

CONFIDENTIAL

MINUTES OF THE PROCEEDINGS OF THE 151st MEETING OF THE BOARD OF DIRECTORS OF ANDHRA PRADESH INDUSTRIAL INFRASTRUCTURE CORPORATION LIMITED HELD ON Friday, the 12th MARCH, 2004 AT 12.30 P.M. AT THE REGISTERED OFFICE OF THE COMPANY, HYDERABAD-500 004.

PRESENT:

- | | | |
|-------------------------------|---|-----------------------------------|
| 1. Sri K.V.Rao, IAS | : | Chairman |
| 2. Sri L.V.Subrahmanyam IAS | : | Vice-Chairman & Managing Director |
| 3. Sri S.R.Rao, IAS | : | Director |
| 4. Sri M.Balasubramanyam, IAS | : | Director |
| 5. Sri Sameer Sharma, IAS | : | Director |

IN ATTENDANCE:

- | | | |
|------------------------------|---|--------------------|
| a) Sri R.V.Chandravadan, IAS | : | Executive Director |
| b) Sri Y.Yanadi Rao | : | Company Secretary |

1) Leave of Absence:

Leave of absence was granted to the following Directors, who could not attend the meeting due to their pre-occupation.

- a) Smt.Janaki R.Kondapi, IAS
- b) Smt.Rachel Chatterjee, IAS
- c) Sri R.M.Gonela, IAS
- d) Sri Sanjay K.Sinha

2) Confirmation of the Minutes of the 150th Meeting of the Board of Directors held on 20-12-2003:

The Minutes of the 150th Meeting of the Board of Directors of Andhra Pradesh Industrial Infrastructure Corporation Limited held on Saturday, the 20th December, 2003 as circulated were confirmed.

3) Papers for perusal:

The following papers placed before the Board of perusal were noted.

- a. Letter No.CA V/COY/ANDHRA PRADESH, INDINE (1) 754, dated 27-1.2004 of the Sr. Administrative Officer, Office of the Controller of Auditor General of India, New Delhi, regarding appointment of M/s.Komandoor & Company, Chartered Accountants, Hyderabad as the Statutory Auditors of the company for the financial year 2002-2003.
- b. G.O.Rt.Not.118, dated 26-1-2004 of the Principal Secretary to Government and Commissioner for Industrial Promotion, Industries and Commerce (INF) Department, Govt. of Andhra Pradesh, regarding appointment of Sri R.V.Chandravadan, IAS., as Executive Director, APIIC Limited.

4) Action taken on the Minutes of the 150th Meeting of the Board of Directors held on 20-12-2003:

NOTED.

5) IDA, Nacharam – Encroachment of land by M/s.Pallavi Educational Society (Deferred Item No.8 of 150th Board Meeting held on 20-12-2003):

The Vice-Chairman and Managing Director informed the Board on the pending litigation in Nacharam IDA. The Board considered the advice of VC & MD and deferred the matter. The Board also advised M.D. not to carry out physical eviction till the matter is discussed in the Board again.

6) IDA, Cherlapally – Allotment of land to M/s.KLR Industries Ltd.,:

The Board discussed the proposal as contained in the Agenda note and decided to allot land measuring 18.513 acres in Sy. NO.172 and 173 at IDA, Charlapally to M/s.KLR Industries Ltd., at Rs.550/- PSM, subject to the condition that the sale deed shall be executed only after project implementation. The Board felt that such allotments be made by APIIC without reference to the Board. If necessary the Board maybe informed of the allotments made.

7) Special Economic Zone Project – Project Development and Promotion Partnership (PDPP):

The Board discussed the proposals as contained in the Agenda note. While approving the proposal, it advised the Vice-Chairman and Managing Director to review the PDPP arrangement and to gauge the gains that APIIC got from the same. Hence PDPP arrangement can be continued till 31st March, 2004 and the Vice-Chairman and Managing Director can come up with his considered opinion on further course of action.

8) Bulk Drugs and Pharma Cluster, Hyderabad:

NOTED. The Vice – Chairman and Managing Director is authorised to incur the required expenditure towards formation of S.P.V. and preparation of Articles of Association.

9) Integrated Convention Centre Complex & Golf Course at Hyderabad – Execution of Collaboration Agreement and HITEX MoU (Tripartite):

The Board discussed the proposals as contained in the Agenda note and approved the Collaboration Agreement executed on 19th August, 2003 between APIIC and Emaar Properties PJSC. Regarding execution of MoU with Emaar Properties and HITEX for development of Convention Centre, the Board desired that a detailed scrutiny of each clause of MoU be made and if necessary the MoU conditions be vetted by a legal firm before approval of draft MoU.

10) Status of Engineering works:

NOTED.

11) Posting of Smt.K.Ratna Prabha, IAS as Officer on Special Duty in the APIIC Limited with Head Quarters at Visakhapatnam:

NOTED.

12) Posting of Smt.K.Ratna Prabha, IAS as Officer on Special Duty in the APIIC Limited with Head Quarters at Visakhapatnam – provision of facilities:

NOTED.

- 13) Ratification of sanction of Voluntary Retirement to Smt.K.Mythili, Assistant Zonal Manager (D):

The Board discussed and ratified the proposal as contained in the Agenda note.

- 14) EPF & MP Act, 1952 – APIIC EPF Revised conditions for grant of exemption:
NOTED.

- 15) Tax Audit for the financial years 2000-01 to 2002-03 – Appointment of Tax Auditors and fixation of remuneration:

The Board discussed the proposals as contained in the Agenda note and decided to appoint M/s.Komandoor & Company, Chartered Accountants, Statutory Auditors of the Company as Tax Auditors for the year 2000-01, 2001-02 and 2002-03 with an yearly remuneration of Rs.8,000/- plus Service Tax applicable.

- 16) Balance Sheet and Profit and Loss Account for the year ended 31-03-2000:

The Board considered and approved the Balance Sheet as on 31st March, 2000 and the Profit and Loss Account for the year ended 31st March, 2000 as also the schedules and notes appended thereto.

The Board authorised Sri K.V.Rao, IAS, Chairman, Sri L.V.Subrahmanyam, IAS, Vice-Chairman and Managing Director and Sri Y.Yanadi Rao, Company Secretary to sign the Balance Sheet and Profit and Loss & Account on behalf of the Board and submit the same to the Statutory Auditors of the Company for their report thereon.

- 17) Revised Estimate for 2003-2004 and Budget Estimates for 2004-2005:

The Board discussed the proposals as contained in the Agenda note and approved the Revised Estimates for 2003-2004 and Budget Estimates for 2004-2005.

The Meeting terminated with a vote of thanks to the Chair.

Sd/-
K.V.RAO
CHAIRMAN

CONFIDENTIAL

MINUTES OF THE PROCEEDINGS OF THE 152nd MEETING OF THE BOARD OF DIRECTORS OF ANDHRA PRADESH INDUSTRIAL INFRASTRUCTURE CORPORATION LIMITED HELD ON TUESDAY, THE 29th JUNE, 2004 AT 03.00 P.M. AT THE REGISTERED OFFICE OF THE COMPANY, HYDERABAD-500 004.

PRESENT:

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|-----------------------------|---|-----------------------------------|
| 1. Sri K.V.Rao, IAS | : | Chairman |
| 2. Sri L.V.Subrahmanyam IAS | : | Vice-Chairman & Managing Director |
| 3. Sri S.R.Rao, IAS | : | Director |
| 4. Sri Sameer Sharma, IAS | : | Director |
| 5. Sri R.M.Gonela, IAS | : | Director |
| 6. Sri Sanjay K.Sinha | : | Director |

IN ATTENDANCE:

- | | | |
|------------------------------|---|-----------------------|
| a. Sri K.Ramgopal, IAS | : | Executive Director-I |
| b. Sri R.V.Chandravadan, IAS | : | Executive Director-II |
| c. Sri Y.Yanadi Rao | : | Company Secretary |

1) Leave of Absence:

Leave of absence was granted to the following Directors, who could not attend the meeting due to their pre-occupation.

- Smt.Rachel Chatterjee, IAS,
- Sri S.M.Balasubramanya, IAS
- Sri Binoy Kumar, IAS

2) Confirmation of the Minutes of the 151st Meeting of the Board of Directors held on 12-03-2004:

The Minutes of the 151st Meeting of the Board of Directors of Andhra Pradesh Industrial Infrastructure Corporation Limited held on Friday, the 12th March, 2004 as circulated were confirmed.

3) Action taken on the Minutes of the 151st Meeting of the Board of Directors held on 12-03-2004:

NOTED. Regarding Item No.7 Special Economic Zone Project, the Board felt that APIIC should seek ratification orders from the Government for using the projects funds to meet PDPP Professional fees. However, the amount be recovered in the project cost.

4) To take notice of disclosure of interest by Directors under Section 299(3) of the Company Act, 1956:

NOTED.

5) Convening of the 31st Annual General Meeting as per the provisions of the companies Act, 1956 to consider and approve Annual Accounts for the year 2003-2004:

The Board decided to convene the 31st Annual General Meeting of the Company on Wednesday the 29th September, 2004 at 3.00 PM at the Registered Office of the Company to consider the approve the Annual Accounts for the year 2003-2004.

The Company Secretary was authorised to sign and issue notices to all the members of the Company on behalf of the Board as per the draft placed before the Board.

6) Hardware Park, Hyderabad – Details of land allotment – Keeping Road front land for commercial purpose – Enquires for allotment – Earmarking of some land:

NOTED.

7) Fixation of land cost, FPIP, Kuppam, Chittoor District:

The Board discussed the proposals as contained in the Agenda note and ratified the same.

8) Visakhapatnam Industrial Water Supply Project:

The Board discussed the proposals as contained in the Agenda note and decided to approve the transfer of equity shares at par worth Rs.2,18,28,150/- held by the Corporation in VIWSCO out of total equity shares of Rs.4.37 Crores.

The Board also approved the transfer of balance equity shares held by the corporation in VIWSCO as and when the amount is received by the Corporation. The VC & MD was authorised to sign necessary documents in this regard.

The Board further approved the proposals for seeking the balance loan of Rs.42.263 crores with any Financial Institution / Schedule Bank on competitive terms.

9) Change of land use conversion from Industrial to Commercial – Guidelines for grant of NOC – Review.

The Board discussed and ratified the proposals as contained in the Agenda note. It was decided to constitute a committee consisting of the following officers to evolve a mechanism to permit change of land use and give recommendations within two months which shall come up before the Board for approval.

- 1) Sri S.R.Rao, IAS
Principal Secretary to Govt.
M.A & U.D. Department
Government of A.P.
Secretariat
Hyderabad.
- 2) Sri R.M.Gonela, IAS
Member Secretary
A.P.Pollution Control Board
Hyderabad
- 3) Sri Sameer Sharma, IAS
Commissioner of Industries
Hyderabad
- 4) Sri K.Ramgopal, IAS – Convenor
Executive Director
APIIC Limited
Hyderabad

10) Authorisation to VC & MD to sub-Delegate powers to OSD, Visakhapatnam:

The Board discussed the proposals as contained in the Agenda note and approved the same.

11) Nomination of Sri T.L.Ramachandran, Senior Projects Manager for training programme on AGRI and Food business Management in USA – Ratification:

The Board discussed and ratified the proposals as contained in the Agenda Note.

12) Appeal made by Sri G.Vijender Reddy, Sr. Accountant, Jeedimetla zone for review of penalty awarded by VC & MD (Examined and rejected in the 146th Board Meeting held on 04-04-2003):

The Board reviewed the appeal filed by Sr G.Vijender Reddy, Sr. Accountant, Jeedimetla Zone on the penalty awarded and after detailed discussions, decided that there is no necessity for reducing the punishment already awarded to him since financial indiscipline should not be tolerated in the Corporation.

13) Sanction of three instalments of Dearness Allowance to NMRs who are on Regular Time Scale and also continuing with minimum pay in the time scale for the periods from 1st July, 2002 to 1st July, 2003:

The Board discussed and approved the proposals as contained in the Agenda note.

ITEMS WITH THE PERMISSION OF THE CHAIR:

14) Request made by certain Officers and Staff for sanction of Voluntary Retirement:

The Board discussed and ratified the proposals as contained in the Agenda note.

15) Requests made by certain Officers for sanction of Voluntary Retirement:

The Board resolved to sanction Voluntary Retirement to the 2 employees mentioned in the Agenda note. The Board authorised the Vice-chairman and Managing Director to take further necessary action in the matter.

16) Financial Assistance for construction of Hostel for Trainees in EPTRI – Release of Rs.20.00 lakhs by APIIC towards its contribution:

NOTED.

17) Papers for perusal:

The following papers placed before the Board of perusal were noted.

- a. G.O.Rt.No.359, dated 23-06-2004 of the Principal Secretary to Government and Commissioner for Industrial Promotion, Industries and Commerce (INF) Department, Govt. of Andhra Pradesh, regarding appointment of Sri K.Ramgopal, IAS as Executive Director, APIIC Limited.
- b. Letter No.6763/INF/A2/2004-1, dated 28-06-2004 of the Principal Secretary⁶ to Govt. and Commissioner for Industrial Promotion, Industries and Commerce Department, Govt. of Andhra Pradesh, regarding appointment of Sri Binoy Kumar, IAS as Member on the Board of Directors of APIIC Limited in place of Smt.Janaki R.Kondapi, IAS.
The Meeting terminated with a vote of thanks to the Chair.

Sd/-
K.V.RAO
CHAIRMAN

CONFIDENTIAL

MINUTES OF THE PROCEEDINGS OF THE 153rd MEETING OF THE BOARD OF DIRECTORS OF ANDHRA PRADESH INDUSTRIAL INFRASTRUCTURE CORPORATION LIMITED HELD ON TUESDAY, THE 28th SEPTEMBER, 2004 AT 11.30 A.M. AT THE REGISTERED OFFICE OF THE COMPANY, HYDERABAD-500 004.

PRESENT:

1. Sri K.V.Rao, IAS : Chairman
2. Sri L.V.Subrahmanyam, IAS : Vice-chairman & Managing Director
3. Sri Rajeshwar Tiwari, IAS : Director

IN ATTENDANCE:

- a) Sri K.Ramgopal, IAS : Executive Director - I
- b) Sri R.V.Chandravadan, IAS : Executive Director – II
- c) Sri Y.Yanadi Rao : Company Secretary

At the outset, the Board noted that Sri S.Bhattacharya, IAS, Sri Indrajit Pal, IAS and Sri Rajeshwar Tiwari, IAS are the Directors of the Company and the Chairman welcomed them on the Board of APIIC Limited.

1) Leave of Absence:

Leave of absence was granted to the following Directors, who could not attend the meeting due to their pre-occupation.

- a) Sri S.R.Rao, IAS
- b) Smt.Rachel Chatterjee, AIS
- c) Sri Binoy Kumar, IAS
- d) Sri Indrajit Pal, IAS
- e) SriS.Bhattacharya, IAS
- f) Sri Sanjay K.Sinha

2) Confirmation of the Minutes of the 152nd Meeting of the Board of Directors held on 29th June, 2004:

The Minutes of the 152nd Meeting of the Board of Directors of Andhra Pradesh Industrial Infrastructure Corporation Limited held on 29th June, 2004 as circulated were confirmed.

- 3) Action taken on the Minutes of the 152nd Meeting of the Board of Directors held on 29th June, 2004:

NOTED.

- 4) To take notice of disclosure of interest by Directors under Section 299(3) of the Companies Act, 1956:

NOTED.

- 5) Report of the Statutory Auditors and comments of the Controller and Auditor General of India on the Accounts of the company for the year ended 31-3-2000 and replies of the Corporation:

The Board discussed the proposals as contained in the Agenda note and after perusing the report of the Statutory Auditors and the comments of the Controller and Auditor General of India as also review on the accounts of the company for the year ended 31st March, 2000 by the Controller and Auditor General of India, approved the draft replies of the Company thereon.

- 6) Director's Report for the year 1999-2000 to be placed before the Board and adjourned Annual General Meeting:

The Board discussed the proposal as contained in the Agenda note and approved the draft Directors' Report for the year ended 31st March, 2000 and authorised the Chairman to sign the Directors' Report and any addendum hereto on behalf of the Board.

- 7) Convening of the Adjourned 27th Annual General Meeting:

The Board discussed the proposals as contained in the Agenda note and approved the same. The Board decided to convene the adjourned 27th Annual General Meeting of the Company on Saturday, the 30th October, 2004 at 3.00PM at the Registered Office of the Company.

The draft notice for the adjourned 27th Annual General Meeting of the Company was approved and the Company Secretary was authorised to sign and issue the notices to the members on behalf of the Board.

8) Review of recoveries – Deletion of Non-recoverable dues of Moula Ali zone:

The Board discussed the proposals as contained in the Agenda note and approved the same.

9) Ratification of expenditure incurred by APIIC to the tune of Rs.69,684.32 in connection with visit of Hon'ble Union Minister of State for NRI Affairs (Now changed as Indian Overseas Affairs) Government of India on 19-6-2004:

The Board discussed and ratified the proposal as contained in the agenda noted.

10) Sanction of Special Medical Advance to Sri V.Radha Krishna Murthy, Assistant Manager (Accts.) – Ratification.

The Board discussed the proposal as contained in the agenda note and ratified the same.

11) Sanction of Dearness Allowance to Corporation employees from 1st January, 2004 who are in revised Pay Scales, 1999 and also employees who are in Revised Pay Scales, 1993 on par with State Government employees:

NOTED.

12) Sanction of one post of Senior Driver in the Scale of Pay of Rs.3550-100-3950-120-4550-150-5300-170-6150-200-7150:

The Board discussed the proposal as contained in the agenda note and decided to address the Government that G.O.Ms.No.127, dated 22-4-2003 be made applicable to all the Corporations under it's control.

13) Amendments to Staff regulations and CDA Regulations:

The Board discussed and approved the proposal as contained in the agenda note.

14) Papers for perusal:

The following paper placed before the Board for perusal was noted.

