

**THE COMPANIES ACT, 2013
(COMPANY LIMITED BY SHARES)**

**MEMORANDUM OF ASSOCIATION
OF
HARYANA KAUSHAL ROZGAR NIGAM LIMITED**

- I.** The name of the Company is **HARYANA KAUSHAL ROZGAR NIGAM LIMITED**
- II.** The Registered Office of the Company shall be at Panchkula in the State of Haryana

III. A The objects for which the Company will be established are:

1. To carry on the business of deployment of skilled, semi-skilled and other manpower in Government Departments, Boards, Corporations, Statutory entities, Universities, State Educational Institutions, and other organizations owned and controlled by the State Government for meeting their temporary requirement of skilled, semi-skilled and other manpower and arrange for continuous skill training if required to meet the needs of the job role;
2. To deploy manpower of the required qualification and experience as required by the Government Departments and Boards, Corporations, Statutory entities, Universities, State Educational Institutions, and other organizations owned and controlled by the State Government;
3. To create an online register of candidates residing in Haryana actively seeking employment and to arrange need-based skill training;
4. To target socio-economically disadvantaged candidates for skilling and deployment based on predefined criteria;
5. To arrange for continuous skill training and up gradation for already deployed manpower in Government Departments, Boards, Corporations, Statutory entities, Universities, State Educational Institutions, and other organizations owned and controlled by the State Government to improve their efficiency;

*Clause 10 in the Main Objects added as per approval of shareholders in the Extraordinary General Meeting held on 22.07.2024 and approved by Ministry of Corporate Affairs on 16.10.2024

6. To arrange for deployment of skilled and semi-skilled manpower in private establishments on demand basis;
 7. To effectively cater to the short term and medium-term manpower requirements of all government entities and organizations and ensure due benefits to the deployed manpower by adopting efficient, transparent, sustainable and tech-first processes;
 8. To ensure compliance of Government instructions on the Reservation Policy issued from time to time while deploying manpower;
 9. Any other work related to deployment of manpower with the prior approval from the Board of Directors of the Company.
- *10 To carry on the business of providing skilled, semi- skilled and other manpower for overseas manpower requirements.

III. B The objects incidental or ancillary to the attainment of the main objects are:

1. To ensure standardized manpower requisition from various establishments through an online requisition portal;
2. To conduct skill-based tests of candidates for various job roles or empanel testing agencies for the same;
3. To ensure that full benefits are extended to the deployed contractual manpower as per the rules and norms applicable at the time;
4. To ensure a regular feedback mechanism to enhance quality of manpower deployed for government / private entities;
5. To take up the grievances of government and private entities that have deployed manpower from the Company and to resolve their queries;
6. To appoint managerial, professional team and staff for the purpose of carrying on the business and functions of the Company;
7. To communicate with and keep liaison with Stakeholders on subjects relating to activities of the Company;

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8. Subject to the provisions of the Companies Act, 2013, to borrow, raise or receive money (in Indian Rupees or Foreign Exchange) on deposit or loan at interest or otherwise whether in India or abroad in such manner as the Company may think fit and in particular by the issue of bonds, debentures or debenture- stock, perpetual or otherwise, and / or convertible into shares, and to secure the repayment of any such money borrowed raised or received or owing by mortgage, pledge, charge or lien upon all or any of the property, assets, or revenue of the Company (both - present and future) including its uncalled capital and to give the lenders or creditors the power of sale and other powers as may seem expedient and to purchase, redeem or payoff any such securities and also by a similar mortgage, charge or lien to secure and guarantee the performance by the Company or any other person, firm or Company of any obligation undertaken by the Company or any other person, firm or Company as the case may be;
9. To draw, make, accept, endorse, discount, execute and issue and negotiate bills of exchange, promissory notes, bills of lading, warrants, debentures and other negotiable instruments or transferable securities/instruments;
10. To receive, hold and disburse funds on behalf of Government and other individuals and bodies, corporate or otherwise, for any activity related to the Company;
11. To receive money on deposits or interest or otherwise and to lend money with or without securities to such companies, firms or persons and on such terms and conditions as may seem expedient and in particular to customers and others having dealings with this Company and to guarantee the performance of contracts or obligations by any such persons, companies and firms, provided that the Company shall not carry on the business of Banking as defined by the Banking Regulations Act, 1949;
12. To invest and deal with the moneys of the Company not immediately required in such manner as may be thought fit and as determined by the Board of Directors of the Company from time to time;

***Clause 10 in the Main Objects added as per approval of shareholders in the Extraordinary General Meeting held on 22.07.2024 and approved by Ministry of Corporate Affairs on 16.10.2024**

13. To create any depreciation fund, reserve fund, sinking fund, insurance fund or any other special fund, whether for depreciation or for repairing, improving, extending or maintaining any of the properties of the Company or for any other purpose conducive to the interest of the Company;
14. To adopt such means of making known the business of the Company or in which this Company is interested as may seem expedient and in particular by advertising in the press, by circulars, by publication of books and periodicals, by exhibitions and by granting prizes, rewards and donations, subject to sections, provisions regulations provided under the Companies Act, 2013;
15. To enter into any arrangement or agreement with any Government, State or authority, municipal, local or otherwise, or any company, companies or persons that may seem conducive to the attainment of the company's objects or any of them and to obtain from any such Government, State authority, company, company or persons any rights, privileges or concessions and to carry out, exercise and comply with such arrangement or agreement;
16. To open the bank accounts for managing the funds of the company
17. To procure recognition of the company in other states or places and to establish and regulate agencies for the purpose of the Company's business;
18. To advance, invest, lend and deal with the Company's surplus money to such person or company or in or upon such investments or securities and generally in such a manner as may be from time to time be determined;
19. To undertake financial and commercial obligations, transactions and operations of all kinds in relation to the Company;
20. Subject to the provisions of the Companies Act 2013 and the amendments thereto from time to time, to take part in the management, supervision or control of business or operation of any company or undertaking and for the purpose to appoint and remunerate any directors, accountants and other experts or agents;
21. To acquire and manage movable or immovable assets and management of funds for smooth functioning of the company;

***Clause 10 in the Main Objects added as per approval of shareholders in the Extraordinary General Meeting held on 22.07.2024 and approved by Ministry of Corporate Affairs on 16.10.2024**

22. To pay for any property or rights acquired by the company either in cash or fully or partly paid shares with or without preferred or deferred rights in respect of dividends or repayment of Capital or otherwise or by any securities which the Company has power to issue or partly in one mode and partly in another and generally on such terms as the company may determine;
23. To pay all or any expenses incurred in connection with the promotion, formation, and incorporation of the company or to contract with any person, firm or company to pay the same;
24. To acquire and hold shares in any other company and pay for properties, rights or privileges, acquired by this company, either in shares of this company or partly in cash or otherwise and to give shares or stock of this company in exchange for shares or stock of any other company;
25. To insure with any person or company against losses, damages, risk and liabilities of any kind which may affect the company either wholly or in part directly or indirectly;
26. To provide finance to any entities for providing facilities which the Company is authorized to do on such terms and conditions as may be decided by the Board of Directors.

IV. The liability of members is limited to the amount unpaid if any as the share held by them.

V. The authorized share capital of the Company is Rs. 5,00,00,000 (Rs. Five crores only), divided into 5,00,000 (5 lakh) equity shares of Rs. 100 each.

VI. The service charges for deployment of manpower will be as determined by the company for meeting the future operating expenses of the Company

We, the several persons whose names and addresses are subscribed are desirous of being formed into a Company in pursuance of these Articles, and we respectively agree to take the number of shares in the Capital of the Company set opposite our respective names.

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Sl. No.	Descriptions and occupations of subscribers	No. of Shares taken by each subscriber	Signature of Subscriber	Signature, Names, Addresses, Descriptions and Occupations of witnesses
1	Sh. Vijai Vardhan, IAS Representing Chief Secretary, Government of Haryana, 4th Floor, Haryana Civil Secretariat, Sector 1, Chandigarh. R/o H. No 20, Sector-7A, Chandigarh-160019, India Government service	1,99,930 (one lakh ninety nine thousand nine hundred and thirty) shares of Rs. 100 each	-sd-	<p style="text-align: center;">I WITNESS TO SUBSCRIBERS WHO HAVE SUBSCRIBED AND SIGNED IN MY PRESENCE. FURTHER I HAVE VERIFIED THEIR IDENTITY DETAILS (ID) FOR THEIR IDENTIFICATION AND SATISFIED MYSELF OF THEIR IDENTIFICATION PARTICULARS AS FILLED IN.</p>
2	Sh. Varinder Singh Kundu, IAS Representing Additional Chief Secretary, Employment Department, Govt. of Haryana. R/o House No. 505, Sector 6, Panchkula-134109 Government service	10 (ten) shares of Rs. 100 each	-sd-	
3	Sh. Amit Jha, IAS Representing Additional Chief Secretary, Development and Panchayat Department, Government of Haryana R/o # 18, Sector-7A Chandigarh-160019 Government service	10 (ten) shares of Rs. 100 each	-sd-	
4	Sh. T.V.S.N Prasad, IAS Representing Additional Chief Secretary to Government, Finance Department, Government of Haryana, 8th Floor, Haryana Civil Secretariat, Sector-1, Chandigarh. R/o H. No. 284, Sector-16A, Chandigarh 160015, India Government service	10 (ten) shares of Rs. 100 each	-sd-	
5	Sh. Anand Mohan Sharan, IAS Representing Principal Secretary, Technical Education Department, Government of Haryana. R/o House No. 111, Sector-24, Chandigarh-160023. Government service	10 (ten) shares of Rs. 100 each	-sd-	

6	<p>Shri Arun Kumar Gupta, IAS</p> <p>Representing Principal Secretary to Govt., Haryana, Urban Local Bodies Department and Skill Development & Industrial Training Department.</p> <p>R/o House No. 506, Sector 16, Chandigarh-160015, India.</p> <p>Government service</p>	10 (ten) shares of Rs. 100 each	-sd-	<p style="text-align: center;">I WITNESS TO SUBSCRIBERS WHO HAVE SUBSCRIBED AND SIGNED IN MY PRESENCE. FURTHER I HAVE VERIFIED THEIR IDENTITY DETAILS (ID) FOR THEIR IDENTIFICATION AND SATISFIED MYSELF OF THEIR IDENTIFICATION PARTICULARS AS FILLED IN.</p>
7	<p>Sh. Vijayendra Kumar, IAS</p> <p>Representing Principal Secretary, General Administration Department, Government of Haryana.</p> <p>R/o House No. 712, Sector 7 Chandigarh-160019</p> <p>Government service</p>	10 (ten) shares of Rs. 100 each	-sd-	
8	<p>Ms. Sharandeep Kaur Brar, IAS</p> <p>Representing Director General, Skill Development and Industrial Training Department, Government of Haryana.</p> <p>R/o #5578, Sector-38 West, Chandigarh-160036.</p> <p>Government service</p>	10 (ten) shares of Rs. 100 each	-sd-	

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Work Distribution

IT (Mr Harish Bhatia)

1. Govt Sector online Manpower Deployment management (including Compassionate Appointments).
2. New job activity advertisement (Govt.).
3. Candidate Shortlisting for respective indent (Govt.).
4. Coordination with indenting organization and shortlisted candidates joining related task.
5. Online Indent management
6. Coordination with deployed manpower and indenting organization regarding manpower feedback
7. Online transfers
8. Porting
9. Grievance related deployment of candidates in Govt sector.
10. Documents like FRS, SRS, SPOs, User manuals for stakeholders related processes of HKRNL portal
11. Training and managing the IT team.
12. Provide guidance and support to the IT team members.
13. Develop and implement IT solutions that support the HKRNL goals.
14. Selecting, implementing, and managing IT infrastructure, software, and applications for HKRNL
15. Work with the Admin and BD&C team to ensure that IT processes is aligned with the HKRNL goals
16. Responsible for ensuring the security of the company's IT systems and data.
17. Developing and implementing security policies and procedures and monitoring the HKRNL's IT environment for security threats.
18. Implementation of IT Activities, from the planning stage to the go-live stage.
19. Sharing data from HKRNL portal to all stakeholders when required.
20. Online grievance redressal management.
21. Social Media Management and Website Management.

IT Team – NISG Team and Harton Team

GM-Admin/Govt Sector (Ms Ambika Patyal)

1. Coordination with deployed manpower and indenting organization regarding manpower reallocation.
2. Coordination with (Govt) departments
3. Indent management (coordination, creation. Approval, deletion etc.)
4. Communication and replies related (Govt.) Deployment.
5. Coordination with deployed manpower and indenting organization regarding manpower feedback.
6. Compassionate Cases.
7. HKRNL infrastructure
8. HKRNL staff management
9. Payroll management (DOL, maternity leave and other approval, attendances, pay- protection, experience letter, service certificates etc) of HKRNL manpower employed in office.
10. POSH committee
11. Dairy/Dispatch desk management
12. Specialized Cases

DGM-Admin (A1): Mr Anuj Aggarwal

DGM- BD&C (II) Mr Vaish Jain

GM BD & C: (Ms Anuradha) Enterprise Portal

1. To establish a structured policy and action plan for facilitating the placement of candidates registered with HKRNL in Enterprise Vertical of HKRNL within Haryana.
2. Capacity building of Enterprises Vertical of HKRNL
3. Preparing business development plan to outreach (Enterprises) for new indents
4. Coordination with (stakeholders) regarding HKRNL Enterprises portal
5. Indent management (coordination, creation. Approval, deletion etc.)
6. New job activity advertisement
7. Candidate Shortlisting for respective indent
8. All Communication and replies related Deployment and Enterprises portal
9. Coordination with indenting organization and shortlisted candidates related joining
10. Grievance related deployment of candidates in this sector
11. Coordination with deployed manpower and indenting organization regarding manpower feedback
12. Events participation related human resource development in this sector, corporate events, etc.
13. Job activity management for this Vertical

DGM: Ms Neelam Madan (Enterprises/Private Placements)

DGM: Mr Hitesh Kapoor

GM-BD & C-II (Mr. Brij Pal) (Skill Development & Entrepreneurship & Legal Cell)

1. To establish a structured policy and action plan for Skill Development and Entrepreneurship Division.
2. Capacity building of Skill Development and Entrepreneurship Division. of HKRNL
3. Preparing business development plan to outreach) for this division
4. Coordination with (stakeholders) for this division
5. Policies and Rules related to HKRNL and stakeholders
6. RTIs
7. CM- Window
8. CP Gram Portal
9. Replies of Vidhan Sabha/ Lok Sabha/Govt. Departments regarding any matter related to HKRNL (online/offline both)
10. Jan Samvad
11. Court cases and Legal matters.
12. Labour Court Matters.
13. Represent HKRNL In court for cases – High Court and District Court
14. Manpower Deployment management (related to court orders/matters/mandates)
15. Indent management (related to court orders/matters/mandates)
16. All Communication and replies related (related to court orders/matters/mandates) Deployment.
17. Coordination with Indenting organization and shortlisted candidates joining related task (related to court orders/matters/mandates.)
18. Grievance related deployment of candidates related to court orders/ matters/ mandates.
19. Coordination with deployed manpower and indenting organization regarding manpower feedback(related to court orders/matters/mandates)
20. Dairy/Dispatch desk management(related to court orders/matters/mandates)
21. New Building Management

DGM –BD & C Ms Anu Arya (Legal Cell)

DGM –BD & C Hitesh (Skill Development & Entrepreneurship)

ADA (Legal Cell)

Superintendent RTI

GM-Finance (Mr Chander Mohan)

1. Grant and Budget allocation for HKRNL
2. Compliance to statutory norms for book-keeping and financial rules.
3. Salary disbursement
4. EPF, ESI and LWF
5. HKRNL Accounts management
6. Internal Budget
7. Procurements (RFPs/NITs)
8. Financial Audits
9. Financial matters related gratuity, insurances payments
10. Wage rate
11. Pay Protection
12. Replies of Vidhan Sabha/ Lok Sabha/Govt. Departments regarding financial matter related to HKRNL (online/offline both)
13. TDS and GST
14. Vendor payments
15. TA/DA payments
16. Bills and receipt payments approval
17. Finance related Grievances
18. Salary Slips
19. Vendor Management/SLA management
20. Vehicle Mgt

AGM- Fin (I): Ms Neelam Sharma

AGM- FIN (II): Mr Rohit Sharma

Mr Nishant : Supervisor

Company Secretary: (Ms Pallavi Sandhir)

1. All matters related to Overseas deployment in coordination with FCD through HKRNL
2. RA Management
3. Corporate Social Responsibility
4. BOD, AGM and all statutory meetings
5. Report writing for HKRNL
6. Quarterly progress report for HKRNL

DGM BD& C (I): Mr Hitesh Kapoor (for now until new DGM is hired)



Amit Khatri, IAS
CEO HKRNL

The functions of the chief executive officer will include:

- a. managing the process for formation and incorporation of the company
- b. Managing and conducting the day today, operations and administration of the company
- c. To be the executive head of the company, exercising administrative and financial control of the company
- d. Entering contract or arrangements for and on behalf of the company in all matters within the ordinary course of the company's business
- e. To formulate and submit to the Board for approval, a Human Resource Policy that will lay down procedures for creation of staff positions, qualifications of stuff, recruitment procedures, compensation, and termination procedures
- f. Recruitment of the management of the company and creation of new positions in accordance with the companies, approved budget and the recruitment of officers and employees in accordance with the Human Resource Policy approved by the Board
- g. Supervising the work of all employees and managers of the company, and the determination of their duties, responsibilities and authority
- h. To pay all or any expenses incurred in connection with the promoting, formation and incorporation of the company or to contact with any person from our company to pay the same
- i. Any other work assigned that was given by the Board relating to the affairs of the company.

Formation of HKRNL



Companies

Haryana Kaushal Rozgar Nigam Limited was incorporated under the Act, 2013 on 13th October, 2021

- It was set up with the objective of providing contractual manpower to all Government entities in Haryana in a transparent, robust and equitable manner.



Organization Structure



Chief Secretary to Government of Haryana Chairman, Haryana Kaushal Rozgar Nigam





GOVERNMENT OF INDIA
MINISTRY OF CORPORATE AFFAIRS
Central Registration Centre

Certificate of Incorporation

[Pursuant to sub-section (2) of section 7 and sub-section (1) of section 8 of the Companies Act, 2013 (18 of 2013) and rule 18 of the Companies (Incorporation) Rules, 2014]

I hereby certify that HARYANA KAUSHAL ROZGAR NIGAM LIMITED is incorporated on this Thirteenth day of October Two thousand twenty-one under the Companies Act, 2013 (18 of 2013) and that the company is limited by shares.

The Corporate Identity Number of the company is U93090HR2021SGC098461.

The Permanent Account Number (PAN) of the company is AAGCH0020C *

The Tax Deduction and Collection Account Number (TAN) of the company is RIKH07173F *

Given under my hand at Manesar this Twentieth day of October Two thousand twenty-one.

Digital Signature Certificate
ALOK TANDON

Deputy Registrar Of Companies
For and on behalf of the Jurisdictional Registrar of Companies
Registrar of Companies
Central Registration Centre

Disclaimer: This certificate only evidences incorporation of the company on the basis of documents and declarations of the applicant(s). This certificate is neither a license nor permission to conduct business or solicit deposits or funds from public. Permission of sector regulator is necessary wherever required. Registration status and other details of the company can be verified on www.mca.gov.in

Mailing Address as per record available in Registrar of Companies office:

HARYANA KAUSHAL ROZGAR NIGAM LIMITED
PLOT NO.IP-2, SECTOR-3, URBAN ESTATE, PANCHKULA, Panchkula,
Haryana, India, 134116



* as issued by the Income Tax Department

THE COMPANIES ACT, 2013
ARTICLES OF ASSOCIATION
OF
HARYANA KAUSHAL ROZGAR NIGAM LIMITED

- (1) The Regulations contained in "Table F" of Schedule I to the Companies Act, 2013 shall not apply to the Company, except in so far as the same are repeated or expressly made applicable in these Articles or by the said Act.
- (2) These regulations are for the management of the Company and for their observance by the members thereto and their representatives, which shall be subject to deletions, alterations or additions made pursuant to the statutory powers under the Companies Act, 2013, as amended from time to time.

1. INTERPRETATION

In the interpretation of these Articles, the following expressions shall have the following meanings unless repugnant to or inconsistent with the subject or context.

