

EXTRACT OF THE RESOLUTION PASSED IN THE 77th BOARD MEETING OF RAIL VIKAS NIGAM LIMITED HELD ON TUESDAY, THE 24TH DAY OF MAY, 2016 AT 1300 HOURS IN THE CONFERENCE ROOM, RAIL VIKAS NIGAM LIMITED, 1ST FLOOR, AUGUST KRANTI BHAWAN, BHIKAJI CAMA PLACE, R.K. PURAM, NEW DELHI 110066.

ITEM No. 07/16

Re-constitution of the Committees of the Board

The Board noted that with the induction of Independent Directors on the Board of RVNL various Committees of the Board are required to be re-constituted in compliance of the provisions of the Companies Act, 2013 and DPE guidelines. Thereafter the following committees of the Board were reconstituted as under:

A. Reconstitution of the CSR Committee: -

“RESOLVED THAT pursuant to the provisions of Section 135(1) of the Companies Act 2013, and other applicable provisions, if any, consent be and is hereby given for the re-constitution of the CSR Committee consisting of the following, who are the Directors of the Company.

1. Mrs. Gita Mishra, Director (Personnel), Member
2. Mr. Ashok K Ganju, Director (Finance), Member
3. Mr. Vijay Anand, Director (Projects), Member
4. Mr. Shiv Kumar Gupta, Director (Part –time) (Non-Official), Member”

“RESOLVED FURTHER THAT Mr. D. Ghosh Roy, ED (Mechanical) shall act as the Nodal officer and shall be a permanent invitee to the CSR Committee Meetings and Ms. Kalpana Dubey, Company Secretary shall act as the Secretary to the Committee.”

“RESOLVED FURTHER THAT quorum of the meeting of the CSR Committee will be two members personally present or one-third of the total strength of the Committee, whichever is higher.”

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"RESOLVED FURTHER THAT the members of the Committee be and are hereby authorized to elect a Chairman amongst themselves."

B. Reconstitution of the Nomination and Remuneration Committee: -

"RESOLVED THAT pursuant to the provisions of Section 178 of the Companies Act 2013, and other applicable provisions, if any, consent be and is hereby given for the re-constitution of the Nomination and Remuneration Committee consisting of the following, who are the Directors of the Company.

1. Mr. Vinayak B. Karanjikar, Director (Part-time) (Non-Official), Member
2. Mr. Shiv Kumar Gupta, Director (Part-time) (Non-Official), Member
3. Mr. Anjum Pervez, Director (Part-time Official), Member"

"RESOLVED FURTHER THAT Mr. Ajay Kumar, ED (HR) shall act as the Secretary to the Committee and, Director (Personnel) and, Director (Finance) shall be permanent invitees to the Committee Meetings."

"RESOLVED FURTHER THAT quorum of the meeting of the Audit Committee will be two members personally present or one-third of the total strength of the Committee, whichever is higher."

"RESOLVED FURTHER THAT the members of the Committee be and are hereby authorized to elect a Chairman amongst themselves."

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Copy to: -

1. ED / Mech
2. ED / HR

Kalpna
(Kalpana Dubey)
Company Secretary

कल्पना दूबे/Kalpna Dubey
कंपनी सचिव/Company Secretary
रेल विकास निगम (भारत) लि. R.V.N.T. (Rajiv Vaidya Nigam Ltd.)
(भारत संचार निगम लि. BSNL Enterprises)
New Delhi