Letter No.12727/INF/A2/2004-1, dated 21-9-2004 of the Prl. Secretary to Govt. and Commissioner for Industrial Promotion, Govt. of A.P., regarding appointment of Sri Indrajit Pal, IAS, as Director on the Board of APIIC Limited in place of Sri S.M.Balasubramanyam, IAS (Rtd.)

ITEMS WITH THE PERMISSION OF THE CHAIR

15) Utilization of the services of LTIL for developing Built to Suit facilities:

The Board discussed the proposal as contained in the Agenda note and decided to approve the same, subject to the condition that there shall not be any liability and financial commitment on the part of the Corporation.

16) Appointment of Official Directors by Designation – Nothing of the changes among Ex-officio Directors by the Board:

The Board discussed the proposals as contained the agenda note and noted that appointment of Sri S.Bhattacharya, IAS and Sri Rajeshwar Tiwari, IAS as Directors of the Company in place of Sri Sameer Sharma, IAS and Sri R.M.Gonela, IAS respectively.

The Company Secretary was requested to comply with the formalities as required under the Companies Act, 1956 after obtaining necessary information from the Directors.

17) Balance Sheet and Profit and Loss Account for the year ended 31-03-2001:

The Board considered and approved the Balance Sheet as on 31st March, 2001 and the Profit and Loss Account for the year ended 31st March, 2001 as also the schedules and notes appended thereto.

The Board authorised Sri K.V.Rao, IAS Chairman, Sri L.V.Subramanyam, IAS, Vice-Chairman and Managing Director and Sri Y.Yanadi Rao, Company Secretary to sign the Balance Sheet and Profit & Loss Account on behalf of the Board and submit the same to the Statutory Auditors of the Company for their report thereon.

18) Hardware Park, Hyderabad – Handing over of land to APIIC – Payment of Compensation to Animal Husbandry, Dairy Development & Fisheries Department for the land at Mamidipally Village, Saroornagar Mandal, R.R.District.

The Board discussed the proposals as contained in the Agenda Note and approved the same.

The Meeting terminated with a vote of thanks to the Chair.

Sd/-
K.V.RAO
CHAIRMAN

CONFIDENTIAL

MINUTES OF THE PROCEEDINGS OF THE 154th MEETING OF THE BOARD OF DIRECTORS OF ANDHRA PRADESH INDUSTRIAL INFRASTRUCTURE CORPORATION LIMITED HELD ON MONDAY, THE 27th DECEMBER, 2004 AT 11.00 A.M. AT THE REGISTERED OFFICE OF THE COMPANY, HYDERABAD-500 004.

PRESENT:

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|------------------------------|-------------------------------------|
| 1. Sri D.Subba Rao, IAS | : Chairman |
| 2. Sri L.V.Subrahmanyam, IAS | : Vice-chairman & Managing Director |
| 3. Sri S.R.Rao, IAS | : Director |
| 4. Sri T.S. Appa Rao, IAS | : Director |

IN ATTENDANCE:

- | | |
|------------------------|--------------------------|
| a) Sri K.Ramgopal, IAS | : Executive Director - I |
| b) Sri Y.Yanadi Rao | : Company Secretary |

The Board welcomed the appointment of Sri D.Subba Rao, IAS as the Chairman of the Corporation. The Board has placed on record its deep appreciation for the significant services rendered by the outgoing Chairman, Sri K.V.Rao, IAS and requested the VC & MD to communicate the same to Sri K.V.Rao, IAS.

1) Leave of Absence:

Leave of absence was granted to the following Directors, who could not attend the meeting due to their pre-occupation.

- Sri Rajeshwar Tiwari, IAS
- Smt.Rachel Chatterjee, IAS
- Sri S.Bhattacharya, IAS
- Sri Binoy Kumar, IAS
- Sri Indrajit Pal, IAS

2) Confirmation of the Minutes of the 153rd Meeting of the Board of Directors held on 28th September, 2004:

The Minutes of the 153rd Meeting of the Board of Directors of Andhra Pradesh Industrial Infrastructure Corporation Limited held on 28th September, 2004 as circulated were confirmed.

- 3) Action taken on the Minutes of the 153rd Meeting of the Board of Directors held on 28th September, 2004:

NOTED.

- 4) Papers for perusal:

The following papers placed before the Board for perusal were noted.

- a) G.O.Rt.No.667, dated 15-10-2004 of the Principal Secretary to Government and Commissioner for Industrial Promotion, Industries and Commerce (INF) Department, Government of Andhra Pradesh, regarding nomination of Sri T.S.Appa Rao, IAS, Principal Secretary to Govt. Finance (R&E) AS REPRESENTATIVE OF THE finance Department on the Board of Directors of APIIC Limited in place of Director, CRISIL Advisory Services, Mumbai.
- b) Letter No.CA V/COY/ANDHRA PRADESH, INDINF(A)/1095, dated 7-12-2004 of the Sr. Administrative Officer, Office of the Controller and Auditor General of India, New Delhi, regarding appointment M/s.Komandoor & Company, chartered Accountants, Hyderabad as the Statutory Auditors of the Company for the financial year 2003-2004 on a remuneration of Rs.27,000/- and reasonable traveling allowances and out of pocket expenses.
- 5) To take notice of disclosure of interest by Directors under Section 299(3) of the companies Act, 1956:

NOTED.

- 6) Appointment of Sri D.Subba Rao, IAS as Chairman, APIIC Limited – Consent of the Company by special Resolution under Section 314 of the companies Act, 1956:

Sri D.Subba Rao, IAS Chairman withdrew from the meeting and Sri L.V.Subramanyam, IAS, Vice-Chairman and Managing Director occupied the Chair and conducted the proceedings, when the Board considered this item.

The Board discussed the proposal as contained in the Agenda note and "RESOLVED that pursuant to the provisions of Section 314 of the Companies Act, 1956 and subject to the consent of the shareholders in the Extra-ordinary General Meeting of the Company by a Special Resolution Sri D.Subba Rao, IAS be and is hereby appointed as Chairman with effect from 19th November, 2004 holding and continue to hold an office or place of profit in the company on such pay and allowances in the supertime scale of the Indian Administrative Service admissible to him from time to time in the State Government and such other terms and conditions as set out in G.O. Rt.No.6535, dated 18-11-2004 of General Administration (Special.A) Department, Government of Andhra Pradesh, copy of which is placed before this meeting.

Further resolved that an Extra-ordinary General Meeting of the Company be convened on Monday, the 24th January, 2005 at 3.00 PM at the Registered Office of the Company to secure the consent of the members in this regard.

Further resolved that the draft notice of the Extra-ordinary General Meeting as annexed to the agenda note be and is hereby approved and the Company Secretary was authorised to sign and issue the same to all the members of the Company".

- 7) Additional ground water supply to M/s.Himjal Beverages, IDA, Pashamylaram from borewells in EPIP, Pashamylaram:

The Board discussed the proposals as contained in the Agenda note and decided to supply and additional 1.50 lakh liters / day quantity of ground water for six months at HMWSSB rate or the rate being charged to other units in the estate which ever is higher. The Board also decided that the unit should be advised that no further extension beyond the presently allowed six months period will be allowed for this facility.

- 8) Special Reimbursement of Medical Expenses to Sri C.Subba Rao, Sr. Manager (Finance), E.C.No.1542 – Ratification:

The Board discussed and ratified the proposal as contained in the Agenda note. However, the Board advised the Managing Director to address the Director of Medical Education to scrutinize the case and advice on the quantum of amount admissible. The Board further took note of the representation of the individual praying for extension of further spells of reimbursement and advised the MD to await response from DME on the earlier reimbursement affected by APIIC.

- 9) Special Reimbursement of Medical Expenses to Sri A.Lakshmikantha Reddy, Dy. Z.M(E) & Commissioner, IDA, Mallapur:

The Board discussed and advised the MD to address Director of Medical Education to scrutinize the case and advise on quantum of amount admissible.

- 10) Voluntary Loan Contribution to APSEB (Now APTRANSCO) – Dues from parties – Write Off:

The Board discussed the proposals as contained in the Agenda note and approved the same.

- 11) IDA, Nacharam – Encroachment of land by M/s.Pallavi Educational Society – Eviction from the premises:

The Board decided that M/s.Pallavi Educational Society be evicted from the land and building and the same taken by APIIC for being put to appropriate use.

- 12) Housing Schemes – Transfer of allotment of houses to third parties and restoration of allotment of houses to the allottees after resumption of possession:

The Board discussed the proposals as contained in the Agenda Note and decided to approve the same.

ITEMS WITH THE PERMISSION OF THE CHAIR:

- 13) Contribution to Chief Minister's Relief Fund:

The Board discussed the proposal as contained in the Agenda Note and decided to contribute an amount of Rs.30.00 lakhs towards Chief Minister's Relief Fund.

- 14) Loan taken for Hyderabad International Airport (HIA) – Debt swapping:

The Board discussed the proposals as contained in the Agenda Note and decided as follows:

"To borrow an amount not exceeding Rs.130.05 crores from Original Bank of Commerce, Jubilee Hills Branch, Hyderabad at an interest rate of 7.25% and as per the conditions indicated by OBC towards debt swapping with HUDCO.

The Vice-Chairman and Managing Director was authorised to sign all the documents that are necessary to avail the above loan from OBC.

The Vice-chairman and Managing Director was also authorised to affix common seal on the relevant loan documents in the presence of Sri T.S.Appa Rao, IAS, Director".

The Meeting terminated with a vote of thanks to the Chair.

Sd/-
D.SUBBA RAO
CHAIRMAN

CONFIDENTIAL

MINUTES OF THE PROCEEDINGS OF THE 155th MEETING OF THE BOARD OF DIRECTORS OF ANDHRA PRADESH INDUSTRIAL INFRASTRUCTURE CORPORATION LIMITED HELD ON WEDNESDAY, THE 30TH MARCH, 2005 AT 3.00 P.M. AT THE REGISTERED OFFICE OF THE COMPANY, HYDERABAD-500 004.

PRESENT:

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|-----|---------------------------|-------------------------------------|
| 1. | Sri A.Rambabu | : Chairman |
| 2. | Sri L.V.Subrahmanyam, IAS | : Vice-chairman & Managing Director |
| 3. | Sri Indrajit Pal, IAS | : Director |
| 4. | Sri S.Bhattacharya, IAS | : Director |
| 5. | Sri Binoy Kumar, IAS | : Director |
| 6. | Sri M.V.Narasimha Rao | : Director |
| 7. | Sri J.Narsinga Rao | : Director |
| 8. | Sri J.Gangadhara Reddy | : Director |
| 9. | Sri T.Chandrasekhar Reddy | : Director |
| 10. | Sri S.Yadagiri | : Director |
| 11. | Sri B.Krishna Murthy | : Director |
| 12. | Dr.M.Venkatappa Reddy | : Director |

IN ATTENDANCE:

- | | | |
|----|---------------------------|---------------------------|
| a. | Sri K.Ramgopal, IAS | : Executive Director – I |
| b. | Sri R.V.Chandravadan, IAS | : Executive Director – II |
| c. | Sri Y.Yanadi Rao | : Company Secretary |

The Vice-Chairman and Managing Director welcome the Chairman and other non – official Directors on the Board of the Corporation.

1) Leave of Absence:

Leave of absence was granted to the following Directors, who could not attend the meeting due to their pre-occupation.

- | | |
|----|----------------------------|
| a) | Sri Rajeshwar Tiwari, IAS |
| b) | Smt.Rachel Chatterjee, IAS |
| c) | Sri T.S. Appa Rao, IAS |

- 2) Confirmation of the Minutes of the 154th Meeting of the Board of Directors held on 27th December, 2004:

The Minutes of the 154th Meeting of the Board of Directors of Andhra Pradesh Industrial Infrastructure Corporation Limited held on 27th December, 2004 as circulated were confirmed.

- 3) Action taken on the Minutes of the 154th Meeting of the Board of Directors held on 27th December, 2004:

NOTED.

- 4) Papers for perusal:

The following papers placed before the Board for perusal were noted.

- a) G.O.Rt.No.66, dated 28-01-2005 of the Principal Secretary to Government and Commissioner for Industrial Promotion, Industries and Commerce (INF) Department, Government of Andhra Pradesh, regarding appointment Sri Ambati Rambabu, Ex-MLA, Repalle, Guntur District as Director and Chairman of the A.P. Industrial Infrastructure Corporation Limited with effect from 21-2-2005.
- b) G.O.Rt.No.55, dated 22-01-2005 of the Principal Secretary to Government and Commissioner for Industrial Promotion, Industries and Commerce (INF) Department, Government of Andhra Pradesh, regarding appointment of non-official Directors on Board of A.P. Industrial Infrastructure Corporation Limited.
- c) G.O.Rt.No.826, dated 19-02-2005 of the Chief Secretary to Government, General Administration (Special.A) Department, Government of Andhra Pradesh, regarding posting of Sri D.Subba Rao, IAS, Chairman, APIIC as Officer-on-Special Duty, APIIC, Hyderabad, in the rank of Special Chief Secretary to Government, with effect from 21-2-2005.

- 5) To take notice of disclosure of interest by Directors under Section 299(3) of the Companies Act, 1956:

NOTED.

- 6) Appointment of Sri Ambati Rambabu as Chairman, APIIC Limited – Consent of the Company by Special Resolution under Section 314 of the Companies Act 1956:

Sri Ambati Rambabu, Chairman withdrew from the meeting and Sri L.V.Subrahmanyam, IAS, Vice-Chairman and Managing Director occupied the Chair and conducted the proceedings, when the Board considered this item.

The Board discussed the proposal as contained in the Agenda Note and "RESOLVED that pursuant to the provisions of Section 314 of the Companies Act, 1956 and subject to the consent of the shareholders in the Extra-ordinary General Meeting of the members of the Company by a Special Resolution, Sri Ambati Rambabu be and is hereby appointed as Director and Chairman with effect from 21st February, 2005 holding and continue to hold an office or place of profit in the company on such Honorarium and other perks as admissible by the Public Enterprises Department, Government of Andhra Pradesh or as per the State Government orders issued to time to time.

Further resolved that an Extra-ordinary General Meeting of the Company be convened on Tuesday, the 26th April, 2005 at 3.00 PM at the Registered Office of the Company to secure the consent of the members in this regard.

Further resolved that the draft notice of the Extra-ordinary General Meeting as annexed to the agenda note be and is hereby approved and the Company Secretary was authorised to sign and issue the same to all the members of the Company".

7) Andhra Pradesh Special Economic Zone (APSEZ) – Requirement of funds for Land Acquisition:

The Board discussed the proposals as contained in the Agenda Note and approved the same.

- a) It was decided to convene the Extra – Ordinary General Meeting of the Company on Tuesday, the 26th April, 2005 at 3.00 PM at the Registered Office of the Company to consider and approve the following item of Special Business:
 - 1) To consider and if thought fit, to pass the following resolution with or without modification, as an Ordinary Resolution.

"RESOLVED that the consent of the company be and is hereby accorded under the provisions of Section 293 (1) (d) of the companies Act, 1956 to the Board of Directors of the company borrowing from time to time at its discretion for the purpose of the business of the Company either from the Company's bankers or from any scheduled Bank or from Government

of India or Government of Andhra Pradesh or from other Companies or from All India Financial Institutions like, Industrial Development Bank of India, or Unit Trust of India, or Housing and Urban Development Corporation or from International Financial Institutions like International Bank for reconstruction and Development (World Bank), Asian Development Bank or from any other International Financial Institutions or from Government of India undertaking or from local bodies or from Non-Resident Indians, etc., on such terms and conditions as to repayment, interest or otherwise as it thinks fit, such sum or sums of money as may be necessary for other loans whether unsecured or secured by hypothecation or creation of charge on the assets of the Company, upto a limit of Rs.1000.00 Crores (Rupees One thousand Crores only) outstanding at any one time, notwithstanding that money's to be borrowed together with moneys already borrowed by the Company (apart from the temporary loans obtained from the company's Bankers in the ordinary course of business) will exceed the aggregate of the paid-up capital of the company and its free reserves that is to say, reserves not so set apart for any specific purpose".

- b) Further resolved that the draft notice of the Extra – Ordinary General Meeting as annexed to the Agenda Note was approved and the Company Secretary was authorised to sign and issue the notices on behalf of the Board to all the members of the company along with the notices on Item No.6
- c) The Board also decided to borrow an amount not exceeding Rs.335.24 crores from any Financial Institutions / Housing and Urban Development Corporation (HUDCO) / Bank for the purpose of Land Acquisition of A.P.Special Economic Zone (APSEZ) and authorised the Vice-Chairman and Managing Director as follows:
 - 1) To apply to various Financial Institutions including Banks / HUDCO etc., for an amount not exceeding Rs.335.24 crores for the purpose of Land Acquisition of APSEZ including Rehabilitation & Re-settlement (R&R) package.
 - 2) To sign and execute all document in drawal of the above loan.
 - 3) To affix the Common Seal of the Corporation in the presence of Executive Director on the documents to be executed by APIIC for drawal of the above loan.

- 4) To incur expenditure like application fee, incidental expenditure etc., in obtaining the above loan.
- 5) To release the amount drawn as loan to the District Collector, Visakhapatnam for utilization for the same for Land Acquisition process of APSEZ.
- 8) Deposit work – National Games Project – APIIC Limited – (1) Construction of Stadia and (2) Development of National Games Villages under PDPP mode – Settlement of Centage Charges:

The Board discussed the proposal as contained in the Agenda note and decided that the orders of the Government in the matter be implemented. The Board felt that this should not be quoted as a precedent in future cases.

- 9) Constitution of allotment Committee for considering allotments in the Industrial Areas of Hyderabad, Ranga Reddyand Medak (Part) Districts:

The Board discussed the proposal as contained in the Agenda Note and decided to further examine the matter in the light of the new industrial policy to be announced by the government shortly and the same be integrated into our guidelines. On a point raised that the Directors should be involved in the Zonal level allotment committees, it was clarified that under the single window system constituted by the Government with various departmental nominees at the district level for speedy processing of various applications for setting up of industries at a single point and also aimed to create investor friendly environment in the State of Andhra Pradesh and as such the matter needs to be examined in detail, whether there is scope for involving non-official members in the body which is purely official in nature.