- 1.1. **"The Company"** or **"this Company"** means the **HARYANA KAUSHAL ROZGAR NIGAM LIMITED**
- 1.2. **"Act"** means the Companies Act, 2013, and shall include any amendment thereof;
- 1.3. **"Applicable Law"** means any statute, law, regulation, ordinance, rule, judgment, order, decree, bye-law, approval from any Government Authority or Regulatory Authority, directive, guideline, policy, requirement, or other government restriction or any similar form of decision, or determination by, or any interpretation or administration having the force of law of any of the foregoing, by any Government or Regulatory Authority having jurisdiction over the matter in question, whether in effect or at any time thereafter;
- 1.4. **"Articles"** or **"Articles of Association"** means these Articles of Association of the Company, as amended from time to time;
- 1.5. **"Auditor"** means Auditor appointed under Section 139 and 143 of the Act;
- 1.6. **"Board of Directors"** or **"Board"** means the collective body of the directors of the Company;
- 1.7. **"Board Meeting"** means a meeting of the Board;
- 1.8. **"Business Day"** means any day on which banks are open for business in the State of Haryana;
- 1.9. **"Central Government"** means Government of India;
- 1.10. **"Chairperson"** means the Chairperson of the Board as appointed under the provisions of these Articles;
- 1.11. **"Circular Resolution"** means a resolution within the meaning of section 175 of the Act;

- 1.12. **"Employees"** means the employee of the Company;
- 1.13. **"Entities of the Government of India"** means all the Government Departments and undertakings of the Government of India;
- 1.14. **"Entities of State Government"** means all the Government Departments, Boards, Corporations, Urban Local Bodies, Educational & Training Institutes including State Universities, State Public Sector Undertakings (PSUs), Co-operative Institutions and Federations of the Government of Haryana
- 1.15. **"Employees Stock Option"** means employees stock option as defined under sub-section (31) of section 2 of the Act;
- 1.16. **"Extraordinary General Meeting"** means an Extra Ordinary General Meeting of the members held in accordance with the provisions of section 100 of the Act;
- 1.17. **"Financial Year"** has the meaning assigned to it pursuant to the provisions of section 2 (45) of the Act;
- 1.18. **"General Meeting"** means a meeting of the Members;
- 1.19. **"Government Authority"** or **"Regulatory Authority"** means any court, tribunal, arbitrator, statutory or regulatory authority, agency, commission, official or other instrumentality of India;
- 1.20. **"Grants"** means funds given by the Central/State Government to the Company to be utilized for the specific purpose as prescribed by the Central/State Government;
- 1.21. **"In Writing"** and **"Written"** include printing, lithography and other modes of representing or reproducing words in visible form;
- 1.22. **"Independent Director"** means Independent Director as defined under sub-section (6) of section 149 of the Act;
- 1.23. **"Losses"** means any and all damages, fines, fees, penalties, deficiencies, losses and expenses (including without limitation interest, court costs, fees of legal counsel, accountants and other experts or other expenses of litigation or other proceedings or of any claim, default or assessment);
- 1.24. **"Member"** means member defined under sub-section (55) of section 2 of the Act.
- 1.25. **"Memorandum of Association"** means the Memorandum of Association of the Company as amended from time to time;
- 1.26. **"Month"** means calendar month;
- 1.27. **"Office"** means the registered office for the time being of the Company;
- 1.28. **"Ordinary Resolution"** and **"Special Resolution"** shall have the meanings assigned thereto by section 114 of the Act;
- 1.29. **"Paid-up Capital"** in relation to the share capital of the Company means the amount credited and paid up in respect of shares, which are subscribed, issued and allotted;

- 1.30. **"Proxy"** is an instrument whereby any person is authorized to vote for a member at a General Meeting on poll;
- 1.31. **"Quorum"** means a quorum for a Board Meeting, meeting of any committee of the Board or a General Meeting as provided in the Act and herein;
- 1.32. **"Registrar of Companies"** means the Registrar of Companies, under whose jurisdiction the registered office of the Company is for the time being situated;
- 1.33. **"Register of Members"** means the Register of Members to be kept pursuant to the Act, and the Register and index of beneficial owner maintained by the depository under Depositories Act, 1996;
- 1.34. **"Seal"** means the common seal of the Company;
- 1.35. **"SEBI"** means the Securities and Exchange Board of India;
- 1.36. **"Secretary"** means Secretary as defined under Section 2(24) of the Act;
- 1.37. **"Securities"** means shares or any warrants, debentures, preference shares or debt instruments or other securities which are convertible into or exchangeable for Shares or any equity-linked securities or options or rights entitling the holder to subscribe to or acquire Shares, and includes hybrids;
- 1.38. **"Share"** means share in the capital of the Company, whether held in tangible or intangible form and includes stock except where a distinction between stock and shares is expressed or implied;
- 1.39. **"State Government"** means the Government of Haryana;

Unless the context otherwise requires, the words or expressions contained in these articles shall bear the same meaning as in the Act. The words importing the masculine gender shall include the feminine gender. Words importing the singular number only, include the plural number and vice versa.

2. GOVERNMENT COMPANY

The Company shall be a Government Company within the meaning of the Act.

3. SHARE CAPITAL

3.1. Authorized Share Capital

- a) The authorized Share Capital of the Company shall be such amount as stated in Clause V of the Memorandum of Association of the Company, as amended from time to time.
- b) The authorized Share Capital may be divided into several classes attaching thereto any preferential rights, privileges or conditions, which could be altered, reclassified or increased from time to time, in accordance with the terms hereof and legislative provisions for the time being in force in this behalf.

3.2. Power to issue Preference Shares

The Company shall have the power to issue preference shares subject to the provisions of the Act and a special resolution authorizing such issue, which shall prescribe the manner, terms and conditions of redemption and conversion, if any.

3.3. Issue of shares for consideration other than cash

Subject to these Articles and the provisions of the Act, the Board may issue and allot shares in the capital of the Company for cash or for a consideration other than cash or in part cash and in part consideration of the purchase or acquisition of any property or for service rendered to the Company in the conduct of its business,

3.4. Company's shares not to be purchased

Notwithstanding anything contained in these Articles but subject to the provisions of sections 67 to 70 and any other applicable provision of the Act or any other law for the time being in force, the Company may purchase its own shares or securities or give loans for purchase of its shares.

3.5. Issue and Allotment of Shares

Save as aforesaid and subject to these Articles, the shares, whether forming part of the original capital or of any increased capital of the Company, shall be issued and allotted to such persons on such terms and conditions and, either at a premium or at par and at such times as the Board may think fit, but subject to the provisions of the Act.

3.6. Call Money on shares to be duly paid

If, by the conditions of allotment of any share, the whole or part of the amount or issue price thereof, shall be payable by calls, every such installment shall, when due, be paid to the Company by the persons, who, for the time being and from time to time, shall be the registered holder of the share.

3.7. Liability of Joint-holders

The joint holders of a share shall be liable, severally as well as jointly, for the payment of all installments and calls due in respect of such shares.

3.8. Shares to be numbered progressively and no shares to be subdivided

The shares in the capital shall be numbered progressively according to their several denominations, and except in the manner herein mentioned, no share shall be subdivided.

3.9. Acceptance of shares

Any application for shares in the Company, followed by an allotment of any share therein, shall constitute an acceptance of shares; and every person who, thus or otherwise, accepts any shares and whose name is on the Register of Members shall be a Member.

3.10. Liability of Members

Every member or his heirs, executors or administrators shall pay to the Company, the portion of the capital represented by his share or shares which may, for the time being remain unpaid thereon, in such amounts, at such time or times and in such manner as the Board shall, from time to time, require or fix for the payment thereof.

3.11. Trust not recognized

Except, as ordered by a Court of competent jurisdiction or as provided by the Act, no notice of any trust, express, implied or constructive, shall be entered on the Register of Members or of Debenture holders of the Company.

3.12. Further issue of shares

- 1) The Board or Shareholders of the Company, as the case may be, may, in accordance with the section 62 of the Act and the Rules, issue further shares to:-
 - (a) Persons who, at the date of offer, are holders of Equity Shares of the Company; such offer shall be deemed to include a right exercisable by the person concerned to renounce the Shares offered to him or any of them in favour of any other person; or
 - (b) Employees under any scheme of Employees' Stock Option; or
 - (c) Any persons, whether or not those persons include the persons referred to in clause (a) or clause (b) above; or
 - (d) A further issue of Shares may be made in any manner whatsoever as the Board may determine including by way of Preferential Offer or Private Placement, subject to and in accordance with the Act and the Rules.

4. RAISING AND UTILIZATION OF FUNDS

- (i) The Company may raise additional finance to the extent permitted by law including but not limited to by means of (a) loans and subsidies, (b) by way of deposits and issuance of bonds; (c) taxes and surcharges; (d) grants by State Government and Central Government. Such additional funds may be utilized by the Company for such purpose that the Board deems fit, subject to conditions laid down by the respective Governments and the provisions of the relevant acts.
- (ii) The balance funds required by the Company may be mobilized from various sources including bilateral and multilateral institutions (both domestic and foreign), convergence with other Central Government schemes, linkages by the Company with other organizations in the field of public transportation, technology as well as from the private sector.

5. SHARE CERTIFICATES

5.1. Certificates - how to be issued

The certificate of title to shares shall be issued under the Seal of the Company and shall bear the signature of any person or persons authorized by the Board in that behalf. The Company shall within two months (in accordance with provisions of clause (b) of sub-section (4) of

section 56 of the Act) after the allotment of shares, complete delivery of the certificates of shares allotted. Notwithstanding anything contained in this Article, the certificates of title to shares may be executed and issued in accordance with such provisions of the Act or the rules made there under, as may be in force for the time being and from time to time.

5.2. Member's right to Certificate

Every member shall be entitled, free of charges, to one certificate for all the shares registered in his name and the particulars of every share certificate issued shall be entered in the Register of Members against the name of the person, to whom it has been issued, indicating the date of issue(s). Every certificate of shares shall specify the number and the denoting number/numbers of the shares in respect of which it was issued and the amount paid up thereon. For each further certificate, the Board shall be entitled, but shall not be bound, to prescribe a charge not exceeding one rupee.

5.3. Fractional Certificate

The Company may issue such fractional certificates as the Board may approve in respect of any of the shares of the Company, on such terms as the Board thinks fit, as to the period within which the fractional certificates are to be converted into share certificates.

5.4. Issue of new Certificate in place of defaced, lost or destroyed

- a) If any certificate be worn out or defaced or torn or otherwise mutilated or there is no further space on the back thereof for endorsement of transfer, then upon production thereof to the Board, they may order the same to be cancelled and may issue a new certificate in lieu thereof; and if any certificate be lost or destroyed, then, upon proof thereof to the satisfaction of the Board and on such indemnity as the Board deems adequate being given and the payment of out-of-pocket expenses incurred by the Company and upon such other condition as the Board may require, a new certificate in lieu thereof shall be given to the party entitled to such lost or destroyed certificate. Such sum not exceeding ten Rupees as the Board may, from time to time, prescribe, shall be paid to the Company for every certificate issued under this Article, provided that no fee shall be charged for issue of new certificates in replacement of those which are old, decrepit or worn out or where the pages on the reverse for recording transfers have been fully utilized. When a new share certificate has been issued in pursuance, the words "Duplicate issued in lieu of Share Certificate Number" shall be stated on the face of it and against the stub or counterfoil and the word "Duplicate" shall be stamped or punched in bold letters across the face of the share certificate. Where a new share certificate has been issued in pursuance of this Article, particulars of every such share certificate shall be entered in a Register of Renewed and Duplicate Certificates indicating against the names of the persons to whom the certificate is issued, the number and date of issue of the share certificate in lieu of which the new certificate is issued and the necessary changes indicated in the Register of Members by suitable cross reference in the "Remarks" column.
- b) All blank forms to be used for issue of share certificates shall be printed and the printing shall be done only on the authority of a resolution of the Board. The blank forms shall be consecutively machine-numbered and the forms and the blocks engravings, facsimiles and hues relating to the printing of such forms shall be kept in the safe custody of the Secretary or of such other person as the Board may appoint for the purpose; and the Secretary or the other person aforesaid shall be responsible for rendering an account of these forms to the Board.

- c) The Chief Executive Officer of the Company shall be responsible for the maintenance, preservation and safe custody of all books and documents relating to the issue of share certificates except the blank forms of share certificate.

5.5. Issue of Certificate to Joint-holders

The certificate of shares registered in the names of two or more persons shall be delivered to the person first named in the Register.

5.6. The first named of Joint-holders deemed sole holder

If any share stands in the names of two or more persons, the person first named in the Register shall, as regards receipt of dividends or bonus, or service of notices or any other matter connected with the Company except, voting at meetings and the transfer of the shares, be deemed the sole holder thereof, but the joint holders of a share shall be, severally and jointly, liable for the payment of all installments and calls due in respect of such share and for all incidents thereof, according to the provisions of the Act.

5.7. Calls

The Board may, from time to time, by resolution passed at a meeting of the Board, and not by a circular resolution, make such calls, as they think fit, upon the members in respect of all money unpaid on the shares held by them (whether on account of the nominal value of the shares or by way of premium) and not by the conditions of allotment thereof made payable at fixed times. Each member shall pay the amount of every call made on him, to the persons, and at the time and place appointed by the Board. A call may be made payable by installments and shall be deemed to have been made when the resolution of the Board authorizing such calls was passed.

5.8. Notice of Call

Subject to the provisions of the Articles, at least fourteen (14) days notice of any call shall be given by the Company specifying the time and place of payment and to whom such calls shall be paid, provided that, before the time for payment of such call, the Board may, by notice in writing to the members, revoke the same or extend the time for payment thereof.

5.9. Call to date from Resolution

Call shall be deemed to have been made at the time when the resolution authorizing such call was passed at a meeting of the Board and may be made payable by those members whose names appear on the Register of Members on such dates or on such subsequent dates as may be fixed by the Board.

5.10. Amount payable at fixed times or by installments payable as calls

If, by the terms of issue of any share or otherwise, any amount is or becomes payable on allotment or at any fixed date or by installments at fixed time, whether on account of the nominal amount of the share or by way of premium, every such amount or installment shall be payable as if it were a call duly made by the Board and payable on the date on which, by the terms of issue or otherwise, such sum becomes payable and of which due notice has been given. In case of non-payment of such sum, all the relevant provisions herein contained as to payment of interest and expenses, forfeiture or otherwise shall apply as if such amount had become payable by virtue of a call duly made and notified.

5.11. When interest on call or installment payable

If a sum payable in respect of any call or installment be not paid on or before the day appointed for payment thereof, the holder for the time being of the share in respect of which the call shall have been made or the installment shall be due, shall pay interest at such rate as the Board may determine. The Board may, however, in their absolute discretion, waive payment of any interest.

5.12. Evidence in action for call

On the trial or hearing of any action for the recovery of any money due for any call, it shall be sufficient to prove that the name of the member sued is entered in the register as the holder or one of the holders, of the shares, in respect of which such debt accrued, that the resolution making the call is duly recorded in the minute book and that notice of such call was duly given to the member sued, in pursuance of these presents and it shall not be necessary to prove the appointment of the Directors who made such call, nor that of a quorum nor any other matters whatsoever and the proof of the matters aforesaid shall be conclusive evidence of the debt.

5.13. Partial payment not to preclude forfeiture

Neither a judgment nor a decree in favor of the Company for calls or other money due in respect of any shares, nor the receipt by the Company of a portion of any money, which shall from time to time be due from any member in respect of any shares either by way of principal or interest, nor any indulgence granted by the Company in respect of payment of any such money shall preclude the Company from thereafter proceeding to enforce a forfeiture of such shares as herein provided.

5.14. Payments of call in advance

The Board may, if they think fit, receive from any member willing to advance the same, all or any part of the sum due upon the shares held by him beyond the sums actually called for, and upon the money so paid in advance or so much thereof, as from time to time exceeds the amount of calls then made upon the shares in respect of which such advance has been made, the Company may (until the same would but for such advance become presently payable) pay interest at such rate not exceeding nine (9) per cent per annum to the member paying such sum in advance and the Board may agree upon and the Board may at any time repay the amount so advanced upon giving to such member three (3) months' notice in writing. The member making such advance payment shall not, however, be entitled to dividend or to participate in profits of the Company or to any voting rights in respect of the money so paid by him until the same would, but for such payment, become presently payable.

5.15. Proof on trial of suit for money due on shares

On the trial or hearing of any action or suit brought by the Company against any Member or his representatives for the recovery of any money claimed to be due to the Company in respect of his shares, it shall be sufficient to prove that the name of the Members in respect of whose shares the money is sought to be recovered, appears entered on the Register of Members as the holder, at or subsequently to the date at which the money sought to be recovered is alleged to have become due on the shares in respect of which such money is sought to be recovered, that the resolution making the call is duly recorded in the Minute Book; and that notice of such call was duly given to the Member or his representatives so sued in pursuance of these Articles; and it shall not be necessary to prove the appointment of the Directors who made such call nor that a quorum of Directors was present at the Board at which any call was made, nor that the meeting at which any call was made was duly convened or constituted nor any other matters whatsoever,

but the proof of the matters aforesaid shall be conclusive evidence of the debt.

5.16. Payment in anticipation of calls may carry Interest

- a) The Board may, if it thinks fit, agree to and receive from any Member willing to advance the same, all or any part of the amounts of his respective shares beyond the sums, actually called up and upon the money so paid in advance, or upon so much thereof, from time to time, and at any time thereafter as exceeds the amount of the calls then made upon and due in respect of the shares on account of which such advances are made the Board may pay or allow interest, at such rate as the Member paying the sum in advance and the Board agree upon. The Board may agree to repay at any time any amount so advanced or may at any time repay the same upon giving to the Member three months' notice in writing. Provided that money paid in advance of calls on any shares may carry interest but shall not confer a right to dividend or to participate in profits.
- b) No Member paying any such sum in advance shall be entitled to voting rights in respect of the money so paid by him until the same would but for such payment become presently payable.

5.17. Members not entitled to privileges of membership until all calls paid.

No members shall be entitled to receive any dividend or to exercise any privilege as a member, including such privilege of voting, until he shall have paid all calls for the time being due and payable on every share held by him, whether alone or jointly with any other person, together with interest and expenses, if any.

6. FORFEITURE AND LIEN

6.1. If call or installment not paid, notice may be given

If any member fails to pay any call or installment on or before the day appointed for the payment of the same, the Board may at any time thereafter, during such times as the call or installment remains unpaid, serve a notice on such member requiring him to pay the same together with any interest that may have accrued and all expenses that may have been incurred by the Company by reason of such non-payment.

6.2. Form of notice

The notice shall name a day (not being earlier than the expiry of fourteen (14) days from the date of service of the notice) and a place(s), on and at which such call or installment and such interest and expenses as aforesaid are to be paid. The notice shall also state that in the event of non-payment on or before the time and at the place appointed, the shares in respect of which the call was made or installment is payable will be liable to be forfeited.

6.3. If notice not complied with, shares may be forfeited

If the requisitions of any such notice as aforesaid are not complied with, any shares in respect of which such notice has been given may, at any time thereafter, before payment of all calls or installments, interest and expenses, due in respect thereof, be forfeited by a resolution of the Board to that effect. Such forfeiture shall include all dividends declared in respect of the forfeited shares and not actually paid before the forfeiture.

6.4. Notice of forfeiture

When any share has been so forfeited, notice of the resolution of the Board shall be given to member in whose name it stood immediately prior to the forfeiture and an entry of the forfeiture with the date thereof shall forthwith be made in the register of members, provided however, that the failure to give the notice will not in any way invalidate the forfeiture.

6.5. Forfeited shares to become property of the Company

Any shares so forfeited shall be deemed to be the property of the Company and the Board may sell, re-allot and other-wise dispose of the same in such manner as they think fit.

6.6. Power to annul forfeiture

The Board may, at any time, before any shares so forfeited shall have been sold, re-allotted or otherwise disposed of, annul the forfeiture thereof as a matter of grace and favour but not as of right, upon such terms and conditions as they may think fit.

6.7. Arrears to be paid notwithstanding forfeiture

Any member whose shares have been forfeited shall, notwithstanding the forfeiture, be liable to pay and shall forthwith pay to the Company all calls, installments, interest and expense, owing upon or in respect of such shares at the time of forfeiture, together with interest thereon; from the time of forfeiture until payment, at the rate of twelve (12) per cent per annum and the Board may enforce the payment of such money or any part thereof if they think fit, but shall not be under any obligation to do so.

6.8. Effect of forfeiture

The forfeiture of a share shall involve the extinction of all interests in and also of all claims and demands against the Company in respect of the share and all other rights incidental to the same, except only such of those rights as by these presents are expressly saved.

6.9. Certificate of forfeiture

A certificate in writing under the hands of a Director or the Secretary of the Company, that the call in respect of a share was made and notice thereof given and that default in payment of the call was made and that the forfeiture of the shares was made by a resolution of the Board to that effect, shall be conclusive evidence of the fact stated therein as against all persons entitled to such share.

