for helping in rural electrification of the State. The Tankul SHP is located in the Dharchula Tehsil of Pithoragarh District. The diversion site is located near village Shymkhola at an altitude of 2200m msl on the river Shymkhola Gad, a tributary of River Kali at a distance of about 40 kms from Dharchula and 123 kms from Pithoragarh town. Initially, its planned installed capacity was 7.80 MW. The work for preparation of DPR of Tankul SHP was awarded to WRDM, IIT, Roorkee. After detailed study, WRDM proposed the installed capacity of 12 MW with four (04) units of 3 MW each, based on average year at 95% plant availability factor.

Executive Director (civil) accorded approval to constitute a committee of the officers of UJVNL for evaluation of DPR of Tankul SHP, prepared by WRDM, IIT, Roorkee vide dairy no. 1018/ED(C)/UJVNL dated 06.06.2015.

3. Details of Proposal/Information

The Tankul Small Hydel Project comprises raised weir with under sluice, 27 m long power duct, 3 hoppers for desilting tank, 3500 m long & 1.5 m diameter pressurized MS power pipe, Surge Tank, single 530m long 800 mm diameter penstock which bifurcated in 600 mm dia intermediate penstocks of 270 m length each and further each penstock bifurcated in unit penstock of 450 mm dia to feed four units of 3 MW each. Technical information of the project is as under:

**Hydrology:**

Tankul, a tributary of river Bhagirathi, has 33.44 sq.km catchment areas at the proposed diversion site out of which about 5 sq.km remains mostly under snow cover. The discharge data at the diversion weir of Tankul-SHP has been collected by UJVN Limited from the year 2008 to 2014. It is observed that the discharges data are not uniform. However, as per the "Manual on Planning and Design of Small Hydroelectric Schemes", CBIP Publication No. 280 (authored by A. N. Singh, M. P. Parasuraman, S. P. Tyagi, D. P. Ghose, M. G. Ajwani), a minimum period of two-lean and one-flood



seasons can be used for developing the co-relation grouping for all twelve months. In view of the above, the data available has been considered adequate.

From the discharge data, average year discharge series has been worked out. WRDM, IIT, Roorkee recommended to adopt the maximum flood discharge as 350 cumec for the purpose of DPR and, Evaluation committee recommended the same.

#### **Power Potential:**

Average year discharge series have been used to calculate the Installed capacity of Tankul SHP. On the basis of design head & discharge after deducting environmental release, which is 20% of minimum discharge i.e. 0.15 cumec, Energy potential have been calculated for installed capacities 10.00 MW, 11.00 MW, 12.00 MW, 13.00 MW, 14.00 MW. On analyzing, it is observed that the Annual Average Generation with an installed capacity of 12.00 MW is 70.72 MU at 95% plant availability factor for average year discharge series and net energy available for sale after meeting the auxiliary power is 69.66 MU. Plant Load Factor is 0.67 (average year).

#### **Diversion and Water Conductor System:**

Tankul SHP is run of the river schemes. A 12.0 m long raised weir with 2.5 m (W) x 3.0 m (H) size under sluice bay is proposed across the river to collect the water and diverted to Water Conductor System. Pond level is El 2202.00 m. Water Conductor System comprises of Intake, De-silting tank with 3 Hoppers size 5.7 m (L) x 2.7 m (W) x 3 m (H), low pressurized flow 3500 m long & 1.5 m dia MS power pipe, Surge tank of height 23.0 m to take care of surge due to power house operation and single 530 m long 800 mm dia penstock which bifurcated in 600 mm dia intermediate penstocks of 270 m length each and further each penstock bifurcated in unit penstock of 450 mm dia to feed four units of 3 MW each.

#### **Power House:**

Surface Power House size 16.417 m (W) x 40.763 m (L) x 11.67 m (H) is proposed. The net head available for power generation is 640.0 meters. Horizontal axis pelton turbine each 3.0 MW are proposed, which will be designed for 10% continuous overload. Elevation of Central line of Runner shall be at El 1530.4 and TWL at 1527.95. HFL at Power House site shall be at El 1521 m.

#### **Power Evacuation**

The generated energy shall be evacuated through a double circuit 33 KV line to Tawaghat substation of Uttarakhand Power Corporation Limited.



**Glimpse of Financial Parameters:**

Sl. No.	Description	Values as per DPR of June 2006
1	Project Cost (without escalation & IDC in INR lac)	11842.76
2	Project Cost (with escalation & IDC in INR lac)	14632.91
3	IDC @ 11 % (in INR lac)	1410.07
4	Escalation	1380.08
5	Equity @ 30 % (in INR lac)	3966.85
6	Loan @ 70 % (in INR lac)	9255.99
7	Energy Generation (in MU)	69.66
8	Cost of Generation (Rs/kWh for first year)	3.67
9	Cost of Generation (Rs/kWh after repayment of loan – 12 years)	2.72
10	Levelized tariff for 35 years	3.48

As per present prevailing UERC Guideline the tariff for Projects between 5 to 15 MW are as follows:

1. Gross Tariff : Rs. 4.02 per kWh
2. Tariff if accelerated depreciation is considered : Rs. 3.72 per kWh

In any case the Levelized tariff is well within the acceptable limits.

**Cost Estimates**

The estimated cost of the project is Rs 11842.76 lac without IDC & without price escalation during planning & construction phase. Out of which basic cost of civil work is Rs 7438.02 lac calculation of which is based on the "Rate Analysis Report for Pithoragarh (Dharchula block) for the year 2014-15 (effective date 16th May 2014) of the P.W.D. Uttarakhand based on CPWD skeleton and basic cost of E&M work is Rs 4104.74 lac in 2014. Price Escalation during planning and construction phase is estimated to be Rs 1380.08 Lac and Interest during construction is estimated for Rs 1410.07 Lac. Therefore, Total project cost including IDC is estimated as Rs. 14632.91 lac.



### **Constraint & Proposed Mode of Construction**

As per Gazette Notification of Uttarakhand dated 25.08.2013, the Project lies within buffer zone of Askot wildlife sanctuary.

Therefore, even after getting approval of the DPR from the Board of Directors, NIT will be floated at the escalated rate or current scheduled rate after getting all forest and environment clearances.

#### **4. Reasons for presenting the proposal to the Board**

The proposal is being submitted to the Board for the approval of following

- a. Cost Estimate of the project
- b. Funding plan
- c. Submitting the proposal to NABARD for sanction of loan.

#### **5. Decision / Actions requested from the Board**

The proposal is being submitted for approval of the Board.

#### **6. Action schedule and responsibility for action**

GM-SHP under guidance of Director (Operations).

#### **7. List of Enclosures:**

- (a) Recommendation report of committee.



(Ajay Patel)  
General Manager-SHP



(BCK Mishra)  
Director (Operations)