- 10) Revision / Retention of land cost at Food Processing Industrial Part (FPIP), Kuppam:

The Board discussed and approved the proposals as contained in the Agenda note.

11) M/s.Vijaya Tools & Fastners, shed No.C-8, IE, Vijayawada:

The Board discussed the proposals as contained in the Agenda Note and approved the same.

12) Request made by Sri S.Ramulu, Sr. Watchman Zonal Office, Visakhapatnam for sanction of Voluntary Retirement:

NOTED.

13) Agri and Food Business Management Programme with the theme of Accessing Global Markets at Coonoor, Tamilnadu and Ithaca, New York, USA – Nomination of Sri K.Ramgopal, IAS, Executive Director, APIIC Limited:

NOTED.

14) Restructuring of APIIC – Recommendations of Cabinet Sub-Committee – Council Resolution 424/99 – Review by Government.

NOTED.

15) Intensive Training Programme on “Good Governance and Effective Leadership” schedule to be held in south Africa and Dubai from 14th to 22nd May, 2005 – Organised by HIS India and AusHS, Australia with the support of Housing and Urban Development corporation Limited, (HUDCO) – Nomination of Sri R.V.Chandravadan, IAS Executive director, APIIC Limited.

NOTED.

ITEM WITH THE PERMISSION OF THE CHAIR:

16) Sanction of Interim Relief to Employees of APIIC Limited:

The Board discussed the proposal as contained in the Agenda Note and resolved to sanction Interim Relief at 8.5% of the Basic Pay to the employees of the Corporation with effect from 01-03-2005, duly taking an undertaking from the employees to the effect that they will abide by the orders of the government to be issued in the matter at a later date.

During review of the activities of the Corporation, the Board decided that a Cell be created with DZM level office in the zones, who will identify the plots allotted, registered but vacant for years together without any activity in order to cancel them for re-allotment of the same to the needy entrepreneurs and the zonal level cells be monitored by a cell to be created in Head Office.

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

Sd/-
AMBATI RAMBABU
CHAIRMAN

MINUTES OF THE PROCEEDINGS OF THE 156th MEETING OF THE BOARD OF DIRECTORS OF ANDHRA PRADESH INDUSTRIAL INFRASTRUCTURE CORPORATION LIMITED HELD ON WEDNESDAY, THE 29TH JUNE, 2005 AT 3.00 P.M. AT THE REGISTERED OFFICE OF THE COMPANY, HYDERABAD-500 004.

PRESENT:

- | | |
|---------------------------------|-------------------------------------|
| 1. Sri A.Rambabu | : Chairman |
| 2. Sri B.P.Acharya, IAS | : Vice-chairman & Managing Director |
| 3. Sri Indrajit Pal, IAS | : Director |
| 4. Sri S.Bhattacharya, IAS | : Director |
| 5. Sri Sri Rajeswar Tiwari, IAS | : Director |
| 6. Sri M.V.Narasimha Rao | : Director |
| 7. Sri J.Narsinga Rao | : Director |
| 8. Sri J.Gangadhara Reddy | : Director |
| 9. Sri T.Chandrasekhar Reddy | : Director |
| 10. Sri S.Yadagiri | : Director |
| 11. Sri B.Krishna Murty | : Director |
| 12. Dr.M.Venkatappa Reddy | : Director |

IN ATTENDANCE:

- | | |
|--------------------------|-------------------------|
| a) Sri K.Ramgopal, IAS | : Executive Director-I |
| b) Sri G.Janardhan Reddy | : Executive Director-II |
| c) Sri Y.V.L.Prasad | : Company Secretary i/c |

At the outset, the Board was informed of the sudden demise of Sri Y.Yanadi Rao, Company Secretary on 27-06-2005.

The services rendered by the late Sri Y.Yanadi Rao were recollected and the Board's appreciation was placed on record.

The Board has observed a 2-minute silence and condoled the death of late Sri Y.Yanadi Rao.

1) Leave of Absence:

Leave of absence was granted to the following Directors, who could not attend the meeting due to their pre-occupation.

- a) Smt. Rachel Chatterjee, IAS
- b) Sri T.S.Appa Rao, IAS
- c) Sri Binoy Kumar, IAS

2) Confirmation of the Minutes of the 155th Meeting of the Board of Directors held on 30th March, 2005:

The Minutes of the 155th Meeting of the Board of Directors of Andhra Pradesh Industrial Infrastructure Corporation Limited held on 30th March, 2005 as circulated were confirmed.

3) Action taken on the Minutes of the 155th Meeting of the Board of Directors held on 30th March, 2005:

NOTED.

4) To take notice of disclosure of interest by Directors under Section 299(3) of the Companies Act, 1956.

NOTED.

5) Convening of the 32nd Annual General Meeting as per the provisions of the Companies Act, 1956 to consider and approve Annual Accounts for the year 2004-05.

The Board decided to convene the 32nd Annual General Meeting of the Company on Thursday, the 29th September, 2005 at 3:00 PM at the Registered Office of the Company to consider and approve the Annual Accounts for the year 2004-05.

The Company Secretary was authorised to sign and issue notices to all the members of the Company on behalf of the Board as per the draft placed before the Board.

6) Report of the Statutory Auditors and comments of the Controller and Auditor General of India on the accounts of the Company for the year ended 31-3-2001 and replies of the Corporation:

The Board discussed the proposals as contained in the Agenda note and after perusing the report of the Statutory Auditors and the comments of the Controller and Auditor General of India as also the review on the accounts of the Company for the year ended 31st March, 2001 by the controller and Auditor General of India, approved the draft replies of the Company thereon.

7) Director's Report for the year 2000-01 to be placed before the Board the Board and Adjourned Annual General Meeting of the Company:

The Board discussed the proposal as contained in the Agenda note and approved the draft Directors' Report for the year ended 31st March, 2001 and authorised the Chairman to sign the Directors' Report and any addendum hereto on behalf of the Board.

8) Convening of the Adjourned 28th Annual General Meeting of the Company

The Board discussed the proposal as contained in the Agenda note and decided to convene the Adjourned 28th Annual General Meeting of the Company on Friday, the 29th July, 2005 at 3.30PM at the Registered Office of the Company.

The draft notice of the Adjourned 28th Annual General Meeting of the Company was approved and the Executive Director-I was authorised to sign and issue the notices on behalf of the Board.

9) PAPERS FOR PERUSAL:

The following papers placed before the Board for perusal were noted.

- a) G.O.Rt.No.3011, dated 28-4-2005 of the Chief Secretary to Govt., General Admn. (Spl.A) Dept, Govt. of A.P. regarding placing of Smt.D.Lakshmi Parthasarathy Bhaskar, IAS, Pri. Secy. to Govt. Industries and Commerce Department in full additional charge of the post of VC & MD, APIIC, Hyderabad.

b) G.O.Rt.No.3347, dt.15-5-2005 of the Chief Secretary to Govt., General Admn. (Spl.A) Dept., Govt. of A.P., regarding appointment of Sri B.P.Acharya, IAS as VC & MD, APIIC, Hyderabad in place of Sri L.V.Subrahmanya, IAS, who is transferred.

10) Establishment of Semiconductor Manufacturing Company (FAB) – Ratification of the action taken by VC&MD in subscribing to MOA and AOA of the Joint Venture Company.

The Board discussed and ratified the proposals as contained in the agenda note.

11) Mindspace Cyberabad Project, Madhapur – K.Raheja IT Park (Hyd) Private Limited – Increase in authorised & Equity Share Capital – Contribution by APIIC of it's share.

Discussed and decided to defer the item.

12) Registration of allotted land / sheds after implementation of industrial projects by the entrepreneurs:

Diferred.

13) Writing off rental and water arrears:

The Board discussed the proposals as contained in the Agenda note and decided to approve the same.

14) Waiver of Maintenance Charges and Water Charges:

The Board discussed the proposals as contained in the Agenda Note and decided to approve the same.

15) Waiver of rentals and Water charges in respect of Mini Industrial Estates:

The Board discussed the proposals as contained in the Agenda Note and approved the same.

16) Funds placed with Andhra Bank Financial Services Limited (ABFSL):
NOTED.

17) Special reimbursement of Medical Expenses to Sri C.Subba Rao, Sr. Manager (F), E.Code No.1542.

Discussed and deferred.

18) Reorganisation of Kurnool and Tirupathi zones.

The Board was appraised of the proposal for re-organisation of Zonal Offices.

19) Amendments to APIIC CDA Regulations, 1974:

The Board discussed the amendments proposed to the APIIC Limited CDA Regulations, 1974 and decided to approve the same.

20) Actuals for 2004-05 and Budget Estimates for 2005-06:

The Board discussed the proposals as contained in the Agenda note and approved the Actuals for 2004-05 and Budget Estimates for 2005-06.

21) Balance Sheet and Profit and Loss Account for the year ended 31-3-2002:

The Board considered and approved the Balance Sheet as on 31st March, 2002 and the Profit and Loss Account for the year ended 31st March, 2002 as also the schedules and notes appended thereto.

The Board authorised Sri Ambati Rambabu, Chairman, Sri B.P.Acharya, IAS, Vice Chairman and Managing Director to sign the Balance Sheet and Profit & Loss Account on behalf of the Board and submit the same to the Statutory Auditors of the Company for their report thereon.

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

**Sd/-
AMBATI RAMBABU
CHAIRMAN**

CONFIDENTIAL

MINUTES OF THE PROCEEDINGS OF THE 157th MEETING OF THE BOARD OF DIRECTORS OF ANDHRA PRADESH INDUSTRIAL INFRASTRUCTURE CORPORATION LIMITED HELD ON TUESDAY, THE 9TH AUGUST, 2005 AT 3.00 P.M. AT THE REGISTERED OFFICE OF THE COMPANY, HYDERABAD-500 004.

PRESENT:

- | | |
|------------------------------|-------------------------------------|
| 1. Sri A.Rambabu | : Chairman |
| 2. Sri B.P.Acharya, IAS | : Vice-chairman & Managing Director |
| 3. Sri S.Bhattacharya, IAS | : Director |
| 4. Sri S.K.Sinha, IAS | : Director |
| 5. Sri M.V.Narasimha Rao | : Director |
| 6. Sri J.Narsinga Rao | : Director |
| 7. Sri J.Gangadhara Reddy | : Director |
| 8. Sri T.Chandrasekhar Reddy | : Director |
| 9. Sri S.Yadagiri | : Director |
| 10. Sri B.Krishna Murty | : Director |
| 11. Dr.M.Venkatappa Reddy | : Director |

IN ATTENDANCE:

- | | |
|--------------------------|----------------------------|
| a) Sri K.Ramgopal, IAS | : Executive Director-I |
| b) Sri G.Janardhan Reddy | : Executive Director-II |
| c) Sri C.Subba Rao | : Senior Manager (Finance) |

1) Leave of Absence:

Leave of absence was granted to the following Directors, who could not attend the meeting due to their pre-occupation.

- a) Smt. Rachel Chatterjee, IAS
- b) Sri T.S.Appa Rao, IAS
- c) Sri Binoy Kumar, IAS
- d) Sri Indrajit Pal, IAS

2) Confirmation of the Minutes of the 156th Meeting of the Board of Directors held on 30th June, 2005:

The Minutes of the 156th Meeting of the Board of Directors of Andhra Pradesh Industrial Infrastructure Corporation Limited held on 30th June, 2005 as circulated were confirmed.

- 3) Action taken on the Minutes of the 156th Meeting of the Board of Directors held on 30th June, 2005:

NOTED.

- 4) Paper for perusal:

The following paper placed before Board for perusal was noted.

In G.O.Rt.No.4255 General Administration (Spl.A) Department, dated 2-7-2005, Sri S.K.Sinha, IAS(82), was posted at Member Secretary, APPCB.

- 5) Volkswagen – AG (VW-AG) Company – Project at Visakhapatnam:

The Board discussed and ratified the proposals as contained in the agenda note.

The Board desired that henceforth all Govt. Orders, on which APIIC will have to take action, may be placed before the Board.

- 6) Visit of delegation to Germany on Volkswagen AG facilities at Visakhapatnam – Travel Expenses:

The Board discussed and ratified the proposal as contained in the agenda note.

- 7) Remuneration payable to Statutory Auditors for the years 2000-01 onwards:

The Board discussed the proposals as contained in the Agenda Note and authorised VC & MD to fix the remuneration, as discussed in the agenda note to the statutory auditors, duly comparing the same with other Corporations like APIDC, APSTC etc.,

- 8) Writing off dues pertaining to M/s.Vani Chicory Industries Shed No.F-3, Adoni, Kurnool District:

The Board discussed the proposals as contained in the Agenda Note and decided to approve the same.

- 9) Registration of allotted land / sheds after implementation of industrial projects by the entrepreneurs:

Deferred.

- 10) Proposal of limits for room rent, operation charges, Anaesthesia Charges:

The Board discussed the proposal as contained in the Agenda Note and decided to approve the same.

- 11) Nomination of Directors on the Boards of Joint Venture Companies:

The Board discussed the proposal as contained in the Agenda note and decided to approve the same. The Board authorised the Vice Chairman and Managing Director to nominate himself or any other employee as director on the Board of Joint Venture Companies.

- 12) Development of Hyderabad International Airport – Opening of 6 individual letters of Credit / Guarantees in favour of Hyderabad Airport Ltd.,:

The Board discussed the proposal as contained in the Agenda note and approved as follows:

- a) VC & MD was authorised to open Letters of Credit / obtain a guarantees from Bank of India for an amount of Rs.289.05 crores as advised by T.R&B Department.
- b) VC & MD was authorised to execute or the delegate the powers to execute any documents and take any further action in furtherance of the above objective.
- c) VC & MD was authorised to release an amount of Rs.1,25,58,125/- to Bank of India as upfront fee for the above purpose and seek reimbursement of the same from Government.
- d) VC & MD was authorised to incur any other expenditure in connection with the above transaction.

Other Issues discussed with the permission of Chair:

13) Land Acquisition proposals / deletion proposals:

Chairman and some of the Directors expressed the opinion that the issue relating to land acquisition and deletion of lands proposed for acquisition maybe appraised to the Board. VC & Managing Director, while explaining that prior intimation may not be possible due to urgency in certain cases, agreed to the suggestion to place the details for information of the Board from time to time. However, for deletion of lands notified for acquisition, approval of the Board will be obtained.

14) Swapping of debt pertaining to Visakhapatnam Industrial Water Supply Company Limited (VIWSCO):

Chairman expressed the view that the possibility of the swapping the debt of Rs.350.00 crores taken from Rastriya Ispat Nigam Ltd., (RINL – known as Visakhapatnam Steel Plant, National thermal Power Corporation Ltd., (NTPC) and Visakhapatnam Municipal corporation (VMC) for 10% interest per annum by taking loans from other nationalised Banks which are offering loans at lower rate as on date. VC & Managing Director explained that the matter may have to be examined with reference to the participation of the stakeholders in the Project, and that VIWSCO is already evaluating the options.

The Meeting ended with a vote thanks to the Chair.

Sd/-
AMBATI RAMBABU
CHAIRMAN

MINUTES OF THE PROCEEDINGS OF THE 158TH MEETING OF THE BOARD OF DIRECTORS OF ANDHRA PRADESH INDUSTRIAL INFRASTRUCTURE CORPORATION LIMITED HELD ON THURSDAY, THE 17TH NOVEMBER, 2005 AT 3.00 P.M. AT THE REGISTERED OFFICE OF THE COMPANY, HYDERABAD-500004.

PRESENT:

1.	Sri A.Rambabu	:	Chairman
2.	Sri B.P.Acharya, IAS	:	Vice Chairman and Managing Director
3.	Sri S.Bhattacharya, IAS	:	Director
4.	Sri Ajeya Kallam, IAS	:	Director
5.	Sri T.S.Appa Rao, IAS	:	Director
6.	Sri Indrajit Pal, IAS	:	Director
7.	Sri J.Narsinga Rao	:	Director
8.	Sri J.Gangadhara Reddy	:	Director
9.	Sri T.Chandrasekhar Reddy	:	Director
10.	Sri S.Yadagiri	:	Director
11.	Sri B.Krishna Murthy	:	Director

IN ATTENDANCE;

- a) Sri G.Janardhan Reddy : Executive Director-II
b) Sri C.Subba Rao : Senior Manager(Finance)

1. Leave of Absence:

Leave of Absence was granted to the following Directors, who could not attend the meeting due to their pre-occupation.

1. Sri S.K.Sinha, IAS
2. Sri Binoy Kumar, IAS
3. Sri M.V.Narasimha Rao
4. Dr.M.Venkatappa Reddy.

2. Confirmation of the Minutes of the 157th Meeting of the Board of Directors held on 09th August, 2005:

The Minutes of the 157th Meeting of the Board of Directors of Andhra Pradesh Industrial Infrastructure Corporation Limited held on 9th august, 2005, as circulated, were confirmed.

3. Action taken on the Minutes of the 157th Meeting of the Board of Directors held on 09th August, 2005:

Noted.

4. Papers for perusal:

The following papers placed before the Board for perusal were noted.

- a) G.O.Rt.No.588, Industries & Commerce (INF) Department, dated 18.8.2005, Reconstitution of the Board of Director on the Board of APIIC Limited for a period of two years from 21.08.2005 to 20.08.2007.
- b) G.O.Rt.No.645, Industries & Commerce (INF) Department, dated 16.9.2005, substitution the words "Secretary to Govt., T.R.&B. Department".
- c) No.CA V/COY/ANDHRA PRADESH, INDINF(1)/733 of Office of the Comptroller and Auditor General of India, New Delhi, dated 3.9.2005, regarding appointment of M/s.Tukaram & Co., Chartered Accountants, Hyderabad as Statutory Auditors of the Company for the financial year 2004-2005.