6.10. Title of purchaser and allottees of forfeited shares

The Company may receive the consideration, if any, given for the share on any sale, re-allotment or other disposal thereof and may execute transfer of the share in favour of the person to whom the share is sold or disposed of and the person to whom such share is sold, re-allotted or disposed of may be registered as the holder of the share. Any such purchaser or allottee shall not (unless by express agreement) be liable to pay any calls, amounts, installments, interest and expenses owing to the Company prior to such purchase or allotment not shall he be entitled (unless by express agreement) to any of the dividends, interest or bonuses accrued or which might have accrued upon the share before the time of completing such purchase or before such allotment. Such purchaser or allottees shall not be bound to see to the application of the purchase money, if any, not shall his title to the share be affected by any irregularity or invalidity in the

proceedings in reference to the forfeiture, sale, re-allotment or disposal of the share.

6.11. Cancellation of share certificates in respect of forfeited shares

Upon any sale, re-allotment or other disposal under the provision of the preceding Articles, the certificate or certificates originally issued in respect of the relative shares shall (unless the same shall on demand by the Company have been previously surrendered to it by the defaulting Member) stand cancelled and become null and void and of no effect, and the Directors shall be entitled to issue a duplicate certificate or certificates in respect of the said shares to the person or persons entitled thereto.

6.12. Company's lien on shares

The Company shall have no lien on its fully paid-up shares. In the case of partly paid up shares, the Company shall have a lien only to the extent of all money called or payable at a fixed time in respect of such shares, otherwise such partly paid up shares shall be free from any lien of the Company. Any lien on shares shall extend to all dividend and bonus from time to time declared in respect of such shares. Unless otherwise agreed, the registration of a transfer of shares shall operate as a waiver of the Company's lien, if any on such shares. The Board may at any time declare any shares to be wholly or in part exempt from the provisions of this Article.

6.13. Enforcement of lien by sale

For the purpose of enforcing such lien, the Board may sell the shares subject thereto in such manner as they think fit; but no sale shall be made until notice in writing of the intention to sell has been served on such member or in the event of his death or insolvency, on his heirs, executors or administrators and, default shall have been made by him or them in the payment, fulfilment, or discharge of such debts, liabilities, or engagements for seven days after such notice. To give effect to any such sale, the Board may authorize any person to execute an instrument of transfer in respect of the shares sold and to transfer the shares sold to the purchaser thereof and the purchaser shall be registered as the holder of the shares comprised in any such transfer. Upon any such sale as aforesaid, the certificates in respect of the shares sold shall stand cancelled and become null and void and of no effect, and the Directors shall be entitled to issue a new certificate in lieu thereof to the purchaser concerned.

6.14. Application of proceeds of sale

The net proceeds of such sale shall be received by the Company and, after payment of the cost of such sale, shall be applied in or towards satisfaction of the debts, liabilities or engagements of such member and the residue if any, paid to him, his heirs, executors and administrators or assignees or other legal representatives, as the case may be.

6.15. Validity of Sale in lien and after exercise of forfeiture

Upon any sale after forfeiture or for enforcing a lien, in purported exercise of the powers hereinbefore given, the Board may appoint any person to execute an instrument of transfer of the shares sold and cause the purchaser's name to be entered in the Register in respect of the shares sold and the purchaser shall not be bound to see to the regularity of the proceeding nor to the application of the purchase money and after his name has been entered in the Register in respect of such shares, the validity of the sale and the entry in the Register in respect of the shares sold shall not be impeached by any person.

6.16. Board may issue new certificates

Where any shares under the powers in that behalf herein contained are sold by the Board after forfeiture or for enforcing a lien, and the certificate in respect thereof has not been delivered to the Company by the former holder of such shares, the Board may issue a new certificate of such shares distinguishing it in such manner as they may think fit from the certificate not so delivered.

6.17. Application of forfeiture provisions

The provisions of the Articles as to forfeiture shall apply in the case of non-payment of any sum which, by the terms of the issue of a share becomes payable at a fixed time, whether on account of the amount of the share, or by way of premium, as if the same had been payable by virtue of a call duly made and notified.

7. TRANSFER OF SHARES

7.1. Restriction on Transfer and Permissible Transfer

- (i) Any Transfer of Shares or other securities made in violation of this Article shall be null and void and shall not be binding upon the Company or the Board. The Company shall not register the Transfer of any Securities of the Company, except in the manner and to the extent permitted by these Articles.
- (ii) All Transfers of Securities shall be subject to Applicable Laws.

7.2. Register of Transfer

The Company shall keep a "Register of Transfer", and therein shall be fairly and distinctly entered particulars of every transfer or transmission of any share.

7.3. Transfer Books and Register of Members when closed

The Board shall have power on giving not less than seven days' previous notice by advertisement in some newspaper circulating in the district in which the Registered Office of the Company is situated to close the transfer books, the Register of Members or Register of debenture holders, at such time or times and for such period or periods, not exceeding thirty days at a time and not exceeding in the aggregate forty-five days in each year.

7.4. Board may refuse to register transfers

The provisions of sub-section (2) of section 58 of the Act will regulate the transfer of securities or other interests. Any refusal to register the transfer of the securities within a period of thirty days from the date on which the instrument or transfer or the intimation of transmission, as the case may be, is delivered to the Company, the transferee may, within a period of sixty days of such refusal or where no intimation has been received from the Company, within ninety days of the delivery of the instrument of transfer or intimation of transfer may appeal to the Tribunal, in accordance with sub-section (4) of section 58 of the Act.

7.5. Notice of application when to be given

Where, in the case of partly paid shares, an application for registration is made by the transferor, the Company shall give notice of the application to the transferee in accordance with the provisions of Section 56 of the Act.

8. TRANSMISSION OF SHARES

8.1. Option to Exercise by Nominee

- (i) Notwithstanding, anything to the contrary to these Articles, every holder of Shares in, or holder of debentures or other securities of the Company may, at any time, nominate in the prescribed form, pursuant to Section 72 of the Act and the rules made there under, any person to whom his shares, debentures or other securities shall vest in the event of his death.
- (ii) Any person who becomes a nominee as above, shall, in accordance with and subject to Section 72 of the Act, and upon such evidence as may be required by the Board elect either,
 - (a) to be registered himself as holder of the share or debenture or other security, as the case may be, or
 - (b) to make such transfer of the share or debenture or other security, as the case may be, as the deceased or insolvent member could have made.

8.2. Board's right to decline registration

The Board shall, in either case, have the same right to decline or suspend registration, as it would have had, if the deceased shareholder or debenture holder as the case may be had transferred the shares or debentures, as the case may be, before his death

8.3. No transfer to minor etc.

No share shall in any circumstances be transferred to any minor, insolvent or person of unsound mind.

8.4. Registration of persons entitled to shares otherwise than by transfer

Subject to the provisions of the Act and these presents any person becoming entitled to shares in consequence of the death, lunacy, bankruptcy or insolvency of any Member, or by any lawful means other than by a transfer in accordance with these Articles, may, with the consent of the Board (which it shall not be under any obligation to give), upon producing such evidence that he sustains the character in respect of which he proposes to act under this Article or of such title as the Board thinks sufficient, either be registered himself as the holder of the shares or elect to have some person nominated by him and approved by the Board registered as such holder; provided nevertheless, that if such person shall elect to have his nominee registered, he shall testify the election by executing in favour of his nominee an instrument of transfer in accordance with the provisions herein contained, and until he does so, he shall not be freed from any liability in respect of the shares.

8.5. Fee on transfer or transmission

There shall be paid to the Company, in respect of the transfer or transmission of any number of shares to the same party, such fee, if any, as the Directors may require.

8.6. Company not liable for disregard of a notice prohibiting registration of a transfer

The Company shall incur no liability or responsibility whatsoever in consequence of its registering or giving effect to any transfer of shares made or purporting to be made by any apparent legal owner thereof (as shown or appearing in the Register of Members) to the prejudice of persons having or claiming any equitable right, title or interest to or in the said shares, notwithstanding that the Company may have had notice of such equitable right, title or interest or notice prohibiting registration of such transfer, and may have entered such notice, or referred thereto, in any book of the Company, and the Company shall not be bound or required to regard or attend or give effect to any notice which may be given to it of any equitable right, title or interest, or be under any liability whatsoever for refusing or neglecting so to do, though it may have been entered or referred to in some book of the Company, but the Company shall nevertheless be at liberty to regard and attend to any such notice and give effect thereto if the Board shall so think fit.

8.7. Title to share of deceased holders

The executors or administrators of a deceased member shall be the only persons recognized by the Company as having any title to his share, except in case of joint holders, in which case the surviving holder or holders or the executors or administrators of the last surviving holder shall be the only persons entitled to be so recognized; but nothing herein contained shall release the estate of a deceased joint holder from any liability in respect of any share jointly held by him. The Company shall not be bound to recognize such executor or administrator unless he shall have obtained probate or letters of administration or other legal representation, as the case may be, from a duly constituted Court in India having power to grant such probate or letters of administration. Provided nevertheless, that in cases which the Board in its discretion consider to be special cases and in such cases only, it shall be lawful for the Board to dispense with the production of probate or letter of administration or such other legal representation, upon such terms as to indemnity or otherwise, as the Board may deem fit. The holder of succession certificate relating to the share of a deceased member and operative in the State of (insert name of State/UT) shall be deemed to be an administrator for the purpose of this Article.

8.8. Persons entitled may receive dividends without being registered as members

- (i) A person entitled to a share by transmission on account of death, bankruptcy or insolvency of a shareholder shall subject to the right of the Directors to retain any dividends or money as provided in these Articles, be entitled to receive, and may give a discharge for, any dividends or other money payable in respect of the share.
- (ii) The Shareholder shall procure that the Board in making any decision in relation to the declaration of dividends and the appropriation of surplus shall consider the following factors;
 - a. the maintenance of prudent and proper reserves including allowance for future working capital, provision for tax, and other restrictions required by local law;
 - b. the due and prudent provision for all actual and carried forward losses of the Company;
 - c. the due and prudent provision for the payment of all indebtedness, borrowings and loans owed by the Company to the Shareholders or to banks and financial institutions as unsecured creditors; and
 - d. any other factors which the Shareholders may agree to be taken into account

- (iii) The Shareholders shall procure any dividend recommended by the Board to be approved by the Shareholders and distributed by the Company not later than 30 days of such approval at a General Meeting. The right to dividends will vest on the date of the General Meeting approving such dividends and dividends will be paid on each Share, which was registered with the Company on the record date. The record date for determining entitlement to any such dividend shall be a date 30 days prior to the date of the General Meeting to recommend such dividend.

8.9. Board may require evidence of transmission

Every transmission of shares shall be verified in such manner as the Board may require and the Company may refuse to register any such transmission until the same is so verified or until and unless an indemnity is given to the Company with regard to such registration which the Board in their discretion shall consider sufficient; provided nevertheless that there shall not be any obligation on the Company or the Board to accept any indemnity.

8.10. Transfer by legal representative

A transfer of the share in the Company of a deceased member thereof, made by his legal representative shall, although the legal representative is not himself a member, be as valid as if he had been a member at the time of the execution of the instrument of transfer.

9. INCREASE, REDUCTION AND ALTERATION OF CAPITAL

9.1. Alteration of capital

The Company in General Meeting may, from time to time by an Ordinary Resolution alter the conditions of its Memorandum of Association as follows that is to say;

- (i) It may increase its share capital by such amount as it thinks expedient by issuing new shares to private investors, financial institutions and other investors. Even in case private investors, financial institutions and other equity shareholders are inducted into the Company, to maintain their contribution in equity shareholding in equal proportion and will together maintain a majority equity shareholding in the Company.
- (ii) Consolidate and divide all or any of its share capital into shares of larger amount than its existing shares.
- (iii) Subdivide its shares, or any of them, into shares of smaller amount than that is fixed by the memorandum, so however, that in the sub-division the proportion between the amount paid and the amount if any unpaid on each reduced share shall be the same as it was in the case of the share from which the reduced share is derived.
- (iv) Cancel any share which, at the date of the passing of the resolution in that behalf, have not been taken or agreed to be taken by any person and diminish the amount of its share capital by the amount of the shares so cancelled.
- (v) The resolution whereby any share is sub-divided may determine that as between the holders of the shares resulting from such sub division one or more of such shares shall have the same preference or special advantage as regards dividend, capital or otherwise as compared with the others.

9.2. New capital same as existing capital

Except so far as otherwise provided by the conditions of issue or by these presents, any capital raised by the creation of new shares shall be considered as part of the original capital, and shall be subject to the provisions herein contained, with reference to the payment of calls and installments, forfeiture, lien, surrender, transfer and transmission, voting and otherwise.

9.3. Redeemable Preference Shares

Subject to the provisions of the Section 55 of the Act, the Company shall have the power to issue Preference Shares which are or at the option of the Company are liable to be redeemed and the resolution authorizing such issue shall prescribe the manner, terms and conditions of redemption.

9.4. Voting right of Preference Holders of Shares

The holder of Preference shares shall have a right to vote only on Resolutions which directly affect the rights attached to his Preference Shares. The Preference Shareholders shall also be entitled to vote on every kind of Resolution placed before the Company at any meeting where the dividend in respect of preference shares has not been paid for a period of two years or more.

9.5. Provisions to apply on issue of Redeemable Preference Shares

On the issue of Redeemable Preference Shares under the provisions of Article 10.5 thereof the following provisions shall take effect:

- (i) no such shares shall be redeemed except out of the profits of the Company which would otherwise be available for dividend or out of the proceeds of a fresh issue of shares made for the purpose of the redemption;
- (ii) no such shares shall be redeemed unless they are fully paid;
- (iii) the premium, if any, payable on redemption must have been provided for out of the profits of the Company or the Company's share premium account before the shares are redeemed;
- (iv) where any such shares are redeemed otherwise than out of the proceeds of a fresh issue, there shall out of profits which would otherwise have been available for dividend, be transferred to a reserve fund, to be called the "Capital Redemption Reserve Account", a sum equal to the nominal amount of the shares redeemed and the provisions of the Act relating to the reduction of the share capital of the Company shall, except as provided in Section 55 of the Act, apply as if the Capital Redemption Reserve Account were paid-up share capital of the Company.

9.6. Power to vary shareholders' rights

Whenever the capital, by reason of the issue of Preference Shares or otherwise, is divided into different classes of shares, all or any of the rights and privileges attached to each class may subject to the provisions of Section 48 of Act be modified, commuted, affected or abrogated, or dealt with by agreement between the Company and any person purporting to contract on behalf of that class, with the consent in writing by holders of at least three-fourths in nominal value of the issued shares of the class or consent by a Special Resolution passed at a separate General Meeting of the holders of shares of that class.

9.7. Reduction of Capital

(i) Subject to the provisions of the Section 66 of the Companies Act, 2013, or any modification or re-enactment thereto, and subject to confirmation by the Tribunal on an application by the Company which may by a special resolution reduce the share capital in any manner in a particular way: may-

- a) Extinguish or reduce liability on any of its shares in respect of the share capital not paid up or;
- b) Either with or without extinguishing or reducing liability on any of its shares –
 - 1. Cancel any paid up share capital which is lost or is unrepresented by available assets; or
 - 2. Pay off any paid up share capital which is in excess of the wants of the Company;
 - 3. Alters its memorandum for reducing the amount of its share capital or of its shares accordingly.

Provided that no such reduction shall be made if it is in arrears in the repayment of any deposits it accepted by either before or after the commencement of the Act or interest payable thereon.

(ii) The Board may allow and pay to any Director who is not a bonafide resident of the place where the Meeting of the Board are held and who shall come to such place for the purpose of attending any Meeting including and Committee or General Meetings of the Company or in connection with the business of the Company, such sum as the Company may consider for compensation or for traveling, boarding, lodging and other expenses, in addition to his fee for attending such Meeting as above specified and any Director be called upon to go or reside out of the ordinary place of his residence on the Company's business, he shall be entitled to be paid and reimbursed any traveling or other expenses incurred in connection with the business of the Company.

10. BORROWING POWERS

10.1. Power to Borrow

Subject to the provisions of sections 73, 76A, 179, 180 and other relevant provisions of the Act, regulations made there under, and directions issued by the Reserve Bank of India, the Board may, from time to time, by a resolution passed at a meeting of the Board, accept deposits from members, either in advance of calls or otherwise and, may generally raise or borrow or secure the payment of any sum or sums of money for the Company.

The Company may borrow from external sources including bilateral and multilateral institutions (both domestic and foreign).

10.2. Power to receive grants from Central Government, State Government or any agencies owned or controlled by the Central Government or the State Government.

The Company may receive grants of money from the Central Government, or the State

Government or any organization owned or controlled by the State Government.

10.3. Conditions for repayment of money borrowed

The payment or repayment of money borrowed pursuant to this Article may be secured in such manner and upon such terms and conditions in all respects as the Board may think fit, including by the issue of debentures or debenture stock of the Company, with charge on all or any part of the undertakings or property of the Company (both present and future) and its uncalled share capital for the time being.

10.4. Debentures to be subject to control of Directors

Any debentures, debenture stock, bonds or other securities, issued or to be issued, by the Company shall be under the control of the Board who may issue them upon such terms and conditions and in such manner and for such consideration as they are for the benefit of the Company.

10.5. Terms of issue of Debentures

Any debentures, debenture stock, or other securities may be issued at a discount, premium or otherwise, and may be issued on condition that they shall be convertible into shares of any denomination, and with privileges and conditions as to redemption, surrender, drawing, allotment of shares, attending General Meeting of the Company and right to appoint Directors and otherwise. Subject to presents, debentures carrying the right of conversion into or allotment of shares shall be issued only with the consent of the Company in General Meeting and subject to provisions of sections 53 to 71 and other relevant provisions of the Act.

10.6. Mortgage of uncalled capital

If any uncalled capital of the Company is included in or charged by any mortgage or other security, the Board shall, subject to the provisions of the Act and these presents, make calls on the members in respect of such uncalled capital in trust for the person in whose favour such mortgage or security is executed or, if permitted by the Act, may, by instrument under the Company's Seal, authorize the person in whose favour such mortgage or security is executed or any other person in trust for him, to make calls on the members in respect of such uncalled capital, and the provisions herein before contained in regard to calls shall, mutatis mutandis, apply to calls made under such authority, and such authority may be made exercisable either conditionally or unconditionally and either presently or contingently and either to the exclusion of the Board's power or otherwise, and shall be assignable if expressed so to be. The Company can mortgage the assets/property of the Company. However, the mortgage of any of the Company's assets will be subject to the financing agreements.

10.7. Priority over charge on uncalled capital

Where any uncalled capital of the Company is charged, all persons taking any subsequent charge thereon shall take the same subject to such prior charge, and shall not be entitled by notice to the shareholders or otherwise, to obtain priority over such prior charge.

10.8. Indemnity may be given

If the Directors or any of them or any other person shall become personally liable for the payment of any sum primarily due from the Company, the Board may execute or cause to be executed any mortgage, charge or security over or affecting the whole or any part of the assets

of the Company, by way of indemnity to secure the Directors or persons so becoming liable as aforesaid, from any loss in respect of such liability.

11. BOARD OF DIRECTORS

11.1. Number of Directors

- (i) The Board will comprise of not less than 5 (Five) Directors and not more than 15 (fifteen) Directors.
- (ii) The Board of Directors will comprise of the following:-
 - a) Chief Secretary, Government of Haryana
 - b) Administrative Secretary to Government of Haryana, Skill Development and Industrial Training Department
 - c) Administrative Secretary to Government of Haryana, Development and Panchayat Department
 - d) Administrative Secretary to Government of Haryana, Department of Urban Local Bodies
 - e) Administrative Secretary to Government of Haryana, Finance Department
 - f) Principal Secretary to Government of Haryana, General Administration Department
 - g) Administrative Secretary to Government of Haryana, Employment Department
 - h) Director General, Skill Development and Industrial Training Department, Government of Haryana
 - i) Chief Executive Officer to be appointed by the State Government.
- (iii) The First Directors shall consist of : -
 - a) Sh. Vijai Vardhan, IAS, Chief Secretary, Government of Haryana (DIN:00989547).
 - b) Sh. Arun Kumar Gupta, IAS Principal Secretary to Govt. of Haryana, Skill Development & Industrial Training Department (DIN:05265538).
 - c) Sh. T.V.S.N. Prasad, IAS, Additional Chief Secretary to Government of Haryana, Finance Department (DIN:07043990).
 - d) Sh. Varinder Singh Kundu, IAS, Additional Chief Secretary, Employment Department, Govt. of Haryana(DIN:01653855).
 - e) Smt. Sharandeep Kaur Brar, IAS, Director General, Skill Development and Industrial Training Department, Government of Haryana (PAN:ATNPB9891N).
- (iv) The Chief Secretary, Government of Haryana will be the non-executive Chairperson of the Company.
- (v) Other non-functional Directors can be appointed for a period of maximum 2 years.
- (vi) The ex-officio Directors can be appointed / changed by the Board of Directors of the Company.
- (vii) The maximum number of Directors of the Company shall be limited to fifteen (15) and shall always be in compliance with any rules, regulations, conditions or requirements

laid down by the Government.