5. To take notice of disclosure of interest by Directors under Section 299(3) of the Companies Act, 1956:

NOTED.

6. Change of Designations in HO of the Corporation:

The Board discussed the proposals as contained in the agenda note and approved the same. It may be verified with PE Department, Govt. of AP whether it has issued any guidelines for change of the designations before issue of orders.

It was also suggested to examine whether the designations at Zonal Levels also need to be changed.

7. Sanction of Dearness Allowance to Corporation employees from 1st January, 2005 who are in Revised Pay Scales, 1993 on par with State Government Employees:

NOTED.

8. Reimbursement of flight charges to Smt.K.Prabhavathi, W/o Late Sri Y.Yanadi Rao, Ex-Company Secretary:

The Board discussed and approved the proposal as contained in the Agenda note.

9. Registration of allotted land / sheds after implementation of industrial projects by the entrepreneurs:

NOTED.

10. Provision for Maintenance of Industrial Parks:

The Board discussed the proposals as contained in the agenda note and approved the same. While taking up of the works under the maintenance fund the Advisory Committees, headed by Directors as Chairpersons, may be kept informed.

11. Intercompany Loan to APMARKFED – Waiver of interest:

The Board discussed and approved the proposal to waive the entire interest amount, subject to receipt of the principal amount from APMARKFED.

12. Integrated Township with Golf Course and Convention Centre complex with Business Hotel Projects at Hyderabad – Execution of Lease Deeds, Conveyance Deeds, Shareholders Agreements and Share Subscription Agreements, Debenture Agreements and Escrow Account Agreements etc., - Authorising Sri K.Ram Gopal, Executive Director-I:

NOTED. The Board authorised Sri K.Ram Gopal, IAS, Executive Director to execute the lease deed for 15.00 acres of land at NAC land for Convention Complex and Business Hotel projects in favour of Cyberabad Convention Centre Private Limited and place the same before the Board for information.

The issues relating to Golf Course Project, Township project and Boutique Resorts may be processed to the Board after due examination.

13. Kakinada Special Economic Zone:

NOTED.

14. L&T Infocity Limited – Joint Venture of APIIC – Status Report:

NOTED.

15. MindSpace Cyberabad Project, Madhapur – K.Raheja IT Park (Hyd) (P) Ltd., (a Joint Venture Agreement of K.Raheja Corp., Mumbai & APIIC Ltd., - Status Position:

NOTED.

16. Establishment of Semiconductor Manufacturing Company (FAB) – Status of Project:

NOTED.

17. A.P.Special Economic Zone – Visakhapatnam:

NOTED.

18. Jawaharlal Nehru Pharmacy, Parawada, Visakhapatnam District:

NOTED.

19. Visakhapatnam Industrial Water Supply Scheme:

NOTED.

20. IT Park, Visakhapatnam:

NOTED.

21. Common Effluent Treatment Plant – Patancheru Enviro Tech Ltd., (PETL):

NOTED.

22. Venture Capital – Hyderabad Information Technology Venture Enterprises Limited (HITVEL) and Cyberabad Trustee Company Private Limited (CTCPL) – Hyderabad Information Technology Venture Enterprises (HIVE) Fund:

NOTED.

23. Revised Pay Scales, 2005:

The Board discussed the proposals as contained in the Agenda note and agreed in principle to the implementation of Revised Pay Scales, 2005 and authorised the VC&MD to take further necessary action in matter.

24. Payment of Special additional ex-gratia to the dependents to the deceased employees:

The Board discussed the proposal as contained in the agenda note and decided to approve the same, as a special case.

25. Enhancement of reimbursement of medical expenses:

The Board discussed and enhance the limit of medical reimbursement from the Rs.2,500/- per annum to Rs.5,000/- per annum with effect from 1.4.2006.

26. Special reimbursement of Medical expenses to Sri A.Lakshmi Kantha Reddy, Dy.ZM(E):

Deferred.

27. Write off dues from A.P.Carbides Ltd., (APCL) Kurnool:

It was informed to the Board that the proceeds realized out of sale of the assets of APCL, Kurnool are not sufficient to meet even the secured creditors. Since the amount due to APIIC is an unsecured debt, the chances of releasing the amount are remote. Hence, it was decided to approve the proposal as contained in the Agenda note.

28. IDA, Phase-I, Patancheru – Allotment of Plot No.7B to M/s.APSEB (APTRANSCO) for establishment of 33/11 KV Sub-station – Payment of land cot dues:

The Board discussed the proposal as contained in the agenda note and decided to approve the same.

29. APIIC Industrial Parks – Write Off Maintenance charges:

The Board discussed and approved the proposal as contained in the agenda note.

30. Balance Sheet and Profit and Loss Account for the year ended 31.03.2003:

The Board considered and approved the Balance Sheet as on 31st March, 2003 and the Profit and Loss account for the year ended 31st March, 2003 as also the schedules and notes appended thereto.

The Board authorised Sri Ambati Rambabu, Chairman and Sri B.P.Acharya, IAS, VC&MD to sign the Balance Sheet and Profit & Loss Account on behalf of the Board and submit the same to the Statutory Auditors of the Company for their report thereon.

31. Representations received from the pattadars for deletion of land from the LA proceedings of various projects:

NOTED.

32. Performance of the Company in respect of physical achievement and requisition filed with the District Collectors from 9-8-2005 to 31-10-2005:

NOTED.

33. Pricing Policy and Allotment Regulations of APIIC:

NOTED. The issue relating to revisions of price and auction of plots will be placed for the information of the Board from time to time.

34. Industrial Park, Bhongir – APSFC transfer of unit in Plot No.46 A&B allotted to M/s.Unique Concrete Bricks – Transfer of unit by APSFC in favour of Smt.J.Latha:

The Board discussed the proposal as contained in the Agenda note and decided to agree to the proposal, as a special case.

35. Implementation of industrial projects by the allottees – Follow up action:

NOTED.

36. Report of the Statutory Auditors and comments of the Comptroller and Auditor General of India on the accounts of the Company for the year ended 31.3.2002 and replies of the Corporation:

The Board discussed the proposals as contained in the Agenda note and after perusing the report of the Statutory Auditors and the comments of the Comptroller and Auditor General of India on the review on the accounts of the Company for the year ended 31st March, 2002 by the Comptroller and Auditor General of India, approved the draft replies of the Company thereon.

37. Directors Report for the year 2001-02 to be placed before the Board and Adjourned Annual General Meeting of the Company:

The Board discussed the proposal as contained in the agenda note and approved the draft Directors' Report for the year ended 31st March, 2002 and authorised the Chairman to sign the Directors' Report and any addendum hereto on behalf of the Board.

38. Convening of the Adjourned 29th Annual General Meeting of the Company:

The Board discussed the proposal as contained in the Agenda note and decided to convene the Adjourned 29th Annual General Meeting of the Company on Thursday, the 15th December, 2005 at 3:00 PM at the Registered office of the Company.

The draft notice of the Adjourned 29th Annual General Meeting of the Company was approved and the Senior Manager (Finance) was authorised to sign and issue the notices on behalf of the Board.

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

Sd/-
AMBATI RAMBABU
CHAIRMAN

CONFIDENTIAL

MINUTES OF THE PROCEEDINGS OF THE 159TH MEETING OF THE BOARD OF DIRECTORS OF ANDHRA PRADESH INDUSTRIAL INFRASTRUCTURE CORPORATION LIMITED HELD ON WEDNESDAY, THE 28TH DECEMBER, 2005 AT 11.00 A.M. AT THE REGISTERED OFFICE OF THE COMPANY, HYDERABAD.

PRESENT:

- | | | |
|-----|---------------------------|--|
| 1. | Sri A.Rambabu | : Chairman |
| 2. | Sri B.P.Acharya, IAS | : Vice Chairman and
Managing Director |
| 3. | Sri Ajeya Kallam, IAS | : Director |
| 4. | Sri Indrajit Pal, IAS | : Director |
| 5. | Sri J.Narsinga Redo | : Director |
| 6. | Sri J.Gangadhara Reddy | : Director |
| 7. | Sri T.Chandrasekhar Reddy | : Director |
| 8. | Sri S.Yadagiri | : Director |
| 9. | Sri B.Krishna Murthy | : Director |
| 10. | Sri M.V.Narasimha Rao | : Director |
| 11. | Dr.M.Venkatappa Reddy | : Director |

IN ATTENDANCE:

- | | | |
|----|-----------------------|-----------------------------------|
| a) | Sri K.Ramgopal, IAS | : Executive Director-I |
| b) | Sri G.Janardhan Reddy | : Executive Director-II |
| c) | Sri C.Subba Rao | : Chief General Manager (Finance) |

1. Leave of Absence:

Leave of absence was granted to the following Directors, who could not attend the meeting due to the pre-occupation.

1. Sri T.S.Appa Rao, IAS
 2. Sri S.Bhattacharya, IAS
 3. Sri S.K.Sinha, IAS
 4. Sri Binoy Kumar, IAS
2. Confirmation of the Minutes of the 158th Meeting of the Board of Directors held on 17th November, 2005:

The Minutes of the 158th Meeting of the Board of Directors of Andhra Pradesh Industrial Infrastructure Corporation Limited held on 17th November, , 2005 as circulated, were confirmed.

3. Action taken on the Minutes of the 158th Meeting of the Board of Directors held on 17th November, 2005 :

NOTED. During the discussions it was suggested that where ever repairs to the Roads are taken up, CC Roads may be considered instead of WBM/Bitumen Roads as CC Roads have Longer life and cost of Bitumen has increased recently. However, it will be subject to availability of funds.

4. IE, Tadipatri – Allotment of Plot No.21 to M/s. The Tadiparti Industrial Estate Workers Welfare Society, Tadiparti – Payment of land cost – Waiver of interest on land cost:

The Board discussed the proposal as contained in the agenda note and decided to approve the same.

5. IP,Gajulamandyam – Allotment of land of AC.36.33 to M/s.O.R.Distilleries – Request for waiver of interest on land cost and restoration fee:

The Board discussed the proposal and decided to waiver interest as the contained in the agenda note. However, it was decided to collect Restoration fee.

6. Release of funds to Government of AP against cost of lands allotted:

Noted.

7. APIIC Ltd – Integrated Township with Golf Course and Convention Centre Complex with Business Hotel Projects at Ranga Reddy District – Execution of various documents – Authorising Sri K.Ram Gopal, IAS, Executive Director to execute all the above documents:

The Board discussed and approved the proposal as contained in the agenda note. The Board authorised Sri K.Ram Gopal, IAS, Executive Director to sign all the documents on behalf of APIIC.

ITEMS WITH THE PERMISSION OF THE CHAIR

8. Information on allotment of land at IP, Mallapur to M/s GVK Biosciences(P)Ltd:

Deferred.

9. Touring of officials to foreign countries –
Approval of the expenditure:

The Board discussed the proposal as contained in the agenda note and decided to approve the same.

10. Industrial Park, Sanathnagar – Allotment of Shed No.A-7 to
M/s. Sreeco Engineering Industries – Request for waiver of
interest on belated payment of shed cost:

The Board discussed the proposal as contained in the Agenda note and decided to accept the amount of Rs. 5.00 lakhs towards interest component and waiver the Balance amount.

11. Deletion of land from the Land Acquisition
proceedings of various projects:

Noted.

12. Expansion of Financial District/IT Park, Extent
Acs.20.12 GTS. Kokapet village, Extent Acs.8.10Gts:

Noted.

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

Sd/-
AMBATI RAMBABU
CHAIRMAN

CONFIDENTIAL

MINUTES OF THE PROCEEDINGS OF THE 160TH MEETING OF THE BOARD OF DIRECTORS OF ANDHRA PRADESH INDUSTRIAL INFRASTRUCTURE CORPORATION LIMITED HELD ON FRIDAY, THE 24TH FEBRUARY, 2006 AT 3.00 P.M. AT THE REGISTERED OFFICE OF THE COMPANY, HYDERABAD.

PRESENT:

- | | | | |
|-----|---------------------------------|---|--|
| 1. | Sri A.Rambabu | : | Chairman |
| 2. | Sri B.P.Acharya, IAS | : | Vice Chairman and
Managing Director |
| 3. | Smt.D.Lakshmiparthasarathy, IAS | : | Director |
| 4. | Sri S.Bhattacharya, IAS | : | Director |
| 5. | Sri T.S.Appa Rao, IAS | : | Director |
| 6. | Sri Rajeshwar Tiwari, IAS | : | Director |
| 7. | Sri Binoy Kumar, IAS | : | Director |
| 8. | Sri Ajeya Kallam, IAS | : | Director |
| 9. | Sri J.Narsing Rao | : | Director |
| 10. | Sri J.Gangadhara Reddy | : | Director |
| 11. | Sri T.Chandrasekhar Reddy | : | Director |
| 12. | Sri S.Yadagiri | : | Director |
| 13. | Sri B.Krishna Murthy | : | Director |
| 14. | Sri M.V.Narasimha Rao | : | Director |
| 15. | Dr.M.Venkatappa Reddy | : | Director |

IN ATTENDADANCE:

- | | | | |
|----|-----------------------|---|---------------------------------|
| a) | Sri G.Janardhan Reddy | : | Executive Director |
| b) | Sri C.Subba Rao | : | Chief General Manager (Finance) |

1. Confirmation of the Minutes of the 159th Meeting
of the Board of Directors held on 28th December, 2005:

The Minutes of the 159th Meeting of the Board of Directors of Andhra Pradesh Industrial Infrastructure Corporation Limited held on 28th December, 2005 as circulated, were confirmed.

3. Action taken on the Minutes of the 159th Meeting of the Board of Directors held on 28th December, 2005:

Noted.

4. PAPERS FOR PERUSAL:

The following papers placed before the Board for perusal were noted.

- a) G.O.Rt.No.2, Industries & Commerce Dept. dated 02-01-2006, Principal Secretary to Government and Commissioner for Industrial Promotion was appointed as Director on the Board of APIIC in the place of VC & MD, APIDC.
- b) Sri S.K.Sinha, IAS who was the Member Secretary of A.P.Pollution Control Board was transferred and Sri Rajeshwar Tiwari, IAS was appointed as Member Secretary of A.P.Pollution Control Board, in G.O.Rt.No.38, Environment, Forests, Science & Technology (ENV) Dept. dated 30-01-2006.

5. To take notice disclosure of interest by Directors under Section 299(3) of the Companies Act, 1956:

Noted.

6. Extending the benefit of Sanction of advance increment to the employees who acquire higher/additional qualification of MCA (Master of Computer Applications):

The Board discussed the proposal as contained in the agenda note and approved the same.

7. Change of Designations of Officers of the Corporation in Head Office:

The Board discussed the proposal as contained in the agenda note and approved the same

8. Classification of Staff of the Corporation – Amendment to Staff Regulations:

The Board discussed and approved the proposals as contained in the agenda note.

9. Creation of a new Zone and restructuring of certain Zones:

Noted.

10&11 To consider the requests made by certain officers
for sanction of Voluntary Retirement:

The Board discussed and approved the proposals as contained in the agenda notes. The Board authorised the VC & MD to take necessary action as per the standing Government offers in the matter.

12. Recovery of dues on Water Charges and Maintenance Charges – Waiver of interest scheme – Extension of time:

The Board discussed the proposal as contained in the agenda note and decided to approve the same.

13. Industrial Park, Paddapuram – Allotment of 202.83 acres of (UDL) land to M/s. RAK Ceramic (I) Limited on ORS basis – Payment of land cost – Waiver of interest:

The Board discussed the proposal as contained in the agenda note and decided to approve the same.

14. Acquisition of 54.54 acres of land in Malkapur Village, Eluru Mandal, West Godavari District – In favour of the Eluru Town Automobile Mechanics Association – Payment of land compensation – Exemption of service charges, legal expenses:

The Board discussed the proposal as contained in the agenda note and decided to approve the same.

15. Details of land acquisition for which requisitions were filed with the District Collectors concerned:

Noted. It was desired that, in future, the period of statement may be indicated for clarity.

16. Allotment of land at IP, Mallapur to M/s. GVK Biotech (P) Limited (Deferred Item No.8 of 159th Board Meeting held on 28-12-2005):

Noted.

17. Loan to APSFC by APIIC to an extent of Rs. 50.00 Crores:

During the deliberations on the issue, MD, APSFC informed that the terms and conditions indicated in the agenda note for sanction and release of Rs. 50.00 Crores to APSFC do not entitle APSFC to treat this amount as equity of Government for maintenance of Capital Adequacy Ratio (CAR). MD, APSFC also informed that on these lines he has addressed a letter dated 22nd February, 2006 to APIIC. Hence, he requested that the loan of Rs. 50.00 Crores may be given with a condition that the loan is given pending conversion to equity and no time limit for repayment be indicated. It was also indicated that an agreement will be entered into between APSFC and APIIC with out any promissory note to be executed by APSFC. It was also informed by MD, APSFC that APSFC will not insist on allotment of 100 acres of land as proposed in Govt. Order. Principal Secretary, Industries & Commerce & CIP and Prl.Secretary, Finance also endorsed this view. After due deliberations, it was decided, as follows:

- a) To extend a loan of Rs. 50.00 Crores to SPSFC, pending conversion to equity.
- b) The loan shall carry interest at 7% p.a. payable before 31st March, 30th June, 30th September, 31st December and so on.
- c) APSFC will have to pass a resolution in the Board for taking the above loan.
- d) An agreement is to be entered into between APSFC and APIIC to the above effect.

18. Revised Estimates for 2005-06 and Budget Estimates for 2006-07:

The Board discussed the proposals as contained in the agenda note and approved the Revised Estimates for the year 2005-06 and Budget Estimates for the year 2006-07.

ITEMS WITH THE PERMISSION OF THE CHAIR:

19. Enhancement of reimbursement of Tuition Fee for the children of the Corporation Employees:

The Board discussed the proposal as contained in the agenda note and decided to approve the same.