11.2. Company may increase or reduce the number of Directors

Subject to Sections 149 and 152 of the Act, the Company may, by ordinary resolution, from time to time, increase or reduce the number of Directors, within the limits prescribed in this Articles of Association.

11.3. Directors' Vote

The approval of the following matters shall require the affirmative vote or express consent of a majority of all the members of the Board present at the meeting;

- i. Approval of major changes to the corporation, in terms of changes in organizational structure or payment model, to be done through voting
- ii. Investment of the Company's funds;
- iii. The merger or consolidation of the Company with, or into, any other Company or entity or any proposal permitting any other Company to consolidate with or merge into the Company, or the dissolution, liquidation or declaration of voluntary insolvency of the Company, including its recapitalization or reorganization;
- iv. Establishment and approval of dividend policy and declaration of dividends, if any;
- v. Incurring, creating or increasing bonded indebtedness and debt or loan facilities in excess of pre-approved limits;
- vi. Sale, lease, exchange, mortgage, pledge, encumbrance or other disposition or creation of any security on or investment of all or any material amount of the Company's assets, or any of the foregoing done outside the normal course of business;
- vii. Settlement of the terms and appointment of the Directors;
- viii. Approval of the annual business plans, annual expense budget and capital expenditures budget of the Company or any material variation or deviation thereto;
- ix. The issuance by the Company of new Shares or rights to acquire new Shares and the redemption or purchase by Company of its common or preferred shares;
- x. Formation of subsidiaries or joint ventures, where the Company is required to do so under the terms of any agreement;
- xi. Prepare rules and policies for pension, retirement and other related benefits of the Company's directors, officers and employees;
- xii. Change of any material accounting policy or write-off of any substantial asset within a calendar year;
- xiii. Negotiation, execution and/or amendment of contracts with a Shareholder, and/or its subsidiaries or Affiliates, including the technical services agreements;

- xiv. Appointment, replacement or removal of the Company's external/internal auditor(s);
- xv. Confirmation and acceptance of the Company's financial statements;
- xvi. Appointment of various officers of the Company for its proper management.

11.4. Board may fill up casual vacancies

If any Director vacates office as a Director before his term of office expires in the normal course, the resulting casual vacancy may be filled up by the Board at a meeting of the Board by appointment thereto of any other person but any person so appointed shall retain his office so long only as the vacating Director would have retained the same, if no such vacancy had occurred.

11.5. Chairperson

The Chief Secretary, Government of Haryana, will be the Chairperson of the Board of Directors of the Company.

Key Managerial Personnel:

Subject to the provisions of Section 203 of the Act, the Company shall appoint the following Key Managerial Personnel:

A. Chief Executive Officer

- (i) The Chief Executive Officer will be appointed by the State Government
- (ii) The functions of the Chief Executive Officer will include:
 - a. Managing the process for formation and incorporation of the Company
 - b. Managing and conducting the day-to-day operations and administration of the Company
 - c. To be the Executive Head of the Company exercising administrative and financial control of the Company
 - d. Entering contracts or arrangements for and on behalf of the Company in all matters within the ordinary course of the Company's business.
 - e. To formulate and submit to the Board for approval, a Human Resource Policy that will lay down procedures for creation of staff positions, qualifications of staff, recruitment procedures, compensation and termination procedures.
 - f. Recruitment of the management of the Company and the creation of new positions in accordance with the Company's approved budget and the recruitment of officers and employees in accordance with the Human

Resource Policy approved by the Board.

- g. Supervising the work of all employees and managers of the Company and the determination of their duties, responsibilities and authority.
- h. To pay all or any expenses incurred in connection with the promoting, formation and incorporation of the company or to contact with any person, firm or company to pay the same.
- i. Any other work assigned / powers given by the Board, relating to the affairs of the Company.

B. Any other key managerial personnel, professionals and staff, as may be required by the Company, with such designation as may be approved by the Board and appointed by it, from time to time.

11.6. Qualification Shares

The Directors (including Nominee Directors) shall not be required to hold any Shares or qualification shares.

11.7. When office of Director to be vacated

Subject to the provisions of these Articles and Section 167 of the Act, the office of a Director shall become vacant if;

- (i) he/she is found to be of unsound mind by a Court of competent jurisdiction; or
- (ii) he/she applies to be adjudicated as an insolvent; or
- (iii) is adjudged as an insolvent; or
- (iv) he/she fails to pay any call made on him in respect of shares of the Company held by him, whether alone or jointly with others, within six months from the last date fixed for the payment of the call, unless the Central Government has, by notification on the Official Gazette, removed the disqualification incurred by such failure; or
- (v) any office or place of profit under the Company or any subsidiary thereof is held by him/her in contravention of Section 188 of the Act, or
- (vi) he/she absents himself/herself from all meetings of the Board held during a period of twelve months without leave of absence; or
- (vii) he/she becomes disqualified by an order of the Court under Section 203 of the Act; or
- (viii) he/she (whether by himself/herself or by any person for his/her benefit or on his account) or any firm in which he/she is a partner or any private Company of which he/she is a director, accepts a loan, or any guarantee or security for a loan, from the Company in contravention of Section 185 of the Act; or
- (ix) he acts in contravention of Section 184 of the Act; or

- (x) he/she is convicted by a court for any offence involving moral turpitude and sentenced in respect thereof to imprisonment for not less than six months; or
- (xi) he/she having been appointed as a Director by virtue of his/her holding any office or other employment in the Company ceases to hold such office or other employment in the Company.

11.8. Certain Powers to be exercised by Board only at meeting

- a. to make calls on shareholders in respect of money unpaid on their shares;
- b. to authorize buy-back of securities under section 68;
- c. to issue securities, including debentures, whether in or outside India;
- d. to borrow money;
- e. to invest the funds of the Company;
- f. to grant loans or give guarantee or provide security in respect of loans;
- g. to approve financial statement and the Board's report;
- h. to approve amalgamation, merger or reconstruction;
- i. to take over a Company or acquire a controlling or substantial stake in another Company;
- j. any other matter which may be prescribed:

Provided that the Board may, by a resolution passed at a meeting, delegate to any Committee of Directors, the Chief Executive Officer, or any other principal officer of the Company, the powers specified in clauses (iv) to (vi) on such conditions as it may specify:

Every resolution delegating the power in these presents shall, specify the total amount up to which loans may be made by the delegates, the purpose for which the loan(s) may be made, and each such purpose in individual cases;

Nothing contained in this Article shall be deemed to affect the right of the Company, in General Meeting, to impose restrictions and conditions on the exercise by the Directors of any powers herein specified.

11.9. Committees of the Board

- (i) **Executive Committee-** The Company shall have an Executive Committee (EC), headed by Additional Chief Secretary, Skill Development and Industrial Training Department, and Chief Executive Officer (CEO) as the Member-Secretary. Three more official members will be nominated to the committee by the Board of Directors. The committee will meet at least quarterly to take decisions including those beyond the authority of the CEO, on the functioning of the Company. The scope of the Executive Committee will be determined by the Board of Directors.
- (ii) The Board shall have the power to constitute other committees and sub-committees and

delegate to them, the powers of the Board in respect of any matter relating to the governance and administration of the Company. The Board shall also constitute such committees as may be required under the Act.

- (iii) The meetings and proceedings of any Committee of the Board shall, save as herein provided, be governed by the provisions herein contained for regulating the meetings and proceedings of the Board, so far as the same are applicable thereto and are not superseded by any regulations made by the Board.
- (iv) All minutes of meetings of Executive Committee and other committees, along with actions taken pursuant thereto, shall be placed before the immediately subsequent Board Meeting.

11.10. Acts of Committee

All acts done by any Committee of the Board in conformity with the regulations made by the Board and in fulfilment of the purpose for which the Committee is appointed but not otherwise, shall have effect as if done by the Board.

11.11. Remuneration of Directors

The maximum remuneration of a Director for his services shall be such sum as may be prescribed by the Act or the State Government from time to time for each meeting of the Board attended by him. The Director shall be paid such further remuneration as the Company in General Meeting may, from time to time, determine and such further remuneration shall be divided amongst the Directors in such proportion and manner as the Board may, from time to time, determine and in default of such determination, equality.

Provided that no Government employee appointed to the Board who is receipt of pay from a post in the Central Government or the State Government or any Board or Company owned or controlled by the Central Government or the State Government shall be eligible to receive any remuneration.

11.12. Removal of Directors

Subject to the provisions of Section 169 of the Act, the State Government may remove any Director before the expiration of his period of office and appoint another person in his place in accordance with Article 12.1. The person so appointed shall hold office during such time as the Director in whose place he is appointed would have held, if he had not been removed.

11.13. Acts of board or Committee valid notwithstanding defective or appointment etc.

All acts done by any meeting of the Board or by a committee of the Board or by any person acting as Director shall notwithstanding that it shall afterwards be discovered that there was some defect in the appointment of such Director or Committee person acting as aforesaid, or that they or any of them were or was disqualified or had vacated office or that the appointment of any of them had been terminated by virtue of any provisions contained in the Act or in these presents, be as valid as if every such person had been duly appointed and was qualified to be a Director and had not vacated office or his appointment had not been terminated; provided that nothing in this Article shall be deemed to give validity to acts done by a Director after his appointment has been shown to the Company to be invalid or to have terminated.

12. BOARD MEETINGS

The Directors may meet together for the dispatch of business, adjourn and otherwise regulate their meeting and proceedings as they may think fit.

12.1. Frequency of Board Meetings

- a) The Board shall meet at such time and at such place as it shall deem necessary (whether in India or overseas), provided that at least one meeting of the Board shall be held every three months.
- b) At least 7 days' prior written notice (excluding the date of deemed receipt and the date of the meeting) by facsimile, (together with a confirmation by registered airmail, e- mail or facsimile, in the case of Directors resident outside the Republic of India) shall be given to all Directors, their alternates and their local attorneys in India (whose address shall have been notified in writing to the Company for convening a Board meeting); and such notice shall be accompanied by an agenda setting out in reasonable detail the matters to be discussed.
- c) The Board Meeting may be convened at shorter notice, subject to applicable provisions of the Act and in a manner prescribed in the Secretarial Standards –I issued by the Institute of Company Secretaries of India (ICSI).

12.2. Place of Board Meetings

The Board Meetings will be held at such a place as may be mutually decided upon by the Board. All Board Meetings shall be attended in person; provided that, if and when permitted by the Act, meetings may be attended through audio-visual means or video conferencing.

12.3. Quorum

- a) No business shall be transacted at any Board meeting unless a quorum is present at the beginning of and throughout the meeting. The quorum for a meeting of the Board shall be one third of its total strength (any fraction contained in that one- third being rounded off as one) or four Directors, whichever is higher. In case of failure to hold a meeting on account of insufficient quorum, the meeting would stand adjourned till the same day at the same time the following week or some other later date and notice thereof would be given to all the Director. If at such adjourned meeting, a quorum is not present within one-half an hour of the time appointed for the meeting, then the Directors present shall constitute quorum and the business at such meeting shall be confined to the remaining items as specified in the agenda for such meeting and no general matter other than specific matters set out in the agenda may be decided at such meeting.
- b) If a Board Meeting could not be held for want of quorum, the meeting shall automatically stand adjourned to the same day in the following week at the same time and place or if that day is not a Business Day, till the next day which is a Business Day at the same time and place or subject to notice being given to all Directors, to some other date, time or place. If at such adjourned meeting, the quorum is not present within one-half of an hour of the time appointed for the meeting, then at the adjourned meeting, one-third of the total strength (and if this results in a fraction, such fraction will be rounded off to the nearest whole number) of the Board or 2 (two) Director, whichever is higher, present at such adjourned meeting constitute the quorum.

- c) All decisions to be taken by the Board shall be duly and validly taken by resolution adopted by the affirmative vote of a majority of the Directors present at the meeting, whether by show of hands or by concurrence to a resolution in any other form. In case of equality of votes, the Chairperson shall have a second or casting vote.
- d) Subject to the Act, any matter to be decided by the Board or Committee thereof may be decided by way of a circular resolution, where the draft resolution has been circulated to all Directors or as the case may be, all members of the Committee and the same has been consented to by a majority of the Directors or as the case may be, majority of the members of the Committee.

13. GENERAL MEETING

13.1. Annual or Ordinary General Meeting

- a) Subject to the provisions of Section 96 of the Act, the Company shall in each year hold in addition to any other meeting, an Annual General Meeting of shareholders and shall specify the meeting as such in the notices calling it, and not more than fifteen months shall elapse between the date of one annual General Meeting and that of the next.

Provided that in case of first annual General Meeting, it shall be held with a period of nine months from the date of closing of the first financial year of the Company and in any other case, within a period of six months, from the date of closing of the financial year:

Provided further that if the first annual General Meeting is held in the manner aforesaid, it shall not be necessary to hold any annual General Meeting during the year of incorporation:

Provided also that the Registrar may, for any special reasons, extend the time within which any annual General Meeting, other than the first annual General Meeting, shall be held, by a period not exceeding three months.

- b) Every Annual General Meeting shall be called for a time during business hours, that is between 9 a.m. to 6 p.m. on any day that is not a National Holiday, and shall be held at the Registered Office of the Company or at some other place within the city, town or village in, which the Registered Office of the Company is situated or any other place as may be permitted under the Act.
- c) All general meetings other than the Annual General Meeting shall be called Extraordinary General Meetings.

13.2. Right to attend General Meeting

As per Secretarial Standard-II issued by Institute of Company Secretaries of India (ICSI) applicable w.e.f. 1st July, 2015, all directors of the Company should attend all meetings of shareholders. If any Director is unable to attend the meeting, the Chairman shall explain such absence at the meeting.

13.3. Convening of Extraordinary General Meeting

In accordance with the provisions of Section 100 of the Act, the Board may, whenever it deems fit, call an Extraordinary General Meeting and it shall do so upon a requisition in writing by any

Member or Members holding in the aggregate not less than one-tenth of such of the paid-up capital as at that date carries the right of voting in regard to the matter in respect of which the requisition has been made.

13.4. Notice and Place for General Meeting

Any notice of a meeting of the Shareholders shall be served on each Shareholder, Director, Auditors, and Secretarial Auditor in writing at least twenty-one (21) days before the date of such meeting unless otherwise agreed by ninety five percent of the Shareholders of the Company in the manner provided under Section 101 of the Act. The notice shall set out the agenda for the meeting to be convened and the texts of the resolutions proposed to be adopted at such meetings. No business shall be transacted at any meeting or a resolution passed on any matters except as was fairly disclosed in the notice convening the meeting.

13.5. Contents of notice

- a) Every notice of a meeting of the Company shall specify the place, the date and hour of the meeting and shall contain a statement of the business to be transacted thereat. No General Meeting, Annual or extraordinary shall be competent to enter upon, discuss or transact any business, which has not been specifically mentioned in the notice, or notices upon which it was convened. In accordance with the provisions of Section 102 of the Act.
- b) A statement setting out the following material facts concerning each item of special business to be transacted at General Meeting, shall be annexed to the notice calling such meeting, namely:
 - (i) The nature of concern or interest, financial or otherwise, if any, in respect of each item of every director and the manager, every other key managerial personnel; and relatives of the persons mentioned above
 - (ii) Any other information and facts that may enable members to understand the meaning, scope and implications of the items of business and to take decision thereon.
- c) For the purpose of sub-clause (a), in the case of annual General Meeting, all business to be transacted there as shall be deemed special, other than-
 - (i) The consideration of financial statements and the reports of the Board and auditors;
 - (ii) The declaration of any dividend;
 - (iii) The appointment of directors in place of those retiring;
 - (iv) The appointment of and fixing of the remunerations of, the auditors; and
 - (v) In the case of any other meeting, all business shall be deemed special.

Notice to be given to the Auditors

Notice of every General Meeting of the Company shall be given to the Auditor or Auditors for the time being of the Company, in the manner provided in Section 101 of the Act.

13.6. Omission to give Notice not to invalidate Meeting

The accidental omission to give notice of any meeting to or the non-receipt of any notice by any member or other person, to whom it should be given, shall not invalidate the proceedings at the meeting.

13.7. Quorum

A quorum of at least five (5) members personally present, subject to conditions laid down in Section 103 of the Act. In default of quorum within an hour of the appointed time, meeting shall stand adjourned to the following week at the same time and place and in default of a quorum within an hour of the appointed time at the adjourned meeting, any duly authorized representatives of the Shareholders present, whether in person or proxy, shall constitute quorum.

13.8. Chairperson

The Chairperson of the Board shall be the Chairperson of every General Meeting of the Board of Directors of the Company.

13.9. How questions to be decided at meetings

Every question submitted to a General Meeting shall be decided in the first instance on a show of hands. Unless a poll is demanded, a resolution put to vote at a meeting shall be decided on a show of hands.

13.10. Demand for poll

Before or on the declaration of the result of the voting on any resolution on a show of hands, a poll may be ordered to be taken by the Chairperson of the meeting of his own motion, and shall be ordered to be taken by him on a demand made in that behalf by members present in person or by proxy, where allowed, and having not less than one-tenth of the total voting power or holding shares on which an aggregate sum of not less than five lakh rupees or such higher amount as may be prescribed has been paid up subject to provisions of Section 109 of the Act.

13.11. Time of taking poll

Any poll duly demanded on the question of adjournment shall be taken forthwith. A poll demanded on any other question, not being a question relating to the election of a Chairperson, shall be taken at such time not exceeding 48 hours from the time when the demand was made, as the Chairperson may direct.

13.12. Power to adjourn General Meeting

The Chairperson of a General Meeting, may with the consent of the meeting adjourn the same from time to time and from place, but no business shall be transacted at any adjourned meeting other than business left unfinished at the meeting from which the adjournment took place.

13.13. Business may proceed notwithstanding

The demand of a poll shall not prevent the continuance of a meeting for the transaction of any business other than the question on which a poll has been demanded.

13.14. Scrutineers Poll

- a) Where a poll is to be taken, the Chairperson of the meeting shall appoint two scrutineers to scrutinize the votes given on the poll and to report thereon to him.
- b) The Chairperson shall have power, at any time before the result of the poll is declared, to remove a scrutinizer from the office and to fill vacancies in the office of scrutinizer arising from such removal or from any other cause whatsoever.
- c) Of the two scrutinizers, one shall always be a member (not being an officer or employee of the Company) present at the meeting, provided such a member is available and willing to be appointed.

13.15. Manner of taking poll and result thereof

The Chairperson of the meeting shall have power to regulate the manner in which a poll shall be taken. The result of the poll shall be deemed to be decision of the meeting on the resolution, on which the poll was taken.

13.16. Chairperson to be the sole judge of the validity of the vote tendered at meeting and at poll.

The Chairperson of any meeting shall be the sole judge of the validity of every vote tendered at such meeting. The Chairperson present at the taking of all polls shall be the sole judge of the validity of every vote tendered at such poll.

13.17. Right of member to use his vote

On a poll taken at a meeting of the Company, a member entitled to more than one vote, or his proxy or other person entitled to vote for him, as the case may be, need not, if he votes, use all his votes or cast in the same ways all the votes he uses.

13.18. Resolution passed at adjourned meeting

Where a resolution is passed at an adjourned meeting of the Company, the resolution shall, for all purpose, be treated as having been passed on the date on which it was in fact passed and shall not be deemed to have been passed on any earlier date.

14. MINUTES

14.1. Minutes

The draft minutes of the Board meeting should be circulated within 15 days from the date of conclusion of the Board meeting to all the Directors for their comments. The Directors shall have to communicate their comments within 7 (seven) days from the date of circulation of the draft minutes.

The Company shall cause minutes of all proceedings of every General Meeting and of all proceedings of every meeting of its Board or of every Committee of the Board to be entered in a book kept for this purpose in the manner, as prescribed under the Act. The minutes shall truly reflect the proceedings of every General Meeting and of all proceedings of every meeting of its

Board or of every Committee of the Board, including details regarding voting by each Director/Member for or against a resolution.

14.2. Minutes to be evidence

Minutes signed by the Chairperson of the meeting shall be evidence of the proceedings.

14.3. Presumption to be drawn where minutes duly drawn are signed

Where minutes of the proceedings of any General Meeting of the Company or of any meeting of the Board or of a Committee of the Directors have been made and duly drawn are signed in accordance with the provisions of these presents and the Act, then until the contrary is proved, the meeting shall be deemed to have been duly called and held and all proceedings thereat to have been duly taken place and in particular all appointments of Directors or liquidators made at the meeting shall be deemed to be valid.

14.4. Inspection of Books of General Meetings

The books containing the aforesaid minutes shall be kept at the Registered Office of the Company and be open for the inspection of any member without charge, as provided in Section 119 of the Act. Any member shall be furnished with a copy of any minutes in accordance with the terms of that Section.

15. VOTING RIGHTS

15.1. Votes of members

Every member, who being an individual, is present in person, or being a Corporation, is present by a representative, shall have one vote on a show of hands. Every member, who being an individual, is present in person or by a proxy or by attorney duly authorized under power of attorney, or being a Corporation is present by a representative or his proxy shall, on a poll, have voting right in proportion to his share of the paid up equity capital of the Company.

15.2. No voting by Proxy on show of hands

No member, not personally present, shall be entitled to vote on a show of hands unless such member is present by attorney duly authorized under power of attorney or unless such member is a body corporate present by a representative. The attorney or representative mentioned in this Article may vote on a show of hands as if he were a member of the Company.

15.3. Votes may be given by proxy or attorney

Subject to the provisions of the Act and these presents, votes may be given personally or by attorney duly authorized under power of attorney or by proxy or in case of a body corporate also by a representative duly authorized under Section 113 of the Act or by proxy of such representative of the body corporate.

15.4. Instrument appointing proxy

The instrument appointing a proxy shall be in writing, under the hand of the appointer or his

attorney duly authorized in writing or, if such appointer is a corporation, under its common seal or the hand of an officer or an attorney duly authorized by it. A person may be appointed a proxy though he is not a member of the Company, but such proxy shall not have any right to speak at any meeting.

15.5. Member's rights to appoint Proxy to be stated in notice.

Every notice convening a meeting of the Company shall state that a member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend, who need not be a member of the Company.

15.6. Proxy to be deposited at office

The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a naturally certified copy of that power of authority shall be deposited at the Registered Office of the Company not less than forty-eight hours before the time for holding the meeting, at which the person named in the instrument propose to vote in case of a poll and in default, the instrument of proxy shall not be treated as valid.

15.7. When vote by proxy valid, through authority revoked

A vote in accordance with the terms of an instrument of proxy shall be valid, notwithstanding the previous death of the principal or revocation of the proxy or transfer of the share in respect of which the vote is given, provided no intimation in writing of the death, revocation or transfer shall have been received at the office of the Company or by the chairperson of the meeting before the vote is given.

15.8. Form of proxy

Every instrument of proxy, whether for a specified meeting or otherwise shall, as nearly as circumstances will admit, be in Form No. MGT-11.

15.9. Time and place to inspect the proxies lodged

Every member entitled to vote at a meeting of the Company according to the provisions of these presents on any resolution to be moved thereat, shall be entitled during the period beginning twenty-four hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, to inspect the proxies lodged, at any time during the business hours of the Company provided, not less than three days' notice in writing of the intention so to inspect is given to the Company.

15.10. No member entitled to vote etc. while call due to Company

No member shall be entitled to vote, either personally or by proxy, at any General Meeting of a class of shareholders either upon a show of hands or on poll in respect of any shares registered in his name, on which any calls or other sums presently payable by him have not been paid or in regard to which the Company has exercised any right of lien.

16. THE SEAL

16.1. The Seal, its custody and use-

- a) The Board shall provide for the safe custody of the seal.
- b) The seal of the Company shall not be affixed to any instrument except by the authority of a resolution of the Board or of a committee of the Board authorized by it in that behalf, and except in the presence of at least two directors and of the secretary or such other person as the Board may appoint for the purpose; and those two directors and the secretary or other person aforesaid shall sign every instrument to which the seal of the Company is so affixed in their presence.

17. REGISTERS

The Company shall keep and maintain statutory registers, books of accounts and other books and papers, as required by the Act at the Registered Office of the Company.

18. DIVIDENDS

18.1. Dividends

- a) The Shareholder shall procure that the Board in making any decision in relation to the declaration of dividends and the appropriation of surplus shall consider the following factors:
 - 1. the maintenance of prudent and proper reserves including allowance for future working capital, provisions for tax, and other restrictions required by local law;
 - 2. the due and prudent provisions for all actual and carried forward losses of the Company;
 - 3. the due and prudent provision for the payment of all indebtedness, borrowings and loans owed by the Company to the Shareholders or to banks and financial institutions as unsecured creditors; and
 - 4. any other factors which the Shareholders may agree to be taken into account.
- b) Till the time there is no equity investment from financial institutions or private investors, dividends shall be ploughed back into the Company.
- c) The Shareholders shall procure any dividend recommended by the Board to be approved by the Shareholders and distributed by the Company not later than 30 (thirty) days of such approval at a General Meeting. The right to dividends will vest on the date of the General Meeting approving such dividends and dividends will be paid on each Share, which was registered with the Company on the record date. The record date for determining entitlement to any such dividend shall be a date 30 days prior to the date of the General Meeting to recommend such dividend.

18.2. Dividends on Capital paid up in advance and carrying interest

Provided that where capital is paid up on any shares in advance of calls upon the footing that the same shall carry interest, such capital shall not whilst carrying interest, confer a right to

participate in profit.

18.3. Dividends only to be paid out of profits

No dividend shall be payable except out of the profits of the year or any other undistributed profits except as provided by section 123 of the Act.

18.4. Dividend in proportion to amount paid up

All dividends shall be apportioned and paid proportionately to the amounts paid or credited as paid on the shares during any portion or portions of the period in respect of which the dividend is paid, but if any share is issued on terms providing that it shall rank for dividends as from a particular date, such share shall rank for dividend accordingly.

18.5. Interim dividends

The Directors may recommend, from time to time, pay to the members such interim dividends, as in their judgment, the position of the Company justifies.

18.6. Debts may be deducted

The Directors may retain any dividends payable on shares on which the Company has a lien, and may apply the same in or towards satisfaction of the debts, liabilities or engagements in respect of which the lien exists.

18.7. Dividend and call together set off allowed

Any General Meeting declaring a dividend may make a call on the members of such amount as the meeting fixes, but so that the call on each member shall not exceed the dividend payable to him, and so that the call can be made payable at the same time as the dividend and the dividend may, if so arranged between the Company and the member, be set off against the call. The making of a call under this Article shall be deemed ordinary business of an Annual General Meeting which declares a dividend.

18.8. Effect of transfer

A transfer of shares shall not pass the right to any dividend declared thereon, after such transfer but before the registration of the transfer.

18.9. Retention in certain cases

The Directors may retain the dividends payable upon shares in respect of which any person is, under the Transmission Clause, entitled to become a member or which any person under that Article is entitled to transfer until such person shall become a member in respect of such shares or shall duly transfer the same.

18.10. No member to receive dividend whilst indebted to the Company and the right to reimbursement there out

No member shall be entitled to receive payment of any interest or dividend in respect of his share or shares, whilst any money may be due from him, either alone or jointly with any other person or persons and the Director may deduct from the interest or dividend payable to any such member, all sums of money so due from him to the Company.

18.11. Dividend to joint holders

Any one of several persons, who are registered as the joint holders of any share, may give effectual receipts for all dividends and payments on account of dividends, in respect of such shares.

18.12. Payment of dividend

- a) Unless otherwise directed, any dividend may be paid through electronic mode or by cheque or warrant sent through the post to the registered address of the member or person entitled or, in the case of joint holders, to the registered address of that one whose name stands first on the Register, in respect of the joint holding; and every cheque or warrant so sent shall be made payable to the order of the person to whom it is sent. Several executors or administrators of a deceased member in whose sole name any share stands, shall for the purpose of this Article be deemed to be joint holders thereof. The Company shall not be responsible or liable for any cheque or warrant lost in transit or for any dividend lost by the member or person entitled thereto by the forged endorsement of any cheque or warrant or the fraudulent recovery thereof by any other means.
- b) The Company shall pay the dividend or send the warrant in respect thereof to the shareholder entitled to the payment of the dividend, within 30 (thirty) days from the date of the declaration of the dividend unless; Where the dividend could not be paid by reason of the operation of any law. Where a shareholder has given directions regarding the payment of dividend and those directions cannot be complied with
- c) Where there is a dispute regarding the right to receive the dividend.
- d) Where the dividend has been lawfully adjusted by the Company against any sum due to it from the shareholders; or
- e) Where for any other reason, the failure to pay the dividend or to post the warrant within, the period aforesaid was not due to any default on the part of the Company.

18.13. Unclaimed Dividend

- a) If the Company has declared a dividend, but which has not been paid within 30 (thirty) days from the date of declaration to any shareholder entitled to the payment of the dividend, the Company shall within 7 (seven) days from the date of expiry of the said period of 30 (thirty) days, open a special account in that behalf in any scheduled bank and deposit the amount of such unclaimed dividend in the said account.
- b) Any money transferred to the unpaid dividend account of the Company which remains unpaid or unclaimed for a period of seven (7) years from the date of such transfer, shall be transferred by the Company to the Investors Education and Protection Fund established by the Central Government; a claim of any money so transferred to the general revenue account may be preferred to the Central Government by the shareholders to whom the money is due. No unclaimed dividend shall be forfeited till the claim thereto becomes barred by law.

19. RESERVE AND DEPRECIATION FUNDS

The Company may raise additional finance to the extent permitted by law including but not limited to by means of (i) a depreciation fund, (ii) loans and subsidies, (iii) by way of deposits;

The Company may utilize such additional funds for such purpose as the Board deems fit, but subject to conditions laid down in the objectives of the Company under Memorandum of Association.

19.1. Reserve Fund

The Directors may, from time to time, before recommending any dividend, set apart any and such portion of the profits of the Company as they think fit, as a Reserve fund, to meet contingencies or for the liquidation of any debentures, debts or other liabilities of the Company, for equalization of dividends or for repairing, improving and maintaining any of the property of the Company and for such other purpose of the Company as the Directors, in their absolute discretion, think conducive to the interest of the Company. The Directors may invest the several sums so set aside upon such investment, other than shares of the Company, as they may think fit and, from time to time, to deal with such investments and dispose of all or any part thereof for the benefit of the Company. The Directors may divide the Reserve Fund into such special funds as they think fit, with full power to transfer the whole or any portion of a Reserve Fund to another Reserve Fund or a division of a Reserve Fund and also with full power to employ the Reserve Funds or any part thereof in the business of the Company, separate from the other assets and without being bound to pay interest on the same. However, the Board may, in their discretion, pay or allow to the credit of such funds, interest, at such rate as the Board may, think proper.

19.2. Depreciation Fund

The Directors may, from time to time, before recommending any dividend, set apart any such portion of the profits of the Company, as they think fit, as a depreciation fund applicable at the discretion of the Directors, for providing against any depreciation in the property and investments of the Company, destroyed or damaged by fire, flood, storm, tempest, earthquake, accident, riot, wear and tear or any other means whatsoever and for repairing, altering and keeping in good condition, the property of the Company or for extending and enlarging the building, machinery and property of the Company, applicable subject that the dividend and such money and all the other money of the Company may be invested by the Directors in or upon such investments or securities as they may select or may be used as working capital or may be kept at any bank on deposit or otherwise as the Directors may from time think proper.

19.3. Investment of money

All money carried to any reserve fund and depreciation fund respectively shall, nevertheless remain and be profits of the Company applicable, subject to due provisions being made for actual loss or depreciation, for payment of dividend, and such money and all the other money of the Company may be invested by the Directors in or upon such investments or securities as they may select, or may be used as working capital, or may be kept at any bank on deposit, or otherwise, as the Directors may, from time to time, think proper.

20. CAPITALISATION

Subject to the provisions of Section 63 of the Act, the Company in General Meeting may on the recommendation of the Board, resolve that it is desirable to capitalize any part of the amount for the time being standing to the credit of any of the Company's reserve account or to the credit of the profit and loss account or otherwise available for distribution. The Board shall give effect to resolution passed by the Company in General Meeting in pursuance of the article.

21. ACCOUNTS AND AUDIT

21.1. Books where to be kept

The books of account and other books and paper shall be kept at the Registered Office of the Company or at such other place or places as the Board think fit and shall be open to inspection by any Directors or any person authorized under the Act during business hours.

21.2. Books of Account to be preserved

The books of account of the Company relating to a period of not less than eight year immediately preceding the current year, together with the vouchers relevant to any entry in such books of account, shall be preserved in good order. The Board shall, from time to time, determine whether, and to what extent, and at what times and places and under what conditions or regulations, the accounts and books and documents of the Company, or any of them shall be open to inspection of the members, and no member (not being a Director) shall have any right of inspecting any account or book or document of the Company, except as conferred by statute or authorized by the Board or by a resolution of the Company in the General Meeting.

21.3. Statement of Account to be furnished to General Meeting

The Board shall lay before each Annual General Meeting a Profit and Loss Account for the financial year of the Company and a Balance Sheet made up as at the end of the financial year which shall be a date which shall not precede the day of the meeting by more than 6 (six) months, or where an extension of time has been granted by the Registrar of Companies under the provisions of the Act, till the date of such extension.

21.4. Balance Sheet and Profit and Loss Account

- (i) Subject to the provisions of Section 129 of the Act, every Balance Sheet and Profit and Loss Account of the Company shall be in the forms set out in parts I and II respectively of Schedule III of the Act, or as near thereto as circumstances admit or in such other form as may be approved by the Central Government.
- (ii) So long as the Company is a holding Company having a subsidiary, the Company shall conform to Section 129 and other applicable provisions of the Act.

21.5. Authentication of Balance Sheet and Profit and Loss Account

- (i) Every Balance Sheet and every Profit and Loss Account of the Company shall be signed on behalf of the Board, by the Company Secretary, and by not less than 2 (two) Directors of the Board.
- (ii) The Balance Sheet and the Profit and Loss Account shall be approved by the Board before they

are signed on behalf of the Board, in accordance with the provisions of this Article and before they are submitted to the Auditors for their report thereon.

21.6. Profit and Loss Account and Other Financial Statements / Details as per the Act, to be annexed and Auditor's Report to be attached to the Balance Sheet

The Profit and Loss Account, Cash Flow Statement and other reports as per the Act shall be annexed to the Balance Sheet and the Auditor's Report, (including the Auditor's separate, special or supplementary report, if any) shall be attached thereto.

21.7. Board's Report to be attached to Balance Sheet

- (i) Every Balance Sheet laid before the Company in General Meeting shall have attached to it, a Report by the Board with respect to the state of the Company's affairs, the amounts, if any, which it propose to carry to any Reserve in such Balance Sheet and the amount, if any, which it recommends to be paid by way of dividend, and 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 for which the Balance Sheet has been drawn and the date of the Report.
- (ii) The Report shall, so far as it is material for the appreciation of the state of the Company's affairs by its members, and will not is the Board's opinion be harmful to the business of the Company or of any of its subsidiaries, deal with any changes which have occurred during the financial year in the nature of the Company's business, in the Company's subsidiaries or in the nature of the business carried on by them and generally in the classes of business in which the Company has an interest.
- (iii) The Board shall also give the fullest information and explanations in its report, or in cases falling under the provision to the Section 129 of the Act, in an addendum to that report, on every reservation, qualification or adverse remark contained in Auditor's Report.
- (iv) The Board's Report and addendum, if any, thereto shall be signed by its Chairperson if he is authorized in that behalf by the Board; and where he is not so authorized, shall be signed by such number of Directors as are required to sign the Balance Sheet and the Profit and Loss Account of the Company by virtue of Article 23.6.
- (v) The Board shall have the right to charge any person with the duty of seeing that the provisions of clauses (i) to (iii) of this Article are complied with.

21.8. Accounts to be audited

- (i) All financial statements shall be audited by one or more Auditors to be appointed as hereinafter mentioned.
- (ii) An annual audit of the books of account, records and affairs of the Company shall be made for each Financial Year as soon as practicable, but no later than 180 (one hundred and eighty) days, following the close of such Financial Year, The Company shall submit to the Board and each of the Shareholders the accounts in respect of each Financial Year.

21.9. Remuneration of Auditors

The remuneration of the Auditors of the Company shall be fixed by the Company in General

Meeting, except that the remuneration of the Auditors appointed to fill any casual vacancy, may be fixed by the Directors in accordance with provision of Section 142 of the Act.

21.10. Powers and duties of Auditors

The Powers and duties of the Auditors of the Company shall be laid down in Section 143 of the Act.

21.11. Reading and inspection of Auditor's Report

The Auditor's Report shall be read before the Company in General Meeting and shall be open to inspection by any member of the Company.

21.12. Service of documents on members by Company

- (a) A document (which shall, for this purpose, be deemed to include any summons, requisition, process, order, judgement, or any other document in relation to the winding up of the Company) or notice may be served by the Company on any member thereof, either personally or by sending by post or e-mode, to him, at his registered address, if any, within India or abroad supplied by him to the Company for giving of notices to him.
- (b) Where a document or notice is sent by post:-
 - (i) service thereof shall be deemed to be effected by properly addressing, preparing and posting a letter containing the document or the notice, provided that, where a member has intimated the Company in advance, that documents should be sent to him under a certificate of posting or by registered post, with or without acknowledgement due, and has deposited with the Company, a sum sufficient to defray the expenses of doing so, service of the document or notice shall not be deemed to be effected unless it is sent in the manner intimated by the member; and
 - (ii) such service shall be deemed to have been effected; in the case of a notice of a meeting, at the expiration of forty eight hours after the letter containing the same is posted; and in any other case, at the time at which the letter would be delivered in the ordinary course of post.
- (c) A document or notice may be served by the Company on the joint holders of a share, by serving it on the joint holder named first in the Register in respect of the share.
- (d) A document or notice may be served by the Company on the persons entitled to a share, in consequence of the death or insolvency of a member, by sending it through post in prepaid letter addressed to them by name, or by the title of representatives of the deceased or assigns of the insolvent or by any like representatives of the deceased or assigns of the insolvent or by any like description, at the address, if any, in India supplied for the purpose by the persons claiming to be so entitled or until such an address has been so supplied, by serving the document or notice in any manner in which it might have been served if the death or insolvency had not occurred.
- (e) The signature to any document or notice to be given by the Company, may be written or printed or lithographed.

21.13. Service of Documents on personal Representatives, etc.

A document or notice may be served or given by the Company on or to the persons entitled to

a share in consequence of the death or insolvency of a Member by sending it through the post in prepaid letter addressed to them by name or by the title of representatives of the deceased, or assignee of the insolvent or by any like description, at the address (if any) in India supplied for the purpose by the persons claiming to be entitled, or until such an address has been so supplied by serving the document or notice in any manner in which the same might have been given if the death or insolvency had not occurred.

21.14. Service of document on Company

A document may be served on the Company, or an officer thereof, by sending it to the Company or officer, at the Registered Office of the Company by post, with a copy sent to the Company at its corporate office or by leaving it at its Registered Office or corporate office.

24. INDEMNITY, RESPONSIBILITY AND INSURANCE

Subject to the provisions of the Act, every Director, Chairperson, key managerial personnel Officer or Servant of the Company shall be indemnified by the Company out of the funds / assets of the Company, to pay all costs, charges, losses and expenses which any such Director, Chairperson, officer or servant may incur or become liable to, by reason of any contract entered into, or acts done by him as such Director, Chairperson, officer or servant or during the discharge of his duties, including expenses and, in particular, and so as not to limit the generality of the foregoing provisions, against all liabilities incurred by him as such Director, Chairperson, Officer or servant in defending any proceedings, whether civil or criminal in which judgment is given in his favour or he is acquitted or in connection with any application under Section 463 of the Act in which relief is granted by the Court or any other competent authority, and the amount, if any, shall be treated as a lien on the property of the Company.

25. WINDING UP

- (i) Subject to the provisions of Chapter XX of the Act and rules made thereunder, if the Company shall be wound up, the liquidator may, with the sanction of a special resolution of the Company and any other sanction required by the Act, divide amongst the members, in specie or kind, the whole or any part of the assets of the Company, whether they shall consist of property of the same kind or not;
- (ii) For the purpose aforesaid, the liquidator may set such value as he deems fair upon any property to be divided as aforesaid and may determine how such division shall be carried out as between the members or different classes of members.
- (iii) The liquidator may, with the like sanction, vest the whole or any part of such assets in trustees upon such trusts for the benefit of the contributories if he considers necessary, but so that no member shall be compelled to accept any shares or other securities whereon there is any liability.

26. SECRECY CLAUSE

Every Director, Manager, Secretary, Auditor, Treasurer, Trustee, member of a committee, officer, servant, agent, accountant or any other person employed in the business of the Company shall, if so required by the Directors, before entering upon his duties, sign a declaration pledging himself to observe strict secrecy respecting all transactions and affairs of the Company with the customers and the state of the accounts with individuals and in matters relating thereto, and shall by such declaration pledge himself not to reveal any of the matters which may come to his

knowledge in the discharge of his duties except when required so to do by the Directors or by law or by the person to whom such matters relate and except so far as may be necessary in order to comply with any of the provisions in these presents contained.