20. Papers for perusal:

The following Paper which was placed before the Board for perusal was noted.

© G.O.Ms.No.346 Industries and Commerce (TEX) Department dated 301-2-2005, regarding allotment of land for establishment garment/Textile Unit at Industrial Park, Nacharam.

21. Obtaining loan from Scheduled Banks or Financial Institutions for the activities of APIIC:

The Board discussed the proposals as contained in the agenda note and decided as follows:

- VC & MD be authorised to raise loans for an amount not exceeding Rs.200 Crores from the scheduled Banks/Financial Institutions for the above activities or any other activities in furtherance of objectives of APIIC Limited.
- VC & MD be authorised to finalize the rate of interest for the above funding arrangement and offer any securities including fixed deposits as sought for by the funding institutions.
- VC & MD be authorised to execute/delegate the power to execute necessary documents for obtaining the above loan as discussed above.
- Common Seal be affixed on the required documents in the presence of the Executive Director, APIIC Ltd.
- VC & MD be authorised to incur expenditure relating to process fee, documentation fee and any other relevant expenditure for raising the above loan.

22. Special reimbursement of Medical Expenses to Sri A. Lakshmikantha Reddy, Dy.Z.M (E) – (deferred Item No.26 of 158th Board Meeting held on 17-11-2005):

The Board discussed the proposal and approved the same, as a special case.

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

Sd/-
AMBATI RAMBABU
CHAIRMAN

CONFIDENTIAL

MINUTES OF THE PROCEEDINGS OF THE 161ST MEETING OF THE BOARD OF DIRECTORS OF ANDHRA PRADESH INDUSTRIAL INFRASTRUCTURE CORPORATION LIMITED HELD ON THURSDAY, THE 6TH APRIL, 2006 AT 12.00 NOON AT THE REGISTERED OFFICE OF THE COMPANY, HYDERABAD.

PRESENT:

1. Sri A.Rambabu : Chairman
2. Sri B.P.Acharya, IAS : Vice Chairman and
Managing Director
3. Sri T.S.Appa Rao, IAS : Director
4. Sri S.Bhattacharya, IAS : Director
5. Sri J.Narsinga Rao : Director
6. Sri J.Gangadhara Reddy : Director
7. Sri T.Chandrasekhar Reddy : Director
8. Sri S.Yadagiri : Director
9. Sri B.Krishna Murthy : Director
10. Sri M.V.Narasimha Rao : Director
11. Dr.M.Venkatappa Reddy : Director

IN ATTENDANCE:

1. Sri V.Raja Reddy, IFS : Executive Director
2. Sri C.Subba Rao : Chief General Manager (Finance)
3. Sri T.L.Ramachandran : Chief General Manager (P&D)

1. Leave of Absence:

Leave of absence was granted to the following Directors, who could not attend the meeting due to their pre-occupation.

- a. Smt.D.Lakshmi Parthasarathy, IAS
- b. Sri Rajeshwar Tiwari, IAS
- c. Sri Binoy Kumar, IAS and
- d. Sri Ajeya Kallam, IAS.

2. Confirmation of the Minutes of the 160th Meeting of the Board of Directors held on 24th February, 2006:

The following additional resolution was approved under the Item " Items with the permission of the Chair" in addition to the Minutes of the 160th Meeting of the Board of Directors of APIIC Limited held on 24th February, 2006, as proposed by Principal Secretary to Government & CIP, Industries and Commerce Department and Principal Secretary to Government, Finance Department.

LAND ACQUISITION:

During the discussions, it was informed that APIIC has been following the provisions of the Land Acquisition Act, 1894(LA Act) (As amended from time to time) for acquisition of land at various places and in that process APIIC is facing various claims towards enhanced compensation under Section 18 of LA Act. The settlement of the claims through courts of Law is a time consuming process and it is taking not less than 10 years for settlement of the same.

Hence, it was suggested that APIIC may explore the possibility of acquiring lands in future under the concept of "Consent Award Method" as per directions issued by Govt. from time to time, for consent award, as far as possible. This suggestion was made to avoid Section 18 references under LA Act and to arrive at final cost to the prospective entrepreneurs.

Rest of the Minutes of the 160th Meeting of the Board of Directors held on 24.22006, as circulated, were confirmed.

3. Action taken on the Minutes of the 160th Meeting of the Board of Directors held on 24th February, 2006:

NOTED.

4. PAPER FOR PERUSAL:

The following paper placed before the Board for perusal was noted.

G.O.Rt.No.193, Industries & Commerce (INF) Department dated 21.03.2006, Principal Secretary to Government and Commissioner for Industrial Promotion was appointment of Board of Directors on the Board of APIIC, change of addresses of certain Directors – Amendment.

5. Permission for investing share capital in the SPV of Hyderabad Pharma Infrastructure and Technologies Ltd:

The Board discussed the proposal as contained in the agenda note and approved the same.

6. Visakhapatnam Industrial Water Supply Project:

The Board discussed the proposal as contained in the agenda note and approved the same.

7. APIIC - Visakhapatnam Industrial Water Supply Project - Minutes of the meeting held on 17-12-2005 by Hon'ble Chief Minister, Government of A.P., Hyderabad:

Noted.

8. APIIC – Jawaharlal Nehru Pharma City – Park Level Authority Constituted:

Noted.

9. Sanction of Special Incentive to the Employees of the Corporation:

It was decided to workout incentives based on performance and place before the next Board Meeting.

ITEMS WITH THE PERMISSION OF THE CHAIR

10. Waiver/Nominal charges of process fee and service charges from the Automobile Entrepreneurs for establishment of Autonagar:

The Board discussed the proposal as contained in the agenda note and decided to approve the same.

It was decided that a note on future policy to be adopted on Autonagars may be placed before the next Board meeting for discussion.

11. PAPER FOR PERUSAL:

The appointment of Sri V.Raja Reddy, IFS as Executive Director APIIC by Government was noted.

12. IT Park, Manikonda & Raidurg – Execution of Development Agreements-cum-Power of Attorney in favour of Developers:

Deferred.

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

Place:Hyderabad

Dated: 6-4-2006

sd/-
AMBATI RAMBABU
CHAIRMAN

// Certified True copy //

“ADDENDUM”

2. Confirmation of the Minutes of the 160th Meeting of the Board of Directors held on 24th February, 2006:

The following additional resolution was approved under the Item “ Items with the permission of the Chair” in addition to the Minutes of the 160th Meeting of the Board of Directors of APIIC Limited held on 24th February, 2006, as proposed by Principal Secretary to Government & CIP, Industries and Commerce Department and Principal Secretary to Government, Finance Department.

LAND ACQUISITION:

During the discussions, it was informed that APIIC has been following the provisions of the Land Acquisition Act, 1894(LA Act) (As amended from time to time) for acquisition of land at various places and in that process APIIC is facing various claims towards enhanced compensation under Section 18 of LA Act. The settlement of the claims through courts of Law is a time consuming process and it is taking not less than 10 years for settlement of the same.

Hence, it was suggested that APIIC may explore the possibility of acquiring lands in future under the concept of “Consent Award Method” as per directions issued by Govt. from time to time, for consent award, as far as possible. This suggestion was made to avoid Section 18 references under LA Act and to arrive at final cost to the prospective entrepreneurs.

Rest of the Minutes of the 160th Meeting of the Board of Directors held on 24.2.2006, as circulated, were confirmed.

(As approved in the 161st Meeting of the Board of Directors held on 06.04.2006)

Sd/-
AMBATI RAMBABU
CHAIRMAN

CONFIDENTIAL

Minutes of the 162nd Meeting of Board of Directors of Andhra Pradesh Industrial Infrastructure Corporation Limited, held on Wednesday, the 5th July 2006 at 3.00 P.M. at the Registered office of the Company, Hyderabad.

PRESENT:

The following Directors were present at the meeting:

1. Sri A.Rambabu
Chairman
2. Sri B.P.Acharya, IAS
Vice Chairman & Managing Director
3. Sri I.Y.R.Krishna Rao, IAS
Principal Secretary to Govt.(Finance R&E) Dept.
4. Sri S.Bhattacharya, IAS
Commissioner of Industries
5. Sri T.Chatterjee, IAS
Principal Secretary to Govt. T.R & B. Deptt.
6. Sri Rajeshwar Tiwari, IAS
Member Secretary, A.P. Pollution Control Board
7. Sri J.Narsinga Rao
8. Sri J.Gangadhara Reddy
9. Sri S.Yadagiri
10. Sri B.Krishna Murthy
11. Sri M.V.Narasimha Rao
12. Dr.M.Venkatappa Reddy

ON INVITATION

1. Sri G.Janradhan Reddy : Executive Director
2. Sri C.Subba Rao : Chief General Manager (F)
3. Sri.T.L.Ramachandran : Chief General Manager (Proj)

IN ATTENDANCE:

Sri M.Siva S. Reddy : Company Secretary

1. Leave of Absence:

Leave of absence was granted to the following Directors, who could not attend the meeting.

1. Smt.D.Lakshmi Parthasarathy, IAS
Principal Secretary to Govt. Inds. & Com. Deptt.
2. Sri Ajeya Kallam, IAS.
Managing Director, APSFC
3. Sri T.Chandrasekhar Reddy

2. Confirmation of the Minutes of the previous Meeting

The Board confirmed the minutes of the previous meeting (161st Board meeting) held on 6-4-2006 as correct record.

3. Taking note of Action taken on the Minutes of the previous Meeting:

The Board has taken note of the action taken on the minutes of the previous meeting.

4. PAPERS FOR PERUSAL:

The Board has taken note of the following items.

- a) i. The appointment of Sri IYR Krishna Rao IAS in place of Sri T.S.Appa Rao, IAS.
ii. The appointment of Sri T.Chatterjee IAS in place of Sri Binoy Kumar, IAS.
- b) Repatriation of Sri V.Raja Reddy, IFS and consequent posting of Sri Vikas Raj, IAS as Executive Director in full additional Charge.
- c) Appointment of Sri M.Siva S.Reddy, Company Secretary.
- d) Directions of Govt. in respect of SLPEs.

5. Notice of disclosure of interest by Directors U/S 299(3) of the Companies Act, 1956:

The Board has taken note of the notices given by the following Directors under section 299(3) of the Companies Act, 1956.

1. Sri Ambati Rambabu
2. Sri B.P.Acharya, IAS
3. Sri Ajeya Kallam, IAS
4. Sri M.V.Narasimha Rao
5. Sri T.Chandrasekhar Reddy
6. Sri B.Krishna Murthy
7. Sri J.Gangadhara Reddy

6. Report of the Statutory Auditors and comments of the Comptroller and Auditor General of India on the accounts of the Company for the year ended 31.3.2003 and replies of the Corporation:

The Board has taken note of the report of the Statutory Auditors and comments of the Comptroller and Auditor General of India and approved the replies furnished by the Company to the comments of the Comptroller and Auditor General of India for the Financial Year 2002-03.

7. Approval of Directors' Report for the year 2002-03:

The Board has approved the Director's report for the year 2002-2003 and passed the following Resolution.

“RESOLVED that Directors' Report for the year ended 31st March, 2003 be and hereby approved and the same be signed by Sri Ambati Rambabu, Chairman of the Company on behalf of the Board”.

8. Approval for the Adjourned 30th Annual General Meeting:

The Board has approved the convening of Adjourned 30th Annual General Meeting and passed the following Resolution.

“ RESOLVED that the Adjourned 30th Annual General Meeting be convened on 12-07-2006 at 3-00 P.M. at the Regd. Office of the Company to consider and adopt the Annual Accounts for the financial year 2002-03”.

“Further Resolved that the Company Secretary be and hereby authorised to sign and issue the notice to all the concerned”.

9. Approval for the 33rd Annual General Meeting 2005-06:

The Board has passed the Resolution.

“ RESOLVED that the 33rd Annual General Meeting be convened on Thursday, the 28th September, 2006 at 3-00 P.M. at the Regd. of the Company to consider and adopt the Annual Accounts for the financial year 2005-06.

Further Resolved that the Company Secretary be and hereby authorised to sign and issue the notices on behalf of the Board”.

10. Sanction of Special incentive to the Corporation Employees:

Instead of the proposal contained in the agenda item, after deliberations, it was decided to pay an amount equivalent to one month basic pay plus DA to all the present employees, keeping in view the outstanding performance of the Corporation during 2005-06.

11. Enhancement of eligibility ceiling - House Building Advance to the Corporation Employees:

The Board discussed the proposal as contained in the agenda note and decided to approve the same.

12. Enhancement of the limits with regard to conveyance Advance, Educational Advance, Festival Advance, Computer Advance to the Corporation Employees:

The Board discussed the proposal as contained in the agenda note and decided to approve the same.

13. Enhancement of Tour D.A:

The Board discussed the proposal as contained in the agenda note and decided to approve the same.

14. Enhancement of Tour DA to the Corporation employees:

The Board discussed the proposal as contained in the agenda note and decided to approve the same.

15. Enhancement of age of superannuation for Class IV employees of the Corporation:

After deliberations, it was decided not to approve the proposal contained in the agenda note.

16. Development of Business District & Trade Towers at Manchirevula

The Board was briefed about the progress made in the bidding process of trade towers and the Board noted the same.

17. Cement trading done during 1977 – 1982 and other Misc. advances paid up to 1989

After discussion, the Board accorded its approval to write off an amount of Rs.4, 26,258.43 as indicated in the agenda note

18. Details of land requisitioned under LA Act:

The Board noted the details of land for which requisitions filed for acquisition with the District Collector concerned for the period 1-2-2006 to 31-05-2006

Enhanced Land Compensation Claims (ELC) in Public Private Participation (PPP) Projects

The issue regarding ELC claims payable by APIIC in respect of acquired lands in PPP projects was discussed. After deliberations, it was decided that a clause relating to ELC claims be incorporated in the agreements to be entered into with the developer in PPP projects to be taken up in future so as to protect the interest of the Company, whereof any future ELC claims are met by the developer.

The Board reiterated its the earlier resolution to go for acquisition of land under consent award clause.

19. Execution of Land Lease Agreement for Brandix India Apparel City Private Limited at Visakhapatnam:

The Board noted the G.O.Ms.No.155 Industries & Com.(TEX) Dept. dt.9-6-2006 and D.O.letter dated 20-6-2006, directing the

APIIC to enter into land lease agreement with Brandix India Apparel City Private Limited at Visakhapatnam and approved the execution of agreements by Chief General Manager (Projects) on behalf of APIIC Ltd.

20. APIIC Allotment Regulations – Sanction of 10% rebate to certain categories:

The Board resolved to extend 10% rebate/concession in the sale consideration of plots/sheds to be purchased by the Scheduled Caste entrepreneurs, who converted into Christianity or Buddhism and VC&MD was authorised to issue suitable amendments to the APIIC Allotment Regulations, 1998.

21. Industrial Park, Nacharam – Regularisation of occupation of land by Pallavi Education Society:

After deliberations, the board did not approve the proposal contained in the agenda and it was decided that action should be initiated immediately to get the status quo orders issued by the Hon'ble High Court vacated and report the status to the next Board meeting.

22. Particulars of Foreign Tours:

The Board has taken note of G.O.Rt.No.2832, General Administration (Spl.B) Department, dt.2-6-2006 permitting Sri B.P. Acharya, IAS, VC & MD, APIIC to go to USA for attending meeting of Members of National Association Manufacturers of USA and approved the expenditure incurred in this connection.

23. Expenditure incurred on various projects:

The Board has approved the expenditure incurred by the APIIC towards Automobile Projects as contained in the agenda note. In this connection, it was suggested to explore the possibilities of adjusting these amounts against the dues payable to the Govt. and the above suggestion was endorsed by the Principal Secretary (Finance).

24. Visakhapatnam Industrial Water Supply Company – Buying out of equity of L&T Ltd, PSL Holdings Ltd and IL & FS by APIIC:

After deliberations, it was decided to authorize VC&MD to act as per the Govt.directions.

25. Approval of Annual Accounts for the Financial Year 2003-04:

The Board has approved the Annual Accounts for the financial year 2003-2004 and passed the following resolution.

“Resolved that Balance Sheet as at March 31, 2004 and Profit and Loss Account for the year ending March 31, 2004 of the Company be and hereby approved”.

“Resolved that Sri Ambati Rambabu, Chairman, Sri B.P.Acharya, Vice-Chairman & Managing Director, and Sri M. Siva S. Reddy, Company Secretary be and hereby authorized to sign the Balance sheet as at March 31, 2004 and Profit and Loss account for the year ending March 31, 2004 on behalf of the Board of Directors and submit the same to the Auditors of the Company for their report”.

ITEMS WITH THE PERMISSION OF THE CHAIR

26. Foreign Tour and other expenses:

The Board approved the expenditure incurred in connection with the foreign tour of Chairman, Executive Director-II and Chief Engineer-II for the purpose of promotion of investment on the occasion of Golden Jubilee Celebrations of Malaysian Telugu Association at Kaula Lumpur.

27. Foreign Tour of E.D-II and Manager (Coordination) to Colombo, Srilanka:

The Board approved the expenditure incurred in connection with the Foreign Tour of Executive Director-II and Manager (Coordination) for participating in the Indian Trade Fair, 2005, Colombo, Srilanka.

28. Development of IT Park at Vijayawada:

The Board has noted the progress of bidding process of Development of IT Park at Vijayawada.

29. IT Parks at Manikonda & Raidurg – Execution of Development Agreements-cum-Power of Attorney in favour of Developers:

Deferred.

30. Writing off material at site (MAS)& Inventory

As proposed in the agenda item, it was decided to write off an amount of Rs. 47,54,461-42 in the Books for the accounting year 2005-2006.

31. Phase-V, IDA,Jeedimetla – Allotment of land on long lease basis – Conversion of allotment from lease to outright sale basis:

Deferred

Other Issues discussed

32 Allotment Guidelines

The issue regarding streamlining of allotment procedure be attempted so as to make the allotment regulations more entrepreneur friendly was discussed and VC&MD was requested to come up with specific time lines for each stage of allotment procedure to the next Board Meeting.