No member shall be entitled to visit or inspect any works of the Company without the permission of the Directors or to require discovery of or any information respecting any details of the Company's trading, or any matter which is or may be in the nature of a trade secret, mystery of trade, secret process or any other matter which may relate to the conduct of the business of the Company and which in the opinion of the Directors, it would be inexpedient in the interest of the Company to disclose.

27. RIGHTS OF THE STATE GOVERNMENT

Notwithstanding anything contained in any of these may, from time to time, the State Government may issue such directives as they may consider necessary in regard to the conduct of the business and affairs of the Company or its Directors thereof; and in like manner, may vary and annual any such directive. The Directors shall give immediate effect to the directives so issued.

28. GENERAL POWERS

Wherever in the Act, it has been provided that the Company shall have any right, privilege or authority or that the Company could carry out any transaction only if the Company is so authorized by its articles, then and in that case this Article authorizes and empowers the Company to have such rights, privileges or authorities and to carry out such transactions as have been permitted by the Act, without there being any specific Article in that behalf herein provided.

The shareholding of the Company shall be with the Government of Haryana in line with the vision and objectives of the company. The shareholding of the Company cannot be divested to any private entity under any circumstances.

The authorized share capital of the company Rs.5,00,00,000 (Rs. Five crore only) divided into 5,00,000 (5 lakh) equity shares of Rs. 100 each.

We, the several persons whose names and addresses are subscribed are desirous of being formed into a Company in pursuance of these Articles, and we respectively agree to take the number of shares in the Capital of the Company set opposite our respective names.

Sl. No.	Descriptions and occupations of subscribers	Signature of Subscriber	Signature, Names, Addresses, Descriptions and Occupations of witnesses
1	<p>Sh. Vijai Vardhan, IAS</p> <p>Representing Chief Secretary, Government of Haryana, 4th Floor, Haryana Civil Secretariat, Sector 1, Chandigarh.</p> <p>R/o H. No 20, Sector-7A, Chandigarh-160019, India</p> <p>Government service</p>	-sd-	<p>I WITNESS TO SUBSCRIBERS WHO HAVE SUBSCRIBED AND SIGNED IN MY PRESENCE. FURTHER I HAVE VERIFIED THEIR IDENTITY DETAILS (ID) FOR THEIR IDENTIFICATION AND SATISFIED MYSELF OF THEIR IDENTIFICATION PARTICULARS AS FILLED IN.</p>
2	<p>Sh. Varinder Singh Kundu, IAS</p> <p>Representing Additional Chief Secretary, Employment Department, Govt. of Haryana.</p> <p>R/o House No. 505, Sector 6, Panchkula-134109.</p> <p>Government service</p>	-sd-	
3	<p>Sh. Amit Jha, IAS</p> <p>Representing Additional Chief Secretary, Development and Panchayat Department, Government of Haryana.</p> <p>R/o # 18, Sector-7A Chandigarh-160019.</p> <p>Government service</p>	-sd-	
4	<p>Sh. T.V.S.N Prasad, IAS</p> <p>Representing Additional Chief Secretary to Government, Finance Department, Government of Haryana, 8th Floor, Haryana Civil Secretariat, Sector-1, Chandigarh.</p> <p>R/o H. No. 284, Sector-16A, Chandigarh 160015, India.</p> <p>Government service</p>	-sd-	

No.16/91/2021-3GS-II
Haryana Government
Human Resources Department
(General Services-II Branch)

Dated: Chandigarh, the 30th June, 2022.

To

1. All the Administrative Secretaries to Government, Haryana.
2. All the Heads of Departments, Haryana.
3. All the Managing Directors/ Chief Administrators/CEOs of Boards/Corporations/Public Undertakings in Haryana.
4. All the Divisional Commissioners in Haryana.
5. The Registrar, Punjab and Haryana High Court, Chandigarh.
6. All Deputy Commissioners and Sub Divisional Officers (Civil) in Haryana.
7. Registrars of all the Universities in Haryana.

Subject: Deployment of Contractual Persons Policy, 2022.

Sir/Madam,

I am directed to invite your attention to Government instructions No. 16/7/2015-3GS-II, dated 28.09.2021 vide which fresh engagement under Outsourcing Policy Part-I & Part-II was stopped because the matter regarding revision of this policy was under consideration. Now after careful consideration, Government has framed a policy namely, Deployment of Contractual Persons Policy, 2022 applicable from 01.04.2022 (copy enclosed) for deployment of contractual manpower through the Haryana Kaushal Rozgar Nigam Ltd.

2. This policy may please be brought to the notice of all concerned for compliance in letter and in spirit.

Yours faithfully,

Satpal Singh

Superintendent General Services-II
for Chief Secretary to Government, Haryana.

**HARYANA GOVERNMENT
HUMAN RESOURCES DEPARTMENT
(General Services-II Branch)
NOTIFICATION**

Dated: Chandigarh, the 30th June, 2022

No. 16/91/2021-3GS-II.— The Governor of Haryana is pleased to declare the following policy for deployment of persons for a limited period on contract basis, namely:-

1. Short title and commencement

This policy may be called the **Deployment of Contractual Persons Policy, 2022**. This policy shall come into effect from 1st April, 2022.

2. Object of the Policy

With a view to strengthen the delivery of services to the people, it is necessary to engage manpower for activities/services that are of an auxiliary or supporting nature. The object of the policy is to meet short term unskilled and semi-skilled manpower requirement including emergent needs of the Government organisations not above the Job Role of Level-III by deploying deserving & trained manpower.

3. Application of Policy:

This policy shall be applicable in all the Departments/Boards/Corporations/Public Sectors Undertakings/ Missions/Authorities to deploy manpower for any Job Role whether listed or not in the Annexures of Nigam Wage Rates but is of the Level I to Level-III. However, this policy shall not be applicable to the following:-

- (i) the Service Level Agreements (SLAs) made by an organisation through tender on contract basis, e.g., cleaning of premises, housekeeping services, without any reference of number of manpower. Such contracts shall be decided by the Organisation concerned at its own level as before. However, this Policy shall be applicable if the number of personnel of the Level of I, II or III are mentioned for any kind of service;
- (ii) the manpower engaged for skilled/highly skilled and/or administrative job roles above level-III;
- (iii) the contractual persons deployed by an Organisation operating the projects/schemes under projects guidelines, e.g., NHM, HRDA etc;
- (iv) the persons deployed through HARTRON against a sanctioned post;
- (v) the persons engaged under Outsourcing Policy Part-II;
- (vi) part time contractual workers like Anganwadi worker, part time water pump operator etc.;
- (vii) the persons deployed under a Centrally sponsored Scheme;

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- (viii) retired employees whose appointment and remuneration is governed by Haryana Civil Services Rules, 2018; and
- (ix) interns/apprentices and Young Professionals.

For these cases, relevant existing Service Byelaws/Rules/Regulations/Project guidelines/Instructions of the Government of Haryana shall be applicable.

4. Definitions

- i. **'contractual deployment'** means deployment of a person for a job role on contract basis for a limited or specific period not exceeding one year subject to certain terms and conditions;
- ii. **'contractual Job role'** means the job roles of Level-I to Level-III for which contractual manpower is required. List of contractual job roles of Level-I to Level-III is available at Annexure-A, B & C of this policy;
- iii. **'deployment Offer Letter' (DOL)** means the letter of terms and conditions of the deployed person generated by Nigam portal;
- iv. **'Government'** means the Haryana Government in Human Resources Department;
- v. **'Indent Cost'** means the amount of applicable Nigam Wage Rate, employer share in EPF account, Employees State Insurance (ESI); and any other mandatory fund/cess and Service Charges;
- vi. **'indenting Organisation'** means all the Departments, Boards, Corporations, Statutory Bodies, Universities, Public Sector Undertaking, Mission, Authorities, etc. under the control of Haryana Government and also private establishment which send their indent to deploy manpower to the Nigam;
- vii. **'Job Role Annexure'** means Annexure A, B and C appended to this Policy as amended from time to time.
- viii. **'Nigam'** means the Haryana Kaushal Rozgar Nigam Limited; It shall work as a Government approved agency for the purpose of deployment of contractual manpower to Indenting Organisations under the control of Haryana Government and private establishments as per their requisition. However there will be no relationship between the Nigam and the deployed person that of employer and employee;
- ix. **'Nigam wage rates'** means the rate of wages specified by Government from time to time for job roles of Level-I to Level-III;
- x. **'policy'** means the 'Deployment of Contractual Persons Policy, 2022';
- xi. **'Principal Employer'** means the Indenting Organisation registered u/s 7 of the Contract Labour (Regulation and Abolition) Act, 1970;
- xii. **'Service User/End User'** means an Indenting Organisation/Entity which consumes or makes use of the services produced by the Service Provider.

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5. Role of Indenting Organisations

5.1 Registration as Principal Employer:

Any Indenting Organisation which seeks more than 50 (fifty) contract workers from the Nigam shall ensure that they are registered with Haryana Labour Department u/s 7 of the Contract Labour (Regulation and Abolition) Act, 1970.

5.2 Assessment of contractual manpower requirement:

(1) Indenting organisation shall quantify its requirement for contractual manpower and get the prior approval from the Finance Department through their Administrative Secretary concerned. The assessment of contractual manpower requirement shall be based on available "staff norms/work norms". In case of requirement of clerical manpower, the staffing norms prescribed by Administrative Reforms Department, Haryana shall be applied to work out the quantitative requirement. In case of certain categories of manpower for which work/staff norms of Government of Haryana/Government of India are available with any department, the same shall be applied to assess the quantitative requirement viz. sanitation – manpower vis-a-vis running meters, etc.

(2) The persons who have already been deployed by the Nigam, all the Departments shall obtain their ex-post facto approval from Finance Department.

5.3 Placing manpower indent with the Nigam:

All Indenting Organisations shall submit their requisitions with the copy of prior approval of Finance Department indicating the quantity of manpower required for any of the notified job roles, location (district), the period for which required, along with details of the available budget for payment of wages through the designated Nigam web-portal. All indents shall be placed online at the web-portal of the Nigam. Each Indenting Organisation will be given User ID and password by the Nigam for the purpose of submitting requisition of manpower on the web-portal.

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5.4 Budgetary provision:

Each indenting department shall ensure that they have sufficient budget for payment of wages of contract staff under the Contractual Services budget head – 69. Likewise the organisations other than the departments of the State Government shall ensure timely payment of wages of contractual staff.

5.5 Timely payment for indent cost:

Indenting organisations shall ensure timely payment of indent cost to the Nigam for the deployed manpower. If payment of wages of deployed manpower is not executed by 7th of every month, the Nigam shall be at liberty to withdraw the deployed manpower and/or levy a penalty at the rate of INR 50 per day per deployed manpower on the indenting organisation. All the Indenting Organisations at the time of making payments to the Nigam shall follow the provisions of the GST and Income Tax Act, 1961 for TDS, as and where applicable.

5.6 Service Charges by the Nigam:

While raising the monthly wage bill to the Indenting Organisation the Nigam shall charge 1% of the monthly wage amount (excluding GST) as its service charge and indenting organisations shall be liable to pay the same.

5.7 Action before or after joining of contractual manpower:

Before the issue of DOL, the Nigam shall verify the documents submitted by the registered candidates. Similarly, on receipt of copy of DOL, the indenting organisation before allowing to join the contractual manpower shall verify the documents related to the requisite qualifications, work experience as per eligibility criteria, verification of character and antecedents, etc. as per provision in the instructions in this regard issued by Government from time to time. If any of the required document(s) of the recommended person is not found correct, the Indenting Organisation will reject the candidature under intimation to the Nigam and seek fresh recommendation in lieu thereof, if required. Upon joining of the person(s), the Indenting Organisation shall intimate to the Nigam on the portal, after which web-portal will generate an Identity Card to be made available to the deployed person.

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5.8 Performance monitoring of contractual manpower:

The Indenting Organisation will undertake performance appraisal and keep monthly 'attendance' record of each deployed manpower. The performance and attendance details shall be uploaded to the Nigam web-portal. The services rendered by the manpower deployed by the Nigam shall be under the close supervision of the respective Indenting Organisation. In case of negligence of duties and misconduct, an intimation in this regard shall invariably be made by the Indenting Organisation/Immediate Employer to the Nigam through the web-portal. In such cases, the Nigam shall be competent to take punitive action against the deployed person or to remove him before completion of the term of deployment, after serving a show cause notice.

5.9 Term of deployment:

Under this policy the term of deployment in the first instance shall be for a period of one year or the period specified in the DOL, whichever is earlier. It will cease automatically without providing any claim to the deployed manpower to any continuation of deployment or any consequential benefits. Two months prior to the expiry of the deployment term, the Indenting Organisation, based on the monthly performance appraisal and consent of the deployed manpower, shall submit an extension request for a specified period, less than or equal to a year, subject to approval of Finance Department. After proper examination, the Nigam shall extend the deployment term for the period specified by the Indenting Organisation through the portal. The manpower so engaged shall not have any legal right for claiming regularization of his/her services in the Indenting Organisation where he/she has been deployed.

5.10 Job Roles not listed in Nigam Wage Rates notification:

Organisation can only place indents for the job roles specified in Annexures A, B and C as amended from time to time. In case indenting organisation requires manpower for a job role not listed in the Annexures mentioned above, the concerned Indenting Organisation shall upload the detail on the portal of the Nigam and the latter with the approval of the Board of Directors and also of Finance Department, shall be competent to create/insert the new or missing job roles, keeping in view the minimum qualification, nature and sphere of duties etc.

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6. Role of the Nigam:

6.1. Registration as Contractor:

The Nigam shall ensure it is registered as "contractor" under Haryana Labour Department (Section 12 of the Contract Labour (Regulation and Abolition) Act, 1970).

6.2. Web-portal to seek indents from Government departments:

The Nigam shall seek indents from the indenting organisations on their web-portal <https://hkrm1.itiharyana.gov.in/>

6.3. PPP verified manpower data:

Nigam shall ensure that indents for manpower carry the details of their Parivar Pehchan Patra (PPP).

6.4. Deployment procedure:

The Procedure of deployment shall be circulated to all indenting organisations by the Nigam.

6.5. Training/Skilling to the deployed persons:

The Nigam shall arrange imparting suitable training/skilling to the shortlisted candidates so as to make them capable of performing the duties to be assigned by the indenting organisation.

6.6. Nigam Contract Service Rules/Regulations:

Nigam shall ensure that all contractual manpower are governed by Contractual Manpower Service Rules. The Rules shall clearly specify that the Rules/Regulations provide for fixed short-term engagement only and there shall be no claim to regularization under these rules or any other rules. Nigam shall also include provision in the rules regarding modalities for payment of wages and other benefits if any admissible to the contractual manpower.

7. Other terms and conditions of Deployment:

- 7.1. Entitlement of Wages:** The person deployed under this policy shall be entitled to wages equal to applicable Nigam Wage Rates, however, the persons already deployed under Outsourcing Policy Part-I in any Organisation of Haryana Government and drawing wages higher than the applicable Nigam Wage Rate, his wages shall be protected if deployed afresh/ported through the Nigam under this policy on job role of the same Level. The contribution of employer share in EPF Account of the deployed persons where admissible, as per provision in the Provident Fund Act and in ESI Scheme shall also be admissible. However, the Ex-servicemen deployed under this policy who are covered under Ex-servicemen Contributory Health Scheme, notified by Government of India, shall be excluded from the ESI Scheme.

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7.2. The title of job roles has been specified keeping in view the qualifications, experience, job profile and nature of duty. Therefore, these are not comparable to that of any regular employee and likewise the contractual deployed persons shall have no claim whatsoever of equal pay.

7.3. Entitlement of Leave: The persons deployed under this policy shall, in addition to public holidays, restricted holidays and minimum one day off per week, be entitled to avail one day casual leave and one day medical leave during each calendar month subject to maximum 10 days casual leave and 10 days medical leave during a calendar year. Female contractual persons shall also be entitled to maternity leave admissible under the Maternity Benefits Act, 1961.

7.4. Travelling Allowance/Daily Allowance: The persons deployed under this Policy shall be entitled to Travelling Allowance/Daily Allowance as per the Nigam Contract Service Rules/Regulations.

7.5. Life Insurance and Medical Insurance: The persons deployed under this Policy shall be entitled to Life Insurance and Medical Insurance as per the Nigam Contract Service Rules/Regulations.

8. Porting of Existing Manpower, Deployment of experienced and other Manpower :
Nigam shall follow the criteria mentioned below for porting of existing manpower, deployment of experienced:-

8.1. Porting of existing contractual persons: The Indenting Organisations shall port details of persons who were under regular engagement as on 31.03.2022 and whose services are still required and fulfill the eligibility conditions under the relevant Job Roles available on the Nigam Portal. The Nigam will make efforts to deploy them again or allow to continue in the same Organisation on the same or similar job role, available if any, subject to recommendation of the Indenting Organisation and also with the approval of Finance Department which will be conveyed by the latter within 7 days. While porting the existing contractual persons, if any person does not fulfill the educational qualification now prescribed for that Job Role against which he is already working he may be given relaxation in educational qualification provided he has completed minimum three years or more experience of the same Job Role in any Department/Organisation under the Haryana Government. This provision shall not be applicable to cases where there is any Service Level Agreement or the cases where the posts have been sanctioned in a pay scale.

8.2. Deployment of experienced and other manpower against fresh indent.—

At the time of deployment of manpower in any Indenting Organisation against the fresh indent of a District—

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- (i) first preference shall be given to the experienced candidates of the same Job Role of any Department/ Organisation under Haryana Government in order of period of experience and are residing in the same District;
- (ii) falling (i) above, the preference shall be given to the experienced candidates residing in any district of Haryana.
- (iii) falling (i) & (ii) above, the merit list shall be prepared of other eligible candidates of residing in any District of Haryana as per selection criteria specified in Para 8.8.

Note. — For the purpose of this para, Chandigarh and Panchkula will be treated as one and the same District.

8.3. Advertisement of Job Roles by the Nigam.— When suitable persons amongst the registered candidates are not available with the Nigam for a particular Job Role, in such case the Nigam shall advertise the Job Role(s) in atleast two prominent newspapers (one in English and one in Hindi) to invite online applications amongst the suitable candidates for that Job Role(s).

8.4. Age: For engagement against a Job Role under this policy, the lower age limit shall be 18 years and the upper age limit shall be 42 years. However, one cannot be allowed to retain on job role beyond the age of 60 years subject to sound health and fitness.

8.5. Qualification: Essential educational qualification shall be the same as prescribed for the job role in the Annexures or as prescribed by the Indenting Organisation.

8.6. Experience: The eligibility criteria may include experience also.

8.7. Consent of Candidate: Before the recommendation of name of any candidate, Nigam shall seek his consent by way of an SMS/email for deployment in an Indenting Organisation. If any candidate does not respond within the period prescribed in the Contract Service Rule by HKRN, it will be presumed that he is not willing to be considered for deployment against the job role offered to him. In case no response with respect to his consent regarding first offer of deployment the concerned candidate shall be debarred from the merit list for a period of one month and for a period of two months on non-response of his consent for second offer of deployment. Finally, in case of non-response regarding his consent at third time, the candidate shall be debarred for a period of six months for his deployment through the Nigam.

8.8. Selection criteria:

The merit list of other than the experienced candidates shall be prepared as per the following scoring parameters:-

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S. No.	Parameter	Maximum Score
(i)	Weightage on the basis of annual family income of the candidate (for detailed provision see Para (i) of Annexure-D)	40 Points
(ii)	Weightage of Age of the Candidate (for detailed provision see Para (ii) of Annexure-D)	15 Points
(iii)	Skill qualification beyond the essential qualification (for detailed provision see Para (iii) of Annexure-D)	20 Points
(iv)	Weightage of Socio-economic criteria (for detailed provision see Para (iv) of Annexure-D)	05 Points
(v)	Weightage of Common Eligibility Test (CET) Written Exam Score, if any (for detailed provision see Para (v) of Annexure-D)	10 Points
(vi)	Ease of deployment – weightage to resident of same district (for detailed provision see Para (vi) of Annexure-D)	10 points
(vii)	Weightage to beneficiaries of Mukhyamantri Antodaya Parivar Utthan Yojna (MAPUY) (for detailed provision see Para (vii) of Annexure-D)	50 Points
	Total	150 Points

Note 1: Any of the above said scoring parameters, which is not feasible to be implemented at any given stage, will not be considered for the purpose of scoring candidates.

Note 2: In case of non-availability of candidates who have qualified CET, the merit list will be finalized keeping in view the existing eligible candidates available with the Nigam or invited by way of open advertisement by the Nigam.

Note 3: In case two or more candidates tie at the same score, then the following tie-breaking process will be followed:-

- Mukhyamantri Antodaya Parivar Utthan Yojna (MAPUY) beneficiaries will receive overriding priority.
- Age of the candidates in days will be considered for tiebreaking and candidates of higher age will be given preference.
- Candidates of the lower family annual income in rupees, will be given preference.
- Candidates residing in Rural Area will be given preference.

9. Reservation Policy:

The reservation policy both vertical and horizontal, applicable from time to time for direct recruitment, shall also be followed by the Nigam at State Level and not at District Level. Further, at Job Role Level and not Job Role-wise. It being not a selection by way of written examination therefore, the provision of deployment of a candidate of reserved category on his own accord shall not be applicable. The overall strength of candidates of reserved

category deployed in a Job Role at State level should not exceed the maximum limit of reservation. The roster shall be maintained year-wise, level of job role-wise and State wise instead of category of job role wise or District/Organisation wise. It is also clarified that in case of non-availability of suitable candidate(s) of horizontal category the suitable person of vertical category, if available, may be deployed by the Nigam. In case of non-availability of suitable candidate of specific category of the manpower of other category shall be deployed by the Nigam. It is not a regular appointment, therefore, no backlog shall be maintained in case of non-availability of suitable candidates of reserved category in a particular year.

10. Deployment to indenting organisation:

Nigam will recommend the name of eligible candidates from the merit list as per the number/quantity of indents for various job roles received from the Indenting Organisation.

11. Role of candidate:

A person deployed by the Nigam to any organisation shall abide by all the terms and conditions of deployment including rules/regulations of the Nigam and Indenting Organisation. On completion of specified term of deployment, the person engaged shall stand relieved, if the term is not extended by the Indenting Organisation, and he will be considered for as a fresh candidate for future requisition received in the Nigam. On the expiry of the term the deployed manpower shall not be entitled to any continuation of deployment or any consequential benefits.

12. Compassionate deployment:

The Nigam shall also have the right to deploy on compassionate basis upto 10% of the requisitions received during any calendar year on out of turn basis for each job role described in the Annexures of Job Roles. Such compassionate deployment shall be to a person only in case of emergent situations with the approval of Government in Skill Development & Industrial Training Department subject to fulfillment of the eligibility criteria specified for the job role against which the person is to be deployed.

13. Grievances redressal mechanism:

The Nigam will set up a grievance redressal mechanism/designated authority and help desk for any grievances relating to deployment of manpower.

14. Dispute Resolution:

The jurisdiction for resolving any dispute arising out of the policy between the Nigam and the deployed person or candidate shall be at Panchkula, Haryana.

15. Deployment to private sector:

The Nigam may also consider the requisition of deploying manpower received from a private sector organisation, (organisation not owned and controlled by Government). The

terms and conditions of such deployment shall be mutually agreed between the Nigam and such organisations.

16. Amendment, removal of doubt, relaxation in the Policy:

Government of Haryana in Human Resources Department shall be competent to amend and clarify any matter related to the policy and also grant any relaxation in the policy.

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Job Roles of Level-I

Sr. No.	Title of job role	Examples of type of activities to be performed	Qualification
1.	Multi-Tasking Office Workers	Peon, Dak Runner, Helper, Process Server, Store Man, Attendant, Library Helper etc.	Matric with Hindi/ Sanskrit
2.	Multi-Tasking Hospital Workers	Ward Attendant, Lab Attendant, Dresser, Ward Boy, Labour Room Attendant, Ward Servant etc.	Passed class V
3.	Multi-Tasking Publicity Workers	Drama Party Attendant, Gallery Attendant, Parade Attendant, Theatre Attendant, Dark Room Attendant, Camera Attendant, Announcer, Bhajan Party Worker etc.	Passed class V
4.	Multi-Tasking Field Workers	Mali, Coolie, Dhobi, Beldar, Mate, Mazdoor, Mechanical Helper, Gauge Reader, Cleaner, Gang Mate, Liftman etc.	Passed class V
5.	Multi-Tasking Construction workers	T.Mate, Mason, Painter, Crane Operator, Road Mate, Labourer, Attendant (construction)	Passed class V
6.	Multi-Tasking Kitchen Workers	Cook, Cook Mate, Tandooria, Waiter, Mess helper, Kitchen Attendant, etc.	Passed class V
7.	Multi-Tasking Security Workers	Gatekeeper, Chowkidar, Security Man, Watchman etc.	Illiterate
8.	Multi-Tasking Sanitation Workers	Sweeper, Sewerman etc.	Illiterate
9.	Multi-Tasking Technical Workers	Electrician, Helper (Electrical/ Plumber/ Carpenter etc.), Blacksmith, Carpenter, Mechanic, Plumber, Welder, Workshop Attendant, Tailor, Barber, Cobbler, Lab Attendant, Animal attendant, Dog handler etc.	Passed class V
10.	Multi-tasking Shrine Workers	Puja Sahayak etc.	Passed class V

Note 1.— Hindi or Sanskrit as one of the subjects in Matric or Hindi as one of the subjects in Higher standard.

Note 2.— The essential qualification as per requirement shall be defined by the Indenting Organisation.

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Job Roles of Level-II

Sr. No.	Title of job role	Examples of type of activities to be performed	Qualification
1.	Multi-Tasking Office Personnel	Clerk, Computer Operator, LDC etc.	10+2 knowledge of computer
		Assistant, UDC, Librarian, etc.	10+2
		Stenography	10+2 with knowledge/diploma of shorthand
2.	Multi-Tasking Field Personnel	Panchayat Assistant, Revenue Assistant etc.	10+2 with required knowledge/ experience in the line
3.	Multi-Tasking Transport Personnel	Driver	Matric with Driving license of minimum 5 years old of LMV/HMV as case may be.
		Conductor etc	10+2 with other professional knowledge.
4.	Multi-Tasking Security Personnel	Security Duty/ Guarding Duty etc.	10+2
5.	Multi-Tasking Hospitality Personnel	Receptionist, Supervisor etc.	10+2 with other professional knowledge.
6.	Multi-Tasking Shrine Personnel	Sahayak Pujari, Pujari, etc.	Matric plus Diploma and/or experience in relevant field.
7.	Multi-Tasking Publicity Personnel	Photographer, etc.	Matric plus ITI/Diploma
8.	Multi-Tasking Technical Personnel	Technicians, etc.	Matric plus ITI/Diploma

Note 1.— Hindi or Sanskrit as one of the subjects in Matric or Hindi as one of the subjects in Higher standard.

Note 2.— The essential qualification as per requirement shall be defined by the Indenting Organisation.

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Job Roles of Level-III

Sr. No.	Title of Job role	Examples of type of services to be performed	Qualification
1.	Technical Associates	Tech. Supervisor etc.,	Diploma in Engineering of relevant line
		Foreman, Assistant Lineman, Shift Attendant, etc.	ITI/Diploma in the relevant field.
2.	Para-Medical Associates	Radiographer, Pharmacist, Nurses, Lab Technician etc.	Diploma/ Degree in relevant line.
3.	Para-Veterinary Associates	VLDA, VLEO, etc.	Diploma/ Degree in relevant line.
4.	Para-Ayush Associates	Dispenser, etc. Ayush Yoga Sahayak/Consultant/Instructor (eight hours duty per day)	Diploma/ Degree in relevant line.
5.	Para-teaching Associates	Teacher etc.	10+2 with 2 years D.Ed or B.A./B.Ed. as case may be.
		Physical Education Assistant	Matric + Certificate in Physical Education of an Institute recognized by the Haryana School Education Board.
		Art Education Assistant etc.	Diploma/ Degree in relevant line.
		Instructor (Industrial Training) etc.	Diploma/ Degree in relevant line.
		Vocational Teacher etc.	Graduate in relevant subject.
6.	Para-Accounts Associates	Accountant etc.	B.Com. with experience in relevant line.
7.	Para-Planning/Para-Statistical Associates	Statistical Assistant, Research Assistant etc.	Graduate in Math/ Economics/ Commerce
8.	Para-Legal Associates	Legal Assistant	Graduate in Laws.
9.	Para-Architect Associates	Draftsman etc.	Diploma in draftsman/ Architecture
10.	Para-Electrical Associates	Junior Engineer Electrical	Diploma in Electrical Engineering.
11.	Para-Engineering Associates	Junior Engineer	Diploma in Engineering of relevant line.

Note 1.— Hindi or Sanskrit as one of the subjects in Matric or Hindi as one of the subjects in Higher standard.

Note 2.— The essential qualification as per requirement shall be defined by the Indenting Organisation.

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Annexure-D**Scoring parameters for preparation of merit list of candidates by the Nigam****List of Maximum Points prescribed for parameters.**

S. No.	Parameter	Maximum Score
(i)	Annual family income of the candidate	40 Points
(ii)	Age of Candidate	15 Points
(iii)	Skill qualification	20 Points
(iv)	Socio-economic criteria	05 Points
(v)	Common Eligibility Test (CET) Written Exam Score	10 Points
(vi)	Ease of deployment	10 points
(vii)	Beneficiaries of MAPUY	50 Points
	Total	150 Points

The detailed scheme of points admissible to a candidate for each of the parameter prescribed above is as under:-

(i) Annual Family Income.—

Weightage of 10 to 40 points shall be admissible to a candidate as per annual family income from all sources of the family:-

Scoring Parameter		
	(Annual Income of the family from all sources) (in Rs.)	Maximum Score 40
1	Upto Rs. 1,80,000	40 Points
2	From Rs. 1,80,001 to 2,50,000	30 Points
3	From Rs. 2,50,001 to 4,00,000	20 Points
4	From Rs. 4,00,001 to 6,00,000	10 Points

Family for the purpose of Annual Family Income means:

(i)	male applicant means the applicant himself, his father, mother, wife, unmarried brother(s) and son(s);
(ii)	female unmarried applicant means the applicant herself, her father, mother and unmarried brother(s);
(iii)	female married applicant means the applicant herself, her husband, father-in-law, mother-in-law, unmarried brother-in-law and son(s);
(iv)	divorced female applicant means the applicant herself, her father, mother, unmarried brother(s) and son(s);

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Job Roles of Level-II

Sr. No.	Title of job role	Examples of type of activities to be performed	Qualification
1.	Multi-Tasking Office Personnel	Clerk, Computer Operator, LDC etc. Assistant, UDC, Librarian, etc. Stenography	10+2 knowledge of computer 10+2 10+2 with knowledge/diploma of shorthand
2.	Multi-Tasking Field Personnel	Panchayat Assistant, Revenue Assistant etc.	10+2 with required knowledge/ experience in the line
3.	Multi-Tasking Transport Personnel	Driver Conductor etc	Matric with Driving license of minimum 5 years old of LMV/HMV as case may be. 10+2 with other professional knowledge.
4.	Multi-Tasking Security Personnel	Security Duty/ Guarding Duty etc.	10+2
5.	Multi-Tasking Hospitality Personnel	Receptionist, Supervisor etc.	10+2 with other professional knowledge
6.	Multi-Tasking Shrine Personnel	Sahayak Pujari, Pujari, etc.	Matric plus Diploma and/or experience in relevant field.
7.	Multi-Tasking Publicity Personnel	Photographer, etc.	Matric plus ITI/Diploma
8.	Multi-Tasking Technical Personnel	Technicians, etc.	Matric plus ITI/Diploma

Note 1.— Hindi or Sanskrit as one of the subjects in Matric or Hindi as one of the subjects in Higher standard.

Note 2.— The essential qualification as per requirement shall be defined by the Indenting Organisation.

(ii) Age of Candidate.—
Weightage upto 15 per cent of the time of recruitment.

Note — The
(iii) Skill

(iv)

(ii) **Age of Candidate.—**

Weightage upto 15 points shall be admissible to the candidate keeping in view his age at the time of recommendation for a job role, which is as under :-

Scoring Parameter	Maximum Points (15)
From 18 to 24 years	5
Above 24 to 30 years	10
Above 30 to 36 years	15
Above 36 to 42 years	10
Above 42 years	0

(Maximum 15 points)

Note — The broken year of age equal to six months or more shall be converted to one year.

(iii) **Skill Qualification.—**

Weightage of maximum 20 Points shall be admissible to a candidate having relevant NSQF aligned certificate e.g. Skill Certificate from NCVT/SCVT recognized ITIs/SVSU University/SSC etc. for job roles which do not prescribe the skill as minimum eligibility. (20 points)

(iv) **Socio-Economic Criteria.—**

Weightage of 05 Points shall be admissible to the candidate based on the following criteria:-

If the applicant is—

- (i) widow or;
- (ii) the first or the second child and applicant's father had died before attaining age of 42 years or;
- (iii) the first or the second child and applicant's father had died before the applicant had attained the age of 15 years.

(05 points)

(v) **Common Eligibility Test (CET) Written Exam Score.—**

Weightage @ 10% of the percentage marks secured by candidate in the CET written exam prescribed for a post equivalent to or higher than the job role, in question, shall be admissible. It shall be considered up to 2 decimal places. (10 Points)

(vi) **Ease of Deployment.—**

Additional weightage of 10 points shall be admissible to a candidate who is the resident of same district for which the job role is notified. (10 Points)

(vii) **Weightage of Beneficiaries of MAPUY.—**

Weightage of 50 points shall be admissible to the candidate of a family belonging to Mukhmantri Antodaya Parivaar Utthan Yojana. (50 Points)

(Sanjeev Kaushal)
Chief Secretary to Government, Haryana.



Annexure - F

No. 16/91/2021-4HR-III

**Haryana Government
Human Resources Department
(Human Resources-III Branch)**

Dated Chandigarh the, 26th October, 2023

To

1. All the Administrative Secretaries to Government, Haryana.
2. All the Heads of Departments, Haryana.
3. All the Managing Directors/ Chief Administrators/ CEO's of Boards/ Corporations/ Public Undertakings in Haryana.
4. All the Divisional Commissioners in Haryana.
5. The Registrar, Punjab and Haryana High Court, Chandigarh.
6. All the Deputy Commissioners and Sub-Divisional Officers (C) in Haryana.
7. The Registrars of all the Universities in Haryana State.

Subject: Regarding amendments in the Deployment of Contractual Persons Policy, 2022.

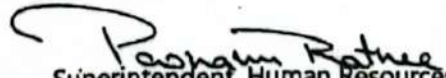
Sir/Madam,

I am directed to invite your kind attention to the notification issued vide No. 16/91/2021-3GS-II, dated 30.06.2022, vide which Government had framed a policy namely, "Deployment of Contractual Persons Policy, 2022" applicable from 01.04.2022 for deployment of contractual manpower through the Haryana Kaushal Rozgar Nigam Ltd.

2. This matter has been further considered by the Government and amended the Deployment of Contractual Persons Policy, 2022 notified vide Notification No. 16/91/2021-3GS-II, dated 30.06.2022.

3. The amendments in the Deployment of Contractual Persons Policy, 2022 vide notification issued vide No. 16/91/2021-3GS-II, dated 30.06.2022 may please be brought to the kind notice of all concerned for necessary action and strict compliance in letter & spirit.

Yours faithfully,


Superintendent, Human Resources-III
for Chief Secretary to Government, Haryana

26/10/23

**HARYANA GOVERNMENT
HUMAN RESOURCES DEPARTMENT
(Human Resources-III Branch)
NOTIFICATION**

Dated: Chandigarh, the 26th October, 2023

No. 16/91/2021-3GS-II.— In partial modification of Notification issued vide even number dated 30.06.2022, the following changes are notified with immediate effect in respect of Deployment of Contractual Persons Policy, 2022:-

2. In the Deployment of contractual Persons Policy, 2022, the clause 3 regarding application of policy shall be substituted as under:-

This policy shall be applicable in all the Departments/Boards/Corporations/Public Sectors Undertakings/ Missions/Authorities to deploy manpower for any Job Role whether listed or not in the Annexures of Nigam Wage Rates but is of the Level I to Level-III. However, this policy shall not be applicable to the following:-

- (i) *the Service Level Agreements (SLAs) made by an organization through tender on contract basis, e.g., cleaning of premises, housekeeping services, without any reference of number of manpower. Such contracts shall be decided by the Organization concerned at its own level as before. However, this Policy shall be applicable if the number of personnel of the Level of I, II or III are mentioned for any kind of service;*
- (ii) *the manpower engaged for skilled/highly skilled and/or administrative job roles above level-III;*
- (iii) *the contractual persons deployed by an Organization operating the projects/schemes under projects guidelines, e.g., NHM, HRDA etc;*
- (iv) *Persons deployed through HARTRON against a sanctioned post to be either ported to HKRNL or such deployments to cease after an informed time limit.*
- (v) *Persons engaged under Outsourcing Policy Part-II, subject to directions of Government issued from time to time regarding porting.*
- (vi) *part time contractual workers like Anganwadi worker, part time water pump operator etc.;*
- (vii) *the persons deployed under a Centrally sponsored Scheme;*
- (viii) *retired employees whose appointment and remuneration is governed by Haryana Civil Services Rules, 2016; and*
- (ix) *interns/apprentices and Young Professionals.*



- (x) *Manpower engaged on honorarium basis/per hour basis to be exempted from deployments through HKRNL.*

For these cases, relevant existing Service Byelaws/Rules/Regulations/Project guidelines/Instructions of the Government of Haryana shall be applicable.

- 3. In the Deployment of contractual Persons Policy, 2022, after clause 5.10, the following clause 5.11 shall be inserted:-**

- 5.11 Application of Policy related to manpower requisition beyond Job Role Level III:** This policy shall be applicable in all the Departments/ Boards/ Corporations/ Public Sectors Undertakings/ Missions/ Authorities to deploy manpower for any Job Role whether listed or not in the Annexures of Nigam Wage Rates, even beyond Level III.

Manpower may be engaged for skilled/ highly skilled and/or administrative job roles above Level-III if desired by Government controlled indenting organizations through HKRNL. In such case, indenting organizations shall need to take prior approval of Government and F.D. for selection criterion, monthly wages, etc., before raising such requisitions on HKRNL Portal.

- 4. In the Deployment of contractual Persons Policy, 2022, the Clause 7.3 shall be substituted as follows:-**

- 7.3 Entitlement of leave:** The persons deployed under this Policy shall, in addition to public holidays, restricted holidays and minimum one day off per week, be entitled to avail one day casual leave and one day medical leave during each calendar month on pro-rata basis subject to maximum 10 days casual leave and 10 days medical leave during a calendar year (including carry forward of the leaves for the contract period). Female contractual persons shall also be entitled to maternity leave admissible under the Maternity Benefits Act, 1961.

- 5. In the Deployment of contractual Persons Policy, 2022, the clause 8.2 shall be omitted.**

- 6. In the Deployment of contractual Persons Policy, 2022, the clause 8.4 shall be substituted as follows:-**

- 8.4 Age:** For engagement against a Job Role under this policy, the lower age limit shall be 18 years and the upper age limit shall be 42 years. However, there is relaxation of 5 years in the upper age limit in respect of reserved categories.

The candidates with prior experience in Haryana Govt. Organizations can also avail the benefits of relaxation in age maximum upto 5 years by the number of years of experience (i.e. 1 year of experience means 1 year of relaxation). However, the experienced candidate can avail this relaxation upto 31.03.2024 only.



The maximum age one can be allowed to retain on deployment will be 58 years (last day of month in which the employee completes the age of 58).

7. In the Deployment of contractual Persons Policy, 2022, the clause 8.8 regarding selection criteria shall be substituted as follows:-

8.8 The merit list of candidates shall be prepared as per the following scoring parameters:

S. No.	Parameter	Maximum Score
(i)	Weightage on the basis of Annual family income of the candidate as verified in the family information data reported by the Haryana Parivar Pehchan Authority (HPPA), which shall be taken as conclusive proof in terms of Selection 6(2) of the Act.	40 Points
(ii)	Weightage of Age of the Candidate as verified in the family information data reported by Haryana Parivar Pehchan Authority (HPPA), which shall be taken as conclusive proof in terms of Selection 6(2) of the Act.	10 Points
(iii)	Skill qualification beyond the essential qualification (for detailed provision see Para (iii) below).	5 Points
(iii) a	Additional Higher qualification above basic Qualification for that Job Roles/Job activity.	5 Points
(iv)	Weightage of Socio-economic criteria (for detailed provision see Para (iv) below).	10 Points
(v)	Weightage of Common Eligibility Test (CET) (for detailed provision see Para (v) below).	10 Points
(vi)	Ease of deployment (for detailed provision see Para (vi) below)	10 points
(vii)	Pre- State Government Experience (for detailed provision see Para (vii) below).	10 Points
	Total	100 Points

Para (i) Annual Family Income — 40 Points

Weightage of up to 40 points shall be admissible to a candidate as per annual family income from all sources of the family:

Sr. No.	Annual income of family from all sources	Maximum Score
1.	Up to Rs. 1,00,000	40 points
2.	From Rs. 1,00,001 to Rs. 1,80,000	30 points
3.	From Rs. 1,80,001 to Rs. 3,00,000	20 points
4.	From Rs. 3,00,001 to Rs. 6,00,000	10 points



Para (ii) Age of candidate — 10 Points

Weightage up to 10 points shall be admissible to the candidate keeping in view his age at the time of recommendation for a job role which is as under:

Sr. No.	Age of candidate	Maximum Score
1.	From 24 to 36 years	10
2.	From 36 to 42 years	5

Para (iii) Skill Qualification/Higher Qualification — 5 points/5 points

Weightage of maximum 5 points shall be admissible to a candidate having skill certificate from NCVT/ SCVT/ SVSU University/ Recognized ITIs only for relevant job roles/ Job Activities.