33. Environment Management

VC&MD informed that a memorandum of understanding (MOU) was signed on 23-06-2006 with GTZ, International Services, an enterprise under private law owned by German Federal Govt. GTZ closely works with Central Pollution Control Board, Govt. of India for Environmental Protection Management.

During the discussions it was felt that an Environment Management Fund, be created for setting up modern environment management system in the Industrial Parks.

In this connection, VC&MD was requested to organize a study tour of Directors to other states like Maharastra and Gujarat etc. where the Industrial Parks have adopted proper environmental management system.

Vote of Thanks

There being no other business to be transacted the meeting ended with a vote of thanks to the chair.

Date: 06-07-2006

Place: Hyderabad

Sd/-
A.Rambabu
CHAIRMAN

CONFIDENTIAL

Minutes of the 163rd Meeting of Board of Directors of Andhra Pradesh Industrial Infrastructure Corporation Limited, held on Thursday, the 5th October, 2006 at 3.00 p.m. at the Registered office of the Company, Hyderabad.

PRESENT:

The following Directors were present at the meeting:

1. Sri A.Rambabu
Chairman
2. Sri B.P.Acharya, IAS
Vice Chairman & Managing Director
3. Sri T.Chatterjee, IAS
Principal Secretary to Govt. T.R & B. Deptt.
4. Sri Rajeshwar Tiwari, IAS
Member Secretary, A.P. Pollution Control Board
6. Sri J.Narsinga Rao
7. Sri J.Gangadhara Reddy
8. Sri S.Yadagiri
9. Sri B.Krishna Murthy
10. Sri M.V.Narasimha Rao
11. Sri T.Chandrasekhar Reddy

ON INVITATION

1. Sri D.Muralidhar Reddy : Executive Director
2. Sri C.Subba Rao : Chief General Manager (F)

IN ATTENDANCE:

Sri M.Siva S. Reddy : Company Secretary

1. Leave of Absence:

Leave of absence was granted to the following Directors, who could not attend the meeting.

1. Smt.D.Lakshmi Parthasarathy, IAS
Principal Secretary to Govt. Inds. & Com. Deptt.

2. Sri I.Y.R.Krishna Rao, IAS
Principal Secretary to Govt.(Finance R&E) Dept.
3. Sri Ajeya Kallam, IAS.
Managing Director, APSFC
4. Sri S.Bhattacharya, IAS
Commissioner of Industries
5. Dr.M.Venkatappa Reddy

2. Confirmation of the Minutes of the previous Meeting

The Board confirmed the minutes of its previous meeting (162nd Board meeting) held on 5-7-2006 as correct record.

3. Taking note of Action taken on the Minutes of the previous Meeting:

The Board has taken note of the action taken on the minutes of the 162nd meeting of the Board of Directors.

4. PAPERS FOR PERUSAL:

The Board has taken note of the following items.

- A)** Appointment of Tukaram & Co, Chartered Accountants as Statutory Auditors of the Corporation for the financial year 2005-06 by the Comptroller & Auditor General of India.
- B)** G.O.Rt.No.2532, General Administration (Spl.D) Department dated 16-5-2006 with regard to ban of all foreign visits of Officials (Cadre/non-cadre) except as provided in that G.O.
- C)** G.O.Ms.No.411, MA & UD (A1) Department dated, 4-8-2006 with regard to buying out of equity shares of L&T Ltd, IL&FS Investments Ltd and PS Holdings in Visakhapatnam Industrial Water Supply Company Ltd (VIWSCO) by APIIC & GVMC and release of interest free loan of 14.87 Crores by the APIIC to the GVMC for buying out equity shares

The Board was also informed about the execution of loan agreement between APIIC & GVMC on 22-9-2006 and release of the interest free loan of Rs.14.87 crores to GVMC.

- D) Appointment of Sri D. Muralidhar Reddy, Special grade Deputy Collector, as Executive Director of APIIC Ltd. He assumed charge on 31-08-2006.
- E) G.O.RT No.553 Industries & Commerce (INF) Department dated 2-9-2006 regarding mobilization of resources – Remittance of funds by APIIC to the Govt.

The Board was also informed that an amount of Rs.150 crores was remitted to the Govt. account as per the above G.O. as on 30-09-2006

5. Change of designations of certain cadres in the Corporation:

The Board discussed the proposal as contained in the agenda note and decided to approve the same.

6. Payment of Special incentive to employees of the Corporation:

The Board discussed the proposal as contained in the agenda and decided to approve the payment of special incentive (approved in 162nd Board Meeting held on 05-07-2006) to the following categories of employees also who worked for a minimum period of 6 months during the period from 1-4-2005 to 31-03-2006-

- Employees who have retired
- Employees who have retired under VRS
- Employees who have passed away

7. Revised Pay Scales, 2005 – Adoption of recommendations of One Man Committee:

After discussion, the Board resolved to adopt the following G.Os to the corporation as contained in the agenda.

- 1)G.O.(P) No.181, Finance (PC-I) Department, dt.29.6.2006, regarding admissibility of House Rent Allowance in the RPS, 2005.

2)G.O.(P) No.182, Finance (PC-I) Department, dt.29.6.2006,
revising rates of City Compensatory Allowance.

3)G.O.Ms. No.198, Finance (TA) Department, dt.6.7.2006,
revising the Special Pays to Typists/Stenographers.

4)G.O.Ms. No.197, Finance (TA) Department, dt.6.7.2006,
revising Conveyance Allowance to Physically Handicapped.

8. Payment of minimum pay in the Revised Pay Scales, 1999 & 2005 to the NMRs:

After discussion, the Board resolved to extend the benefit of revised pay scales 1999 & 2005 to the 12 employees working as NMRs duly fixing their pay corresponding to the scale given in RPS 1993 at minimum in the Revised Pay Scales 1999 & 2005 with effect from the date of issue of orders without prejudice to the pending court cases.

9. Krishi Engines Ltd, Sanathnagar, (Under liquidation) - Write Off:

After discussion, the Board resolved to write off an amount Rs.19,42,433-75 in the books of account as on 31.03.2005 due from the Krishi Engines Ltd,

10. Details of land requisitions for acquisition from 01-6-2006 to 20-9-2006:

The Board noted the details of land for which requisitions filed for acquisition with the District Collector concerned for the period from 01-06-2006 to 20-09-2006.

Requisitions for Patta Land:

The issue regarding filing of requisition for patta land was discussed. After deliberations, it was decided that any requisition for patta land Under L.A. Act, should be approved by the Board before such a requisitions is sent to the Collector/LAO concerned. In this connection, the Board reiterated its earlier stand (157th Board Meeting held on 9-8-2005) that any deletion of land for which requisition was already filed should be approved by the Board.

11. Phase-V, IDA, Jeedimetla – Conversion of allotment from lease to outright sale basis

After discussion, the Board has approved the conversion of 27.87 acres of land from lease to outright sale for all the allottees in that land at the rate of Rs. 2,000/- per square meter which is valid upto 31-03-2007.

12. IT Parks, Manikonda & Raidurg – Execution of Development Agreements-cum-Power of Attorney in favour of Developers

Deferred

13. Notice of disclosure of interest by Directors

The Board has taken note of the notices given by the following Directors under section 299(3) of the Companies Act, 1956.

1. Smt. D.Lakshmi Parthasarathy, IAS
2. Sri S.Bhattacharya, IAS
3. Sri Rajeshwar Tiwari, IAS
4. Sri I.Y.R.Krishna Rao, IAS
5. Sri T.Chatterjee, IAS
6. Sri S.Yadagiri
7. Sri J.Narsing Rao

14. Environment Management Plans for Industrial Parks and creation of Environment Management Fund

The Board has approved the creation “Environment Management Cell” in APIIC. It was also decided that a fund called “Environment Management Fund” be created furtherance of the above objective.

For the financial year 2006-07, it was decided that an amount of Rs. 25.00 crores be allocated towards Environment Management Fund and an amount of Rs. 50.00 crores be allocated towards this fund from 2007-08 onwards.

ITEMS WITH THE PERMISSION OF THE CHAIR

15. Dues form the Govt. of A.P. –Observations of AG on the Accounts for the year 2003-2004

After discussion, the Board has approved to write off the following amounts in its books of accounts as on 31-03-2005 which are due form the Govt. of A.P.

Rentals-	Rs. 1,88,207-94
Hire Purchase-	Rs. 18,685-10
EMD-	Rs. 21,33,420-56
Legal Charges-	Rs. 8,34,836-98

16. Authorisation to Chairman to take necessary Legal Action

The issue regarding several news items published in Newspapers against APIIC, which are incorrect, was discussed. After deliberations, the Chairman of the Corporation was authorized to take necessary legal action on behalf of the Corporation in this regard.

17. Change of Land use – conversion from Industrial to Commercial:

The Board recalled the discussion took place in its 152nd Board Meeting held on 29-06-2004 on evolving a mechanism to permit change of land use from industrial to commercial. The Board requested the VC&MD to indicate further developments in this matter.

Vote of Thanks

There being no other business to be transacted the meeting ended with a vote of thanks to the chair.

Sd/-
A.Rambabu
CHAIRMAN

Date : 05-10-2006
Place : Hyderabad

CONFIDENTIAL

MINUTES OF THE PROCEEDINGS OF THE 164th MEETING OF THE BOARD OF DIRECTORS OF ANDHRA PRADESH INDUSTRIAL INFRASTRUCTURE CORPORATION LIMITED HELD ON FRIDAY, THE 27th OCTOBER, 2006 AT 4.00 P.M. AT THE REGISTERED OFFICE OF THE COMPANY, HYDERABAD-500 004.

PRESENT:

1. Sri A.Rambabu : Chairman
2. Smt.D.LakshmiParthasarathy, IAS : Prl. Secy. to Govt. & CIP, Inds.&Com. Deptt.
3. Sri B.P.Acharya, IAS : Vice-chairman & Managing Director
4. Sri S.Bhattacharya, IAS : Commissioner of Industries.
5. Sri J.Narsinga Rao
6. Sri J.Gangadhara Reddy
7. Sri S.Yadagiri
8. Sri B.Krishna Murty
9. Sri M.V.Narasimha Rao
10. Sri T.Chandrasekhar Reddy

ON INVITATION:

1. Sri D.Muralidhar Reddy : Executive Director
2. Sri C.Subba Rao : Chief General Manager (F)

IN ATTENDANCE:

- Sri M.Siva S.Reddy : Company Secretary

1) **Leave of Absence:**

Leave of absence was granted to the following Directors, who could not attend the meeting:

1. Sri I.Y.R.Krishna Rao, IAS
Principal Secretary to Govt. (Finance R&E) Dept.
2. Sri Ajeya Kallam, IAS
Managing Director, APSFC
3. Sri T.Chatterjee, IAS
Principal Secretary to Govt. T.R & B Deptt.
4. Sri Rajeshwar Tiwari, IAS
Member Secretary, A.P. Pollution Control Board
5. Dr.M.Venkatappa Reddy

2) **Confirmation of the Minutes of the previous Meeting:**

The Board confirmed the Minutes of the previous meeting (163rd Board meeting) held on 5-10-2006 as correct record.

3) **Taking note of Action taken on the Minutes of the previous Meeting:**

The Board has taken note of the action taken on the minutes of the previous meeting.

4) **Enhancement of ceiling for reimbursement of Medical Expenses:**

The proposal contained in the agenda note was approved by the Board.

5) **Amendments to the Leave Regulations:**

The Board approved the proposal contained in the Agenda Note.

6) **IT Parks, Manikonda & Raidurg O Execution of Development Agreements-cum-Power of Attorney in favour of Developers (Deferred Item No.12 of 163rd Board Meeting held on 5-10-2006):**

The Board approved the proposal contained in the Agenda Note.

During the discussions it was noted that two access roads towards north of the proposed IT park by the LANCO group are being provided under the concept of "External infrastructure" to be provided by GoAP / APIIC. Hence, it was desired that the words "two approach roads (towards north of project site) may be replaced against the word "approach road" in the Development agreement wherever required.

ITEMS WITH THE PERMISSION OF THE CHAIR

7) **Relaxation to Staff Regulations to benefit in-service employees:**

The proposal contained in the agenda note was approved by the Board.

- 8) **Development of Industrial Park at Pulivendula, Kadapa District – Identification of land – extent acs.300.00 (approximately) – Permission for acquisition of lands:**

It was decided to acquire upto 300 acres (approx) of land on Pulivendula – Muddanur Road for development of Industrial Park.

- 9) **Extension of rent of 20% HRA, subject to a ceiling of Rs.4,000/- per month to Employees working in Patancheru Zone of the Corporation:**

The Board approved the proposal contained in the Agenda Note.

- 10) **Representation dt.29-7-06 received from M/s.DCL Polyesters Limited, alongwith action plan for grant of extension of time for implementation of 2 different Projects in the land of 731.07 acres allotted at IP, Peddapuram:**

And

- 11) **Follow up action on cancellation of allotment of Non-implementation cases at Auto Nagar, Tenali:**

The Board discussed the above items and VC & MD was requested to come up with general guidelines for restoring the allotments, which were cancelled after sale deed was executed, to the next Board Meeting.

- 12) **Request for Proposal (RFP) Document:**

The Board desired that RFP Document pertaining into any Project may, henceforth, be placed before the Board for approval.

Vote of Thanks:

There being no other business to be transacted the meeting ended with a vote of thanks to the Chair.

Date: 27-10-2006
Place: Hyderabad

Sd/-
A.RAMBABU
CHAIRMAN

CONFIDENTIAL

Minutes of the 165th Meeting of Board of Directors of Andhra Pradesh Industrial Infrastructure Corporation Limited, held on Monday, the 18th December 2006 at 3.00 p.m at the Registered office of the Company, Hyderabad.

PRESENT:

The following Directors were present at the meeting:

1. Sri A.Rambabu
Chairman
2. Smt.D.Lakshmi Parthasarathy, IAS
Principal Secretary to Govt. & CIP, Inds. & Com. Deptt.
3. Sri B.P.Acharya, IAS
Vice Chairman & Managing Director
4. Sri S.Bhattacharya, IAS
Commissioner of Industries
5. Sri J.Narsinga Rao
6. Sri J.Gangadhara Reddy
7. Sri S.Yadagiri
8. Sri B.Krishna Murthy
9. Sri M.V.Narasimha Rao
10. Sri T.Chandrasekhar Reddy
11. Dr.M.Venkatappa Reddy

ON INVITATION

1. Sri D.Muralidhar Reddy : Executive Director-I
2. Sri P.Manjan Rao : Executive Director-II

IN ATTENDANCE:

Sri M.Siva S. Reddy : Company Secretary

1. Leave of Absence:

Leave of absence was granted to the following Directors, who could not attend the meeting.

1. Sri Rajeshwar Tiwari, IAS
Member Secretary, A.P. Pollution Control Board
2. Sri I.Y.R.Krishna Rao, IAS
Principal Secretary to Govt.(Finance R&E) Dept.
3. Sri T.Chatterjee, IAS
Principal Secretary to Govt. T.R & B. Deptt.
4. Sri Ajeya Kallam, IAS.
Managing Director, APSFC

2. Confirmation of the Minutes of the previous Meeting:

The Board confirmed the minutes of the previous meeting (164th Board meeting) held on 27-10-2006 as correct record.

3. Taking note of Action taken on the Minutes of the previous Meeting:

The Board has taken note of the action taken on the minutes of the previous meeting.

4. Report of the Statutory Auditors and comments of the Comptroller and Auditor General of India on the accounts of the Company for the year ended 31-03-2004 and replies of the Corporation:

The Board has taken note of the report of the Statutory Auditors and comments of the Comptroller and Auditor General of India and approved the replies furnished by the Company to the comments of the Comptroller and Auditor General of India and Statutory Auditors for the Financial Year 2003-04.

5. Approval of Directors' Report for the year 2003-04:

The Board has approved the Directors' Report for the year 2003-04 and passed the following Resolution.

“RESOLVED that Directors’ Report for the year ended 31st March, 2004 be and hereby approved and the same be signed by Sri Ambati Rambabu, Chairman of the Company on behalf of the Board”

6. Approval for the Adjourned 31st Annual General Meeting of the Company:

The Board has approved the convening of Adjourned 31st Annual General Meeting and passed the following Resolution

“RESOLVED that the Adjourned 31st Annual General Meeting be convened on 22-12-2006 at 3-00 p.m. at the Regd. Office of the Company to considered and adopt the Annual Accounts for the financial year 2003-04 and increase of Statutory Audit fee for the years 2004-05 to 2006-07, by giving shorter notice subject to the approval of the shareholders.”

“FURTHER RESOLVED that the Company Secretary be and hereby authorised to sign and issue the notice to all the concerned”.

7. Writing off of Inventory (Construction Materials):

After deliberations, the Board has approved for the writing off an amount of Rs. 1,52,076.11 in the books of accounts as there is no possibility of recovery of materials.

8. Private Participation in HITVEL & CTCPL:

The Board discussed the proposals as contained in the agenda note and passed the following resolution.

“RESOLVED that the proposal for privatization of Hyderabad Information Technology Venture Enterprises Limited (HITVEL) in favour of Sri Venture Capital Limited, Kolkata (SVCL) be and is hereby approved subject to approval of the Government.”

“Further resolved that out of the 42500 equity shares of Rs. 10/- each fully paid up in HITVEL held by APIIC, 32300 equity shares be transferred to SVCL @ Rs.35/- per share aggregating to Rs. 11,30,500.00 (Rupees eleven lakhs thirty thousand five hundred only) representing 76% of the present stake in terms of

the MoU signed by the Chairman and Chief Executive Officer, HITVEL with SVCL”.

“Further resolved that the entire 8500 equity shares of Rs. 10/- each fully paid up in Cyberabad Trustee Company Private Limited (CTCPL) held by APIIC, 8500 equity shares to be transferred to SVCL at par aggregating to Rs. 85,000/- (Rupees eighty five thousand only) in terms of the MoU signed by the Chairman and Chief Executive Officer, HITVEL with SVCL”.