The weightage of 5 points shall be admissible to a candidate having additional higher qualification above basic qualification in the same line. However minimum higher qualification shall be 8th pass.

Para (iv) Socio-economic criterion — 10 points

Weightage of 10 points shall be admissible to the candidate based on the following criteria-
If the applicant is-

- I. **Orphan** — 10 points (To be given to candidates upto 25 years of age).
- II. **Widow** — 5 points
- III. **Fatherless Candidates:**
 - a) Candidate's father had died before attaining age of 42 years — 5 points
 - b) Candidate's father had died before the applicant had attained the age of 12 years — 5 points

Para (v) Common Eligibility Test — 10 points

Weightage of 10 marks shall be admissible to a candidate who has successfully cleared Common Eligibility Test (CET).

Para (vi) Ease of deployment — 10 points

Weightage of up to 10 points shall be admissible to a candidate who is resident of the same Block/ Municipal Corporation and 5 points shall be admissible to Adjoining Block/ Municipal Corporation for which the job has been notified. Every Municipal Corporation will be taken as separate Block and Municipal Committee/ Municipal Council will be taken as part of Block.

Sr. No.	Ease of deployment of candidate	Maximum Score
1.	Same Block/ Municipal Corporation as per PPP	10 Points
2.	Adjoining Block/ Municipal Corporation as per PPP	05 Points

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Para (vii) Pre- State Government Experience — 10 points

Additional weightage of 10 points shall be admissible to a candidate having experience of working with any Department/ Board/ University/ Public Sector Undertaking/ Mission/ Authority etc. under the control of Haryana Government. Weightage of 1 point for experience of each year or part thereof with maximum weightage of 10 points shall be admissible and weightage of 0.5 points for each of the period more than six months and less than one year.

Note 1: Offices of Haryana Government in Chandigarh to be considered at par with district Panchkula. Offices of Haryana Government in New Delhi to be considered at par with district Gurugram, Faridabad, Sonapat and Jhajjar.

Note 2: In case two or more candidates tie at the same score, than the tie-breaking process will be in the following order:-

- Age of the candidates in days will be considered for tie breaking and candidates of higher age will be given preference.
- If age of also same, than merit list will be prepared as per name in English Alphabetical order.

Note 3: The Board of Directors of HKRN, shall henceforth, from the date of publication of this notification, be authorized to change the scoring parameters in Clause 8.8 of the Deployment of Contractual Persons Policy, 2022.

8. In the Deployment of contractual Persons Policy, 2022, the Annexure-A shall be substituted as follows:-

Annexure-A

Essential educational qualification shall be the same as prescribed for the job role in the Annexures or as prescribed by the indenting organizations.

However, Indenting Organizations may request for additional qualification over and above the minimum required qualification as per various job role.

Following changes in Qualifications be made in Level- I.

Job Roles of Level – I

Sr. No.	Title of job role	Examples of type of activities to be performed	Qualification
1.	Multi- Tasking-Office Workers	Peon, Dak Runner, Helper, Process Server, Store Man, Attendant, Library Helper etc.	Matric with Hindi/ Sanskrit
2.	Multi- Tasking Hospital Workers	Ward Attendant, Lab Attendant, Dresser, Ward Boy, Labour Room Attendant, Ward Servant etc.	Matric with Hindi/ Sanskrit
3.	Multi- Tasking Publicity Workers	Drama Party Attendant, Gallery Attendant, Parade Attendant, Theatre Attendant, Dark	Matric with Hindi/ Sanskrit

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		Room Attendent, Camera Attendent, Announcer, Bhajan Party Worker etc.	
4.	Multi- Tasking Field Workers	Mali, Coolie, Dhobi, Beldar, Mate, Mazdoor, Mechanical Helper, Gauge Reader, Cleaner, Gang Mate, Liftman, etc.	Matric with Hindi/ Sanskrit
5.	Multi- Tasking Construction Workers	T.Mate, Mason, Painter, Crane Operator, Road Mate, Labourer, Attendant (construction), etc.	Matric with Hindi/ Sanskrit
6.	Multi- Tasking Kitchen Workers	Cook, Cook Mate, Tandooria, Waiter, Mess helper, Kitchen Attendant, etc.	Matric with Hindi/ Sanskrit
7.	Multi- Tasking Security Workers	Gatekeeper, Chowkidar, Security Man, Watchman, etc.	Matric with Hindi/ Sanskrit
8.	Multi- Tasking Sanitation Workers	Sweeper, Sewerman, etc.	Literate to the extent one can read and write Hindi.
9.	Multi- Tasking Technical Workers	Electrician, Helper (Electrical/ Plumber/ Carpenter etc.), Blacksmith, Carpenter, Mechanic, Plumber, Welder, Workshop Attendant, Tailor, Barber, Cobbler, Lab Attendant, Animal Attendant, Dog handler, etc.	Matric with Hindi/ Sanskrit
10.	Multi- Tasking Shrine Workers	Puja Sahayak, etc.	Matric with Hindi/ Sanskrit

Note 1. — Hindi or Sanskrit as one of the subjects in Matric or Hindi as one of the subjects in Higher standard.

Note 2. — The essential qualification as per requirement shall be defined by the Indenting Organization.

Annexure-B

For Annexure B in Job Role Title of Multi-Tasking Transport Personnel (mentioned at Sr. No. 3) for Job Activity of Driver- Qualification to be included as Matric with Driving License of minimum 5 years old of LMV/HMV as the case may be.

For Driver for HMV; driver training certificate required.



(Sanjeev Kaushal)
Chief Secretary to Government, Haryana

About HKRNL:

1. Haryana Kaushal Rozgar Nigam Limited has been established under the Companies Act, 2013 with an objective of deploying contractual manpower in Government departments, Boards, Corporation, Statutory entities and other organizations owned and controlled by the state government. Its mission is to target socio-economically disadvantaged candidates for skilling and deployment based on predefined criteria. HKRNL arranges for the deployment of skilled and semi-skilled manpower in government and private establishments on a demand basis. The work and conduct of HKRNL is governed as per the Deployment of Contractual Persons Policy, 2022 issued on 30.6.2022 and its amendments dated 26.10.2023.
2. After receiving a requisition from the indenting Govt. Departments and organizations, Employment opportunities are offered to candidates who are registered on HKRNL Portal and qualify the eligibility criteria as required by the indenting organization. The selection of any candidate for Deployment against a job activity is done as per the merit list in accordance with Clause 8.8 of amended Deployment of Contractual Persons Policy 2022, dated 26.10. 2023. The merit list of candidates prepared as per the following scoring parameters:

Sr. No.	Parameter	Maximum Score
(i)	Weightage on the basis of Annual family income of the candidate as verified in the family information data reported by the Haryana Parivar Pehchan Authority (HPPA), which shall be taken as conclusive proof in terms of Selection 6(2) of the Act.	40 Points
(ii)	Weightage of Age of the Candidate as verified in the family information data reported by Haryana Parivar Pehchan Authority (HPPA), which shall be taken as conclusive proof in terms of Selection 6(2) of the Act	10 Points
(iii)	Skill qualification beyond the essential qualification (for detailed provision see Para (iii) below).	5 Points
(iii) a	Additional Higher qualification above basic Qualification for that Job Roles/Job activity.	5 Points

(iv)	Weightage of Socio-economic criteria (for detailed provision see Para (iv) below).	10 Points
(v)	Weightage of Common Eligibility Test (CET) (for detailed provision see Para (v) below).	10 Points
(vi)	Ease of deployment (for detailed provision see Para (vi) below)	10 points
(vii)	Pre-State Government Experience (for detailed provision see Para (vii) below).	10 Points
	Total	100 Points

Note: Two of the criteria have been put on hold due to order of High Court in CWP no.16405-2024 i.e Pre-State Government Experience & Weightage of Socio-economic. Till disposal of the case, these two criteria are not being applied in selection process.

3. HKRNL has successfully deployed approximately 1.28 lakh personnel, contributing to the workforce. The total no. of deployment is as given below:

Ported Manpower Report		
Sr No	Description	Number
1	Number of Ported Manpower	1,06,513
2	Number of Deployment Letter Issued to fresh manpower	21857
	Total	1,28,370

4. In case of requisition received from private sector, HKRNL allows registered candidates to apply for jobs in the private sector. HKRNL provides the list of shortlisted candidates to private organization from which they conduct the selection process.
5. Welfare of deployed personnel: Nigam ensures timely payment of wages and statutory benefits (EPF, ESI, LWF) and CHIRAAAYU scheme benefits to the deployed manpower salaries exceeding Rs. 21,000.
6. Reservation: The reservation policy has also been adopted by the Nigam which is listed in clause no. 9 of the "Deployment of Contractual Persons Policy, 2022" dated 30th June 2022. The Category Wise Deployment detail as below:

	SC	BC (A/B)	General	Total
Ported Manpower	32402	29480	44631	1,06,513
	(30.42%)	(27.67%)	(41.90%)	
Fresh Manpower	5375	6461	10021	21857
	(24.60%)	(29.56%)	(45.84%)	

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HKRNL Private and Overseas Division

Haryana Kaushal Rozgar Nigam Limited (HKRNL) is a pioneering entity dedicated to advancing the socio-economic conditions of Haryana's citizens by facilitating sustainable employment opportunities across a variety of sectors, including government, private, and overseas employment. The organization's primary mission is to enhance the livelihoods of individuals in Haryana by providing access to credible job openings that contribute to improving living standards. Through its efforts, HKRNL aims to reduce the barriers that hinder access to employment, creating equitable opportunities for all individuals, regardless of background or experience.

The core focus of HKRNL lies in bridging the gap between job seekers and employers, offering tailored employment solutions that cater to the evolving demands of the employers. The organization recognizes the importance of aligning its services with the future manpower needs of different industries and sectors. In particular, it seeks to address the challenges faced by those seeking overseas employment. A major hurdle in this process has been the excessive commissions charged by private recruitment agencies, which often place a financial burden on job seekers. By offering transparent, commission-free placement services, HKRNL ensures that job seekers are provided with fair, ethical, and reliable recruitment processes, free from exploitation.

The strategic approach of HKRNL towards providing employment for private and overseas sector are:

1. **Employment in the Private Sector (Within India):** HKRNL plays a pivotal role in facilitating direct connections between job seekers and employers within India. Traditional recruitment processes often involve intermediaries, which can lead to inflated hiring costs and complicated procedures. By eliminating these intermediaries, HKRNL simplifies the process, ensuring transparency, cost-effectiveness, and greater accessibility to job opportunities. This approach benefits both job seekers, who gain access to a wide range of employment opportunities across various industries, and employers, who are able to connect directly with a qualified, skilled workforce. The focus is on ensuring fair and ethical hiring practices, fostering long-term employment

relationships, and promoting the overall development of the Indian job market.

2. **Employment in the Private Sector (Overseas):** HKRNL has been registered as Recruiting Agent (RA) as per the guidelines of Protector of Emigrants (PoE). HKRNL is equally dedicated to providing job seekers with verified overseas employment opportunities, addressing the challenges posed by private recruitment agencies that often impose high commissions. Overseas job opportunities offer individuals a chance for better financial stability and career growth, but the financial burden of recruitment fees can undermine these benefits. By offering commission-free placement services, HKRNL ensures that candidates seeking employment abroad are not subjected to exploitation. The organization provides comprehensive support throughout the recruitment process, including assistance with visa processing, documentation, and pre-departure guidance, ensuring that candidates are fully prepared for their international job placements. This service helps job seekers access legitimate and well-compensated job opportunities abroad, ensuring their rights and interests are protected.

Through these initiatives, HKRNL is transforming the employment landscape in Haryana by providing sustainable job opportunities, promoting fairness, and reducing exploitation in the recruitment process. By focusing on both domestic and overseas employment sectors, the organization empowers job seekers, enhances the employability of individuals, and contributes to the economic development of Haryana. This holistic approach ensures that both job seekers and employers benefit from a transparent, efficient, and ethical recruitment process, ultimately fostering long-term economic growth.

Haryana Kaushal Rozgar Nigam Limited

(A step towards Youth Empowerment)

Activities & Achievements -2023-24-25

Manpower Deployment:

1. HKRNL has successfully deployed approximately 1.24 lakh active personnel, with 106391 ported & 17837 fresh deployments contributing to the workforce.
2. **Efficient Salary Disbursement:**
From April 2023 to May 2024, HKRNL disbursed a significant amount of Rs. 2453.35 crore directly into the bank accounts of deployed personnel, ensuring a streamlined and transparent payment process.
3. **Social Benefits for Deployed Manpower:**
Workers deployed through HKRNL enjoy social benefits such as EPF, ESI, LWF, and maternity leaves, fostering a supportive work environment.
4. **Adherence to Government Policies:**
HKRNL strictly follows the government's policy dated 30.06.2022, ensuring reservation guidelines for the deployment of manpower.
5. **CHIRAAAYU Scheme Implementation:**
The recent implementation of the CHIRAAAYU scheme benefits HKRNL's deployed manpower with salaries exceeding Rs. 21,000, enhancing their overall well-being. Around 24051 families are likely to be covered under this scheme.
6. **Compassionate Ground Engagements:**
In accordance with Clause 12 of the policy dated 30.06.2022, HKRNL has successfully implemented the engagement on compassionate grounds for the dependents of deceased contractual employees, with a dedicated 10% quota for compassionate appointments.
7. **Advanced IT Technologies for Recruitment:**
Embracing cutting-edge IT technologies, HKRNL has developed a specialized domain named 'Enterprise' on its portal. This domain facilitates manpower supply to private and foreign entities, ensuring efficient recruitment processes.
8. **New Job Activities**
HKRNL has approved 30 new Job Activity in addition to the portal as raised by various departments in 2023-24.
9. **Increase the salary of manpower deployed through HKRNL.**
HKRNL has processed the file to Govt. subject to increase the salary of manpower deployed through HKRNL by 8% with effect from 1st July, 2024. The file is under process for concurrence of Finance Department.

Future Plans:

International Market Exploration:

1. Haryana Kaushal Rozgar Nigam Limited (HKRNL), in collaboration with Haryana Skill Development Mission (HSDM), will offer skill training and skill upgradation to candidates selected by private enterprises. Pre-Departure Orientation Training (PDOT) will be provided through HSDM to candidates selected for overseas jobs.
2. To create and identify overseas opportunities, HKRNL is working in collaboration with Foreign Cooperation Department (FCD), Haryana and HKRNL is also in the process of registering as a Recruiting Agent with the Ministry of External Affairs.
3. HKRNL allows registered candidates to apply for jobs in the private sector within India and overseas through the HKRNL portal.
4. HKRNL is in the process of engagement of a Project Management Unit (PMU) for the overseas placements. The scope of work of PMU shall include:
 - a) Market analysis
 - b) Mobilization and Counselling of candidates for overseas work opportunities
 - c) Placement strategy development
 - d) Recruitment process facilitation

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HARYANA KAUSHAL ROZGAR NIGAM LIMITED

CIN: U93090HR2021SGC098461

Registered Office: Kaushal Bhawan, IP-2, Sector-3, Panchkula

Office Address: Plot No. 101, Sector-12, Panchkula

List of Directors as on 31.03.2025

- | | |
|---|--------------------|
| 1. Sh. Anurag Rastogi, IAS
Chief Secretary and Additional Chief Secretary
to Government of Haryana
Finance and Planning Department | Chairman |
| 2. Sh. Vijayendra Kumar, IAS
Principal Secretary to Government of Haryana
Department of Youth Empowerment and Entrepreneurship | Nomine
Director |
| 3. Sh. Vikas Gupta, IAS
Commissioner & Secretary to Government of Haryana
Urban Local Bodies Department | Nomine
Director |
| 4. Sh. Amit Kumar Agrawal, IAS
Commissioner & Secretary to Government of Haryana
Development and Panchayat Department | Nomine
Director |
| 5. Sh. Manoj kumar-1, IAS
Director, Skill Development & Industrial Training, Haryana | Nomine
Director |
| 6. Prof. Dheeraj P. Sharma,
Director Indian Institute of Management, Rohtak | Director |
| 7. Sh. Amit Khatri, IAS
Chief Executive Officer, HKRNL | CEO |

Executive Committee:

1. Administrative Secretary, Chairperson, Government of Haryana, YEE
2. Chief Executive Officer, Member
3. Special Secretary, Member, Government of Haryana, HRD

Annexure - I

HARYANA KAUSHAL ROJGAR NIGAM LIMITED,
Plot No.101,Sainik Bhawan Sector-12, Panchkula

Office Order


Endst no. HKRNL/ADMN/Order/1/2023/1455

Dated: 4-9-2023

In compliance for Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH Act). Following Committee is constituted to consider complaints of sexual harassment of women employees.

Sr.No.	Designation	Name
1	Presiding Officer	Smt. Pallavi Sandhir (CS)
2	Member	Sh. Anuj Aggarwal (DGM)
3	Member	Sh. Vaish Jain (DGM)
4	Member	Aanjali Kumari (Programme Manager) from Women & Child department, Haryana.
5	Member Secretary	Smt. Neelam Sharma (AGM)

This issues with the approval of CEO, HKRNL.


General Manager (Admin.)
For Chief Executive Officer,
Haryana Kaushal Rozgar Nigam,
Panchkula.

CC: Copy of the above is forward to the following for information please.

- PA to CEO, HKRNL for kind information of CEO, HKRNL, please.
- General Manager – BD&C-I
- General Manager – BD&C-II
- General Manager- Finance
- All staff at O/o of HKRNL

HKRNL Landline Phone Number Detail in Sec-6, Panchkula

Sr.No	Contact Number	Box Holder Name	Designation/Branch
1.	0172-2996825	Mr. Amit Khatri	CEO/HKRNL
2.	0172-2996827	Mr. Chander Mohan	GM/Finance
3.	0172-2996822	Mrs. Ambika Patiyal	GM/Admin
4.	0172-2996826	Ms. Pallavi Sandhir	Company Secretary
5.	0172-2996824	Mrs. Neelam Madan	DGM/Admin
6.	0172-2996821	Mr. Anuj	DGM/BD&C
7.	0172-2996823	Ms. Poonam/Ms. Anjana	Admin

HKRNL Landline Phone Number Detail in Sec-12,Panchkula

Sr.No	Contact Number	Box Holder Name	Designation/Branch
1.	0172-2996991		CEO/HKRNL
2.	0172-2996992		GM/Finance
3.	0172-2996993		GM/Admin
4.	0172-2996994		Company Secretary
5.	0172-2996995	CEO/HKRNL	CEO/HKRNL
6.	0172-2996201		DGM/BD&C
7.	0172-2996533	Helpdesk/12	HKRNL
8.	0172-2994766		Admin

Sr. No.	Employee Name	Designation	Gross Salary
1	Brij Pal	GM	251965
2	Chander Mohan	GM	169662
3	Ambika Patyal	GM	157500
4	Pallvi Sandhir	C.S	110250
5	Shallu	Supdt.	100034
8	Rohan Kumar	Consultant	98600
9	Anu Arya	DGM	82688
10	Anuj Aggarwal	DGM	82688
11	Neelam Madan	DGM	82688
12	Vaishyampayan Jain	DGM	82688
13	Hitesh Kapoor	DGM	78750
14	Neelam Sharma	AGM	55125
15	Rohit Kumar	AGM	55125
16	Amitabh Kumar	Jr. Soft. Developer	42000
17	Kamaljeet Singh	L.A	24100
18	Naresh Kumar	Asst.	23400
19	Himanshu	Asstt	23400
20	Dimple	Asstt	23400
21	Bhawesh	Asstt	23400
22	Poonam	Asstt	23400
23	Jyoti	Asstt	23400
24	Punitika	Asstt	23400
25	Ankita	Asstt	23400
26	Simran	Asstt.	23400
27	Yogesh Kumar	MTS	19900
28	Sunil Kumar	MTS	19900
29	Sunil Kumar Ranga	MTS	19900
30	Lalit Kumar	MTS	19900
31	Sonu	MTS	19900
32	Priyanka	MTS	19900
33	Akash	MTS	19900
34	Anmol	MTS	19900
35	Madhubala	MTS	19900
36	Jitender	MTS	19900
37	Jatinder Singh	Driver	23400
38	Mohit Sharma	Driver	24180
39	Mohit Sharma	Driver	24180
40	Kamla Poudel	MTS	19900
41	Raj Kali	MTS	19900
42	Suman Devi	MTS	19900