“Further resolved that Sri B.P. Acharya, IAS, VC & MD of APIIC & Director of HITVEL & CTCPL be and is hereby authorized to execute, severally, the MoU, Transaction Documents, share transfer deeds and any other documents/deed and other acts as may be required in terms of the said MoU”

9. Deletion of Acs.11.30 in Sy.No.414 of Thimmapuram Vg. Edlapadu Mandal, Guntur District from acquisition:

Rejected.

10. Details of land for which requisitions filed/to be Filed for acquisition of patta land with the Concerned District Collectors:

After deliberations, the Board has approved for the acquisition of lands, as mentioned in the agenda note.

11. IP, Peddapuram – M/s RIL (formerly M/s DCL Polyesters Limited) _ Extension of time:

After deliberations, the Board has authorized the VC&MD to take necessary action on this matter.

12. Restoration of plots for non-implemented units:

After deliberations, the Board has approved the following:

a) In respect of Autonagars, Cancellation orders be kept in abeyance on payment of Delay Condonation fee @ 2% on the

present land cost on the extent allotted, initially for a period of 6 months i.e. up to 31-07-2007. During the first 6 months, construction work should be commenced. Commercial production should be achieved in the next 12 months. This whole process should be completed within one and half year i.e. on or before 31-07-2008. Restoration orders will be issued only after the commencement of commercial production.

b) In respect of Industrial Parks, Cancellation orders be kept in abeyance initially for a period of 6 months i.e. up to 31-07-2007 on payment of the Delay Condonation fee as mentioned below:

Criteria	Delay Condonation fee as percentage on the Present land cost on the Extent allotted
-----------------	--

- | | |
|--|-----|
| 1. Possession given on or after
01-01-2003 | 5% |
| 2. Possession given between
01-01-2000 and 31-12-2002 | 10% |
| 3. Possession given between
01-01-1997 and 31-12-1999 | 20% |
| 4. Possession given before
01-01-1997 | 50% |

During the first 6 months (i.e.31-07-2007), construction work should be commenced. Commercial production should be achieved in the next 18 months (i.e.31-01-2009). This whole process should be completed within two years i.e. on or before 31-01-2009. Restoration orders will be issued only after the commencement of commercial production.

c) However, the above scheme for restoration shall not apply to allotments made for Support Services/Commercial Activities including residential plots in the area earmarked for Common Facilities.

d) Orders keeping the cancellation orders in abeyance be issued, after Payment of delay condonation fee as prescribed and on execution of a bond on a Non-Judicial Stamp paper in the approved format for implementation of the project with in the given time.

e) It was also further resolved to continue the Drive of “cancellation of non-implementation units” as an ongoing exercise and a suitable mechanism may be evolved.

13. Filing up of certain posts given Voluntary Retirement, but not identified as surplus:

After deliberations, the Board has approved the proposal for the filling up of the 10 senior cadre posts as mentioned in the agenda note which were not identified as “surplus” during the year 1999 and also authorized the VC&MD to fill up other posts which were not identified as “surplus” as and when need arises.

14. Investment in Visakhapatnam Industrial Water Supply Company (VIWSCO):

After deliberations, the Board has approved the proposal contained in the agenda.

15. Conversion of land use from industrial to others:

After due deliberations, the Board has requested the VC&MD to propose suitable guidelines to the next Board meeting.

16. Visit of Chairman and Officers to China:

The Board has taken note of the visit of Chairman, VC & MD, E.D-I and C.E-I to China.

17. Remuneration payable to Statutory Auditors for the year 2004-05, 2005-06, 2006-07 (3 years):

After deliberations, the Board has approved the following:

- Increasing of Statutory Audit Fee from Rs. 50,000/- to Rs. 90,000/- per financial year excluding service tax for the Financial Years from 2004-05, 2005-06 and 2006-07.

- Payment of Tax Audit Fee at Rs. 10,000/- p.a. excluding service tax for the Financial Years 2004-05, 2005-06 and 2006-07.
- Cap on the out of pocket expenses @ Rs.40, 000/- p.a. for the Financial Years 2004-05, 2005-06 and 2006-07.

18. Sanction of medical advance and reimbursement of Medical Expenditure as a special case to Sri D.K.V. Subrahmandyam, Assistant Manager(D), Visakhapatnam:

The Board has approved for the Sanction of additional medical advance of Rs. 2,30,000/- (beyond maximum limit) in addition to the advance of Rs. 1,70,000/- already sanctioned. (Total advance of Rs. 4,00,000/-), as a special case, to Sri D.K.V. Subrahmandyam, Assistant Manager(D), Visakhapatnam and Reimbursement of actual medical expenditure after completion of the treatment and on scrutiny of the detailed bills for the treatment mentioned in the Agenda note against the above advances, subject to ceiling of Rs . 4, 00,000/-

19. Dilution & Disinvestments of share holding in M/s. L&T Infocity Limited – JV Company of APIIC:
Rejected

20. Development of Trade Tower (Minimum 100 floors) and Business District – Draft Request for Proposal (RFP):

After deliberations, the Board has approved the Request for Proposal (RFP) document for Development of Trade Tower (Minimum 100 floors) and Business District with a minor modification i.e., achievement of the minimum cumulative percentage of 50% under “Development and Management” criteria, instead of 50% on each subcategory thereof and 70% on cumulative basis for the “Development and Management” criteria.

Technical Committee comprising reputed experts may be appointed by the VC& MD to assist in evaluation of Designs / Bids and the selection of the successful bidder may be put for approval of the Board.

21. Approval of Annual Accounts for the Financial Year 2004-05:

The Board has approved the Annual Accounts for the financial year 2004-05 and passed the following resolution.

“RESOLVED that Balance Sheet as at 31st March, 2005 and Profit and Loss Account for the year ending 31st March, 2005 of the Company be is and hereby approved”.

“RESOLVED that Sri Ambati Rambabu, Chairman, Sri B.P.Acharya, IAS, Vice Chairman & Managing Director and Sri M.Siva S.Reddy, Company Secretary be and hereby authorised to sign the Balance Sheet as at 31st March, 2005 and Profit and Loss account for the year ending 31st March, 2005 on behalf of the Board of Directors and submit the same to the Auditors of the Company for their report”.

ITEMS WITH THE PERMISSION OF THE CHAIR:

22. Combined tour of Board of Directors to Gujarat and Maharashtra:

The Board has taken note of the expenditure of Rs. 2,12,393/- incurred towards the combined tour of Board of Directors to Gujarat and Maharashtra

23. IT-SEZ Kesarapalli Village, Vijayawada:

The Board has taken note of the award of IT-SEZ Project at Kesarapalli village, Vijayawada to L&T Infocity Limited.

24. Approval for Land Acquisition:

After deliberations, the Board has approved for the acquisition of lands as mentioned in the agenda note.

Vote of Thanks:

There being no other business to be transacted the meeting ended with a vote of thanks to the Chair.

Sd/-
A.RAMBABU
Chairman

Date : 18-12-2006

Place : Hyderabad

CONFIDENTIAL

Minutes of the 166th Meeting of Board of Directors of Andhra Pradesh Industrial Infrastructure Corporation Limited, held on Friday, the 19th January, 2007 at 2.30 p.m at the Registered office of the Company, Hyderabad.

PRESENT:

The following Directors were present at the meeting:

1. Sri A.Rambabu
Chairman
2. Sri B.P.Acharya, IAS
Vice Chairman & Managing Director
3. Sri S.Bhattacharya, IAS
Commissioner of Industries
4. Sri J.Narsinga Rao
5. Sri J.Gangadhara Reddy
6. Sri S.Yadagiri
7. Sri B.Krishna Murthy
8. Sri M.V.Narasimha Rao
9. Sri T.Chandrasekhar Reddy
10. Dr.M.Venkatappa Reddy

ON INVITATION

Sri P.Manjan Rao : Executive Director-II

IN ATTENDANCE:

Sri M.Siva S. Reddy : Company Secretary

1. Leave of Absence:

Leave of absence was granted to the following Directors, who could not attend the meeting.

1. Smt.D.Lakshmi Parthasarathy, IAS
Principal Secretary to Govt. & CIP, Inds. & Com. Deptt.

2. Sri Rajeshwar Tiwari, IAS
Member Secretary, A.P. Pollution Control Board
3. Sri I.Y.R.Krishna Rao, IAS
Principal Secretary to Govt.(Finance R&E) Dept.
4. Sri T.Chatterjee, IAS
Principal Secretary to Govt. T.R & B. Deptt.
5. Sri Ajeya Kallam, IAS.
Managing Director, APSFC

2. Confirmation of the Minutes of the previous Meeting:

The Board confirmed the minutes of the previous meeting (166th Board meeting) held on 19-01-2007 subject to following modifications:

To be inserted under Item No.12:

In case of non-implementation of projects, where no requests were received for restorations, so far, the benefits of the proposed scheme shall not be made applicable.

Accordingly, clarificatory circular is to be issued.

As regards cases of non-implementation, where the field staff did not issue notices of cancellation, suitable action is to be taken against those found responsible for the lapse, in the matter.

To be inserted under Item No.24

Where acquisition of large extents of land i.e., above 500 acres is proposed in one particular location, the matter may be brought to the notice of the Government.

3. Taking note of Action taken on the Minutes of the Previous Meeting:

The Board has taken note of the action taken on the minutes of the previous meeting.

4. CDSL No.130124000078531 with HDFC Bank Ltd., - DEMAT A/c – Authorization to operate the Account:

The Board discussed the proposals as contained in the agenda note and passed the following Resolution:

“RESOLVED that the Depository Participant Account No.130124000078531 in the name of the Andhra Pradesh Industrial Infrastructure Corporation Limited (APIIC Ltd.) with HDFC Bank Limited be operated by the following officials.

Name of the Official	Mode of operation	Limit (Market value)
Mr.A.A.Narasimha Rao Mr.K.Sanyasi Rao	Jointly	Unlimited

“Further resolved that the above mentioned officials be and are hereby authorized operate the Depository Participant Beneficiary Account and they be and are hereby further authorized to sign for, sell, purchase, transfer, negotiate and/or otherwise deal in Bonds, Debentures, Government Securities, State Government Securities, Treasury Bills and other Debt instruments up to the limits stated against their names”.

“Resolved further that the above mentioned officials be and are hereby authorized to execute letters of Indemnity and declarations, make applications and execute any other documents, receive interest and principal there of on behalf of the said company and to do such other deeds, acts matters and things as may be desirable, necessary and expedient”.

“Resolved further that Company Secretary be and is hereby authorized to furnish a copy of the resolution certified as true to HDFC Bank Limited”

5. Promotion to the post of Chief General Manager (Finance)

The Board discussed the proposal as contained in the agenda notes and decided to relax the condition stipulating 5 years in the feeder post for promotion, in favour of Sri A.A.Narasimha Rao, General Manager (Finance), as a special case considering his long experience in the Corporation in various cadres, so as to make him eligible for consideration for promotion as Chief General Manager (Finance).

6. Extension of Lien period to Sri K.Suri Babu, Deputy Zonal Manager (Engineering):

After discussion, the Board ratified the action and accorded the approval for treating the period of non reporting to duty of Sri. K.Suri Babu, Dy.Zonal Manager (Engg) from 31-12-2005 to 24-08-2006 as Extra Ordinary Leave.

The Board further resolved that No Lien shall be granted to any employee of the Corporation and any employee of the Corporation who is working on the Deputation in other Corporations/Govt. Departments shall be called back immediately as there is severe manpower requirement in the Corporation.

ITEMS WITH THE PERMISSION OF THE CHAIR:

7. Details of lands for which requisitions filed/to be filed for acquisition of patta land with the District Collectors concerned:

After deliberations, the Board has approved the proposal for the acquisition of lands, as contained in the agenda note.

8. Demerger of K.Raheja IT Park (Hyderabad) Ltd:

The Board has perused the scheme of arrangement of demerger of K.Raheja IT Park, as communicated by IT & C Department, vide letter

No.45/OSD (ITES)/Prom/2002 dt.10.01.2007. Before the demerger, the J.V. Agreements to be entered with new companies are to be placed before the Board for approval.

9. Visit of Corporation Officials to China, Philippines and Malaysia:

The Board has approved the proposed visit of Officials of Corporation (Sri D.Parthasaradhi Rao, Chief Engineer, Sri M.Dasaradharami Reddy, Zonal Manager, Shamshabad Zone, Sri T.Sampath Kumar, Zonal Manager, Nellore and Sri D.Harnath Reddy, Zonal Manager, Special Projects Zone, Visakhapatnam) to China, Philippines and Malaysia.

Vote of Thanks:

There being no other business to be transacted the meeting ended with a vote of thanks to the Chair.

Sd/-
A.Rambabu
Chairman

Date: 13-02-2007
Place: Hyderabad

CONFIDENTIAL

Minutes of the 167th Meeting of Board of Directors of Andhra Pradesh Industrial Infrastructure Corporation Limited, held on Tuesday, the 20th February, 2007 at 2.30 p.m. at the Registered office of the Company, Hyderabad.

PRESENT:

The following Directors were present at the meeting:

1. Sri A.Rambabu
Chairman
2. Smt.D.Lakshmi Parthasarathy, IAS
Principal Secretary to Govt. & CIP, Inds. & Com. Deptt.
3. Sri B.P.Acharya, IAS
Vice Chairman & Managing Director
4. Sri S.Bhattacharya, IAS
Commissioner of Industries
5. Sri Ajeya Kallam, IAS.
Managing Director, APSFC

ON INVITATION

Sri D.Muralidhar Reddy : Executive Director-I
Sri P.Manjan Rao : Executive Director-II

IN ATTENDANCE:

Sri M.Siva S. Reddy : Company Secretary

1. Leave of Absence:

Leave of absence was granted to the following Directors, who could not attend the meeting.

1. Sri Rajeshwar Tiwari, IAS
Member Secretary, A.P. Pollution Control Board
2. Sri T.Chatterjee, IAS
Principal Secretary to Govt. T.R & B. Deptt.
3. Sri I.Y.R.Krishna Rao, IAS

Principal Secretary to Govt.(Finance R&E) Dept.

2. Confirmation of the Minutes of the Previous Meeting:

The Board confirmed the minutes of the previous meeting (166th Board meeting) held on 19-01-2007 as correct record.

3. Sanction of Dearness Allowance to Corporation Employees:

The Board has taken note of the sanction of dearness allowance to its employees as per the G O (P) No.19 Finance (PC.I) Department dt.2.2.2007.

ANY OTHER ITEM WITH THE PERMISSION OF THE CHAIR:

The Chairman broached the issue relating to land acquired for DCL Polyesters and subsequently sold to M/s Reliance Industries in IP Peddapuram, near Kakinada. In this connection, the Chairman expressed a view that the matter needs to be re-examined with reference to the general guidelines fixed by the Board for restoration of non-implementation units.

He further opined that the land was not utilized for the implementation of the project for the last ten years, according to the policy approved by the Board, 50% penalty of the present land cost should be imposed i.e. that is more than 70 crores. This case needs to be treated on par with other non-implemented cases. In this issue, other members of the Board are requested to place the next Board meeting, as they are fully aware of the facts of the case.

The MD pointed out the important differences between the non-implemented units and this case, as the land was acquired for the unit and the mutation was allowed with due permission less than 2 years ago. After detailed discussions of the matter it was decided to place the details of the case during the next Board Meeting for review.

Vote of Thanks:

There being no other business to be transacted the meeting ended with a vote of thanks to the Chair.

Sd/-
A.Rambabu
Chairman

Date: 20-02-2007
Place: Hyderabad

Minutes of the 168th Meeting of Board of Directors of Andhra Pradesh Industrial Infrastructure Corporation Limited, held on Friday, the 30th March 2007 at 12.00 noon at the registered office of the Company, Hyderabad.

PRESENT:

The following Directors were present at the meeting:

1. Smt D.Lakshmi Parthasarathy, IAS
Chairperson, APIIC &
Principal Secretary to Govt. & CIP,
Inds. & Com. Deptt
2. Sri B.P.Acharya, IAS
Vice Chairman & Managing Director
3. Sri S.Bhattacharya, IAS
Commissioner of Industries
4. Sri Ajeya Kallam, IAS.
Managing Director, APSFC

ON INVITATION

Sri D.Muralidhar Reddy : Executive Director-I

IN ATTENDANCE:

Sri M.Siva S. Reddy : Company Secretary

1. Leave of Absence:

Leave of absence was granted to the following

1. Sri Rajeshwar Tiwari, IAS
Member Secretary, A.P. Pollution Control Board
2. Sri I.Y.R.Krishna Rao, IAS
Principal Secretary to Govt.(Finance R&E) Dept.
3. Sri T.Chatterjee, IAS
Principal Secretary to Govt. T.R & B. Deptt.

2. Confirmation of the Minutes of the previous Meeting:

The Board confirmed the minutes of the previous meeting (167th Board meeting) held on 20-02-2007 as correct record.

3. Taking note of Action taken on the Minutes of 166th Meeting:

The Board has taken note of the action taken on the minutes of the 166th Board meeting held on 19-01-2007.

4. Taking note of Action taken on the Minutes 167th Meeting:

The Board has taken note of the action taken on the minutes of the 167th Board meeting held on 20-02-2007.

5. Paper for Perusal:

The Board has taken note of the G.O.Rt.No.111 dated 21.2.2007 of Industries and Commerce (INF) Department, regarding appointment of Smt. D.Lakshmi Parthasarathy, IAS, Principal Secretary to Government and Industrial Promotion, Industries and Commerce Department as Chairperson of the APIIC Limited.

6. Note to the Board on account of interim order dated 20-02-2007 by Hon'ble High Court of AP, passed in W.P.M.P. No.132 of 2007 in W.A. No.31 of 2007 filed by Sri Md.Zaheer, Sr.Messenger (Relieved on 30-04-2006 by superannuation retirement) and Sri M.John, Messenger cum Roneo Operator (Relieved on 31-12-2006 by superannuation retirement):

In pursuance of the Court directions, the Board has considered the cases of Sri Md.Zaheer and Sri M.John.However, their claims for continuance in service beyond 58 years could not be accepted, as per the guidelines stipulated in the Service rules of the Corporation which provide superannuation of class IV employees on attaining the age of 58 years. Hence, their requests were rejected

7. Redesignation of the post of Chief General Manager as Vice President:

After deliberations, the Board has approved for the redesignation of the post of Chief General Manager, with 5 (five) years of completed service in that cadre, as Vice President, and sanctioned one increment upon such redesignation as "Vice President".

8. Sanction of Special Incentive to the Employees of the Corporation:

The Board discussed the proposal as contained in the agenda note, after deliberations, keeping in view of the guidelines framed last year for payment of special incentive, it was decided to pay an amount equivalent to two months basic pay and DA to all employees, including Contract employees of APIIC.

Further, the V.C & M.D was authorised to extend such suitable incentives to the personnel hired through the private agencies.

9. Formation of SPV for IT SEZ, Kesarapalli, Vijayawada:

The Board discussed the proposal as contained in the agenda note and decided to approve the same and passed the following Resolution.

"RESOLVED THAT pursuant to the applicable provisions of the Companies Act, 1956, the Board has ratified action taken by the Company for formation of a joint venture Company in the name and style of "L&T HITECH CITY LIMITED", and invest a sum of Rs. 5 Crores (five crores) in the equity shares towards the share capital of the proposed joint venture Company, subject to such permissions, consents and approvals as may be required.

RESOLVED FURTHER THAT Mr K.V.V. Sathi Reddy, Chief Engineer –I of the Company, Mr T.L. Ramachadran, Chief General Manager (Projects) be and are hereby authorised to sign jointly or severely on behalf of the Company the Memorandum and Articles of Association of the proposed company, and take all necessary steps, sign all papers and documents and obtain the required approvals and do all such acts, deeds and things as may be required to be done for the formation of the new Company as a joint venture company.

FURTHER RESOLVED THAT Mr K.V.V. Sathi Reddy, Chief Engineer –I of the Company be and is hereby authorised to sign MOU, Shareholders Agreement, Development Agreements and such other agreements, documents and deeds as may be necessary.

RESOLVED FURTHER THAT Mr K.V.V. Sathi Reddy, Chief Engineer –I of the Company, be and is hereby authorised to sign as one of the first Directors of ‘L&T Hitech City Limited’ to be incorporated.”

10. Taking note of interim dividend paid by L&T Infocity Limited:

The Board has taken note of the 20% interim dividend paid by L&T Infocity Limited.

11. Details of land for which requisitions to be Filed for acquisition of patta land with the Concerned District Collectors:

The Board approved the Land Acquisition proposals filed by APIIC.

However it is requested to get a proper ground analysis done only after which DN & DD are to be published. Land acquisition must be completed as quickly as possible. All Land acquisition proposals after approval by Board may be sent to Government for approval in case of large areas. Also automatic lapses of DN & DD should be restricted and kept to the minimum by regular monitoring by APIIC. The APIIC should also think of acquisition of lands around proposed MLR Motors as large chunks of lands are available at cheaper cost.

Discovery city at Gundlapochampally also came up for discussion. It was informed that 47 acres has been acquired for the expansion of Apparel Park at Gundlapochampally and is at the award stage. However award could not be passed because of Status Quo orders received from the Court. It is also informed as far as Discovery City is concerned no DD & DN has been published so far.

The Board also desired that APIIC should retain about 2000 acres from the land being acquired by them for setting up an Auto Industrial Estate near Sricity at Chittoor District and so also in TADA which will be useful in future for APIIC due to its proximity to Ennore Port & Chennai City.

12. IP- Peddapuram – M/s. Reliance Industries Limited – Submission of plan of action for Implementation of two projects – Extension Of time

After deliberations, the Board has confirmed the action taken in the matter pertaining to M/s. Reliance Industries Limited, Peddapuram.

13. Revised Estimates for 2006-07 and Budget Estimates for 200708:

The Board discussed the proposals as contained in the agenda note and approved the Revised Estimates for the year 2006-07 and the Budget Estimates for the year 2007-08 along with the following additional allocations made against each for the Financial Year 2007-2008.

- Infrastructure Upgradation Fund Rs.50 crores
- Human Resources Development Fund Rs.1 crore

14. Conversion of land use from industrial to Commercial use:

The Board discussed the proposals as contained in the agenda note and requested the V.C & M.D to obtain details from other states, as regards guidelines/norms for conversion.

**15. Delay condonation scheme to the
Non-Implemented cases of sale
Deed concluded Allotments – Certain
Amendments proposed:**

The Board discussed the proposals as contained in the agenda note and approved the same.

**16. Revision of the cost of application and
Non-refundable process fee:**

After deliberations, the Board has approved for the increasing the Application fee from Rs. 50/- to Rs.100/- and Non-refundable process fee from Rs.250/- to Rs. 1000/- with effect from 01-04-2007.

**17. Food Processing Park at Nuzvidu, Krishna
District – Horticulture Produce Marketing &
Value addition centre:**

The issue was discussed. It was felt that APIIC should take the services of consultants such as ILFS, Mahindra Acres, or others for food parks as done in Karnataka & Maharashtra. This may be done for the proposals at Kadapa & Nellore. In the instant case, it was felt that 51% in the SPV should be held by APIIC & AGROS. The private partner may be selected through a bidding process by AGROS. Land may be handed over by APIIC to AGROS, only after completion of selection of private partner by AGROS which may be placed to the board again.

**18. Demerger of K.Raheja IT Park (Hyd)
Pvt.Ltd, Hyderabad – Authorisation
To VC & MD:**

After deliberations, the Board has authorised the VC&MD to enter into necessary documents in pursuance of the demerger and to nominate himself or any other employee of the APIIC on the Board of the M/s Sundew Properties Pvt. Ltd and M/s Intime Properties Pvt. Ltd.

**19. Writing off of amounts under Material
Suspense account as on 31.03.2006:**

The Board discussed the proposals as contained in the agenda note and resolved to write off an amount of Rs.11,75,324-95 in the books of accounts as there is no possibility of recovery. This may be given effect in the books of account for the financial year 2005-2006.

**20. Review of Dues from various Co-operative
Sugar factories, Government Companies
And Private Companies:**

The Board discussed the proposal and decided as follows

- The dues towards principal under the Bridge Loans given to co-operative sugar factories i.e ASM Co-operative sugars Ltd. (Rs.25,00,000/-) , Kadapa Co-Operative Sugars Ltd(Rs.35,00,000/-) and the Loan of Rs.30,00,000/- extended to A.P. Scooters Ltd be adjusted against the amounts payable by the APIIC in future to Govt. for Raidurg lands, in view of the commitment of the Govt., at the time of releasing these loans to the above companies.
- The interest of Rs. 20,36,667-25 on the loan given to A.P. Scooters Ltd be written off in the books of accounts of APIIC during the financial year 2005-2006.
- The amount due from Govt. in respect of A.P. Heavy Machinery and Engineering Ltd. amounting to Rs.7,36,390-05 be written off in the books of accounts of APIIC during the financial year 2005-2006.
- The above may be informed to the Govt.
- The amount due towards principal and interest from Uppalapati Solvent oils Pvt. Ltd, Gajulmandyam, amounting to Rs. 9,76,983-65 be written off in the books of accounts of APIIC during the financial year 2005-2006.

Items with the permission of the Chair

21. Hyderabad Knowledge City , Raidurg Village- Auction of Lands.

The Board was briefed about the auctioning of the lands in the Knowledge City, at Raidurg Village, R.R.District.

Since only a single tender was received, APIIC may bring it to the next Board meeting the progressing of auctioning keeping the Government duly informed.

22. Dues form Various Government Departments.

The Board discussed the proposal as contained in the agenda note and decided not to insist upon the Govt. with regard to dues and resolved to write off the dues as mentioned in the agenda and the same may be given effect in the books of account for the financial year 2005-2006. The Govt may be informed accordingly.

23. ANRICH(A.P. State Non-resident Indian Investment Corporation Ltd) Industrial Estate Bollarum:

The Board has taken note of the contents of the Agenda note.

24. Recruitment by APIIC:

The Board noted that many employees will be retiring during next 2-3 years. The need for recruiting new talent was stressed. Hence, it was decided as follows

- V.C & M.D was requested to identify the positions where new talent can be recruited.
- After identification, a proposal may be sent to the Govt. for filling up of various positions on regular basis.

25. Approval of New Logo of the APIIC:

To reflect the present corporate & global scenario, V.C & M.D made a presentation of the proposed new Logo to the Board of Directors. The Board appreciated and approved the new Logo which is enclosed herein for record purpose.

Vote of Thanks:

There being no other business to be transacted the meeting ended with a vote of thanks to the Chair.

Sd/-
D.Lakshmi Parthasarathy, IAS
Chairperson

Date: 12-04-2007
Place: Hyderabad

Minutes of the 169th Meeting of Board of Directors of Andhra Pradesh Industrial Infrastructure Corporation Limited held on Tuesday, the 19th June, 2007 at 3.00 p.m. at the registered office of the Company, Hyderabad.

PRESENT:

The following Directors were present at the meeting:

1. **Sri B.P.Acharya, IAS**
Chairman & Managing Director
2. **Sri Busi Sam Bob, IAS**
Prl.Secretary to Govt. & CIP
Inds. & Com. Department.
3. **Sri Rajeshwar Tiwari, IAS**
Member Secretary, APPCB
4. **Sri Neerabh Kumar Prasad, IAS**
Commissioner of Industries

ON INVITATION

1. Sri D.Muralidhar Reddy : Executive Director-I
2. Sri P.Manjan Rao : Executive Director-II

IN ATTENDANCE:

Sri M.Siva S. Reddy : Company Secretary

1. Leave of Absence:

Leave of absence was granted to the following

1. Sri I.Y.R.Krishna Rao, IAS
Principal Secretary to Govt.(Finance R&E) Dept.
2. Sri T.Chatterjee, IAS
Principal Secretary to Govt. T.R & B. Deptt.
3. Sri A.Giridhar, IAS.
Managing Director, APSFC

2. Confirmation of the Minutes of the previous Meeting:

The Board confirmed the minutes of the previous meeting (168th Board meeting) held on 30-03-2007.

3. Taking note of Action taken on the Minutes of Previous Meeting:

The Board has taken note of the action taken on the minutes of the 168th Board meeting held on 30-03-2007.

4. Papers for Perusal:

The Board has taken note of the G.O.Rt.No.348 dated 06.06.2007 of Industries and Commerce (INF) Department, regarding nomination of Chairman and other officials as Directors on the Board of Directors

5. Comments of Statutory Auditors and the Comptroller and Auditor General of India - Replies of the APIIC for the year 2004-05:

The Board has taken note of the report of the Statutory Auditors and comments of the Comptroller and Auditor General of India and approved the replies furnished by the Company to the comments of the Comptroller and Auditor General of India and Statutory Auditors for the Financial Year 2004-05.

The Board observed that, in future, the expenditure schedules for Works in progress should be made available to the Audit for scrutiny.

6. Approval of Directors' Report for the year 2004-05:

The Board has approved the Directors' Report for the year 2004-05 and passed the following Resolution.

“RESOLVED that the Directors' Report for the year ended 31st March, 2005 be and is hereby approved and the same be signed by B.P.Acharya, IAS, Chairman of the Company on behalf of the Board”

7. Approval of the Adjourned 32nd Annual General Meeting of the Company:

The Board has approved the convening of the Adjourned 32nd Annual General Meeting and passed the following Resolution.

“RESOLVED that the Adjourned 32nd Annual General Meeting be convened on 27-06-2007 at 3.00 p.m., by giving shorter notice, at the Regd. Office of the Company to considered and adopt the Annual Accounts for the financial year 2004-05”.

“Further Resolved that the Company Secretary be and hereby authorised to sign and issue the notice to all the concerned”.

8. Balance Sheet and Profit & Loss Account for the year ended 31.3.2006:

The Board has approved the Annual Accounts for the financial year 2005-06 and passed the following Resolution.

“RESOLVED that Balance Sheet as at March, 2006 and Profit & Loss Account for the year ending 31st March, 2006 of the Company be and hereby approved”.

“RESOLVED that Sri B.P.Acharya, IAS, Chairman and Managing Director, Sri Busi Sam Bob, IAS, Director and Sri M.Siva S.Reddy, Company Secretary be and hereby authorised to sign the Balance Sheet as at 31st March, 2006 and Profit & Loss Account for the year ending 31st March, 2006 on behalf of the Board of Directors and submit the same to the Statutory Auditors of the Company for their report”.

9 Extension of eligibility for sanction of advance for purchase of Motor Car:

After discussions, the Board has approved the proposal to extend the Motor Car Advance to all those employees, whose basic pay is Rs. 15805/- and above as per the RPS-2005 guidelines of Govt. of A.P., as per G.O.(P) No.78 Finance (A&L) Dept. dated 03-04-2006, irrespective of the post held.

10. Enhancement of reimbursement of Medical Expenses:

After discussion, the Board approved the proposal to enhance the limit of medical reimbursement from Rs. 5000/- per annum to Rs. 6,000/- per annum, payable in two spells, of Rs. 3,000/- each in August and February with effect from the Financial Year 2007-2008.

**11. Enhancement of settling in allowance/
Lumpsum Travel Grant:**

After detailed discussions, the Board decided to adopt RPS-2005 Guidelines of Govt.of A.P. as per G.O. Ms No. 283 Finance (TA) Dept. dated 15-10-2005 for Lumpsum Travel Grant as indicated below against the each category.

Category	Scale of Pay (In Rupees)	Lumpsum Travel Grant (In Rupees)
Sr.Officers	16,195 - 27,965 and above	8,500.00
Grade - I	14,305 - 25,965 but Less than 16,195 - 27,965	7,500.00
Grade - II	7,770 - 17,445 but Less than 14,305 - 25,965	5,000.00
Grade - III	Less than 7,770 -17,445	2,500.00

The above mentioned Lumpsum Travel Grant is allowed for on transfers except for transfers on the request of the employees concerned.

12. Extension of benefit of Computer Advance upto Assistant and equivalent cadres:

After discussion, the Board has suggested to follow the guidelines already issued under RPS - 2005 of Govt. of A.P, as per G.O (P) No.180. Finance (P.C.I) Dept.dated 29-06-2006 for sanction of Computer Advance i.e all employees drawing a basis pay of Rs.7,770/- and above, irrespective of the post held.

13. Relaxation of qualifications for promotion to the post of Assistant Manager (General) from the cadres of Stenographers:

The Board discussed the proposal as contained in the agenda note and decided to relax the qualification of having Higher Grade Shorthand for those Stenographers, who have completed 8 years of service in the cadre of stenographers, to become eligible for promotion to the cadre of Assistant Manager (General), subject to availability of vacancies.

14. Delay Condonation scheme to the non-implemented cases of sale deed concluded allotments - Extension of timed for payment of delay Condonation fee by 31-07-2007:

The Board approved the extension of time, as last chance upto 31.07.2007 for payment of delay condonation fee, in respect of non-implemented cases, where sale deeds were concluded.

In this connection the Board opined that a detailed data base should be created for each Industrial Park, duly incorporating unit-wise details, unit-wise of extent of land allotted, investment, employment generation etc., so as to ensure proper monitoring.

15. Mobilization of Resources and to remit funds to Government as advance against the sale proceeds of Acs.424.13 gts of land at Raidurg Village, Serlingampally Mandal, RR District:

The Board has taken note of the G.O Ms.No.143, Inds &Comm.(INF) Dept.dated 11-06-2007 for remittance of funds to be made to the Govt. against sale of Raidurg lands and also noted the action taken for auction of the said land in different parcels.

16. Details of land for which requisitions filed/to be filed for acquisition of patta land.

After deliberations, the Board has approved for the proposal for acquisition of lands, as mentioned in the agenda note.

17. Filing of DIN – 3:

The Board discussed the proposal as contained in the agenda noted and passed the following Resolution.

“RESOLVED that the in terms of the Companies (Directors Identification of the Directors in Form DIN-3 of the aforesaid rules” Number) Rules, 2006, the company do intimate the particulars of the Directors in Form DIN-3 of the aforesaid rules”

“FURTHER RESOLVED that Sri B.P.Achrya, IAS, Managing Director and Sri M.Siva S.Reddy, Company Secretary be and are hereby authorized to sign the above form digitally and further to do all acts, deeds, matters and things as may be required to be done, in this regard”.

18. E - Filing - Authorization to Company Secretary:

The Board discussed the proposal as contained in the agenda noted and passed the following Resolution.

“RESOLVED the Sri M.Siva S.Reddy, Company Secretary be and is hereby authorized to sign digitally and file the forms required under the Companies Act, 1956, and further to do all the acts, deeds, matter and things has to be required to be done in this regard”.

19. Disclosure of interest by Directors under section 299(3) of the Companies Act, 1956:

The Board has taken note of the Disclosure of Interest in form No.24AA submitted by the Directors.

20. Investment in Fabcity SPV:

The Board discussed the proposal as contained in the agenda noted and passed the following Resolution.

“RESOLVED that the consent of the Board of Directors be and is hereby accorded for acquiring / investing in 89% of the equity of the Fabcity SPV (P) Ltd.”

“FURTHER RESOLVED that the consent of the Board of Directors be and is hereby accorded for investing such amount of funds for maintaining and increasing the 89 % of the equity in the Fab City SPV (P) Ltd.”

“FURTHER RESOLVED that Sri B.P.Acharya, IAS, C&MD of the Company be and is hereby authorized to

- Invest /acquire /maintain 89% of the Equity in Fab City SPV (P) Ltd.
- Sign all such documents and do all such acts and things as may be necessary in this connection”
- Appoint such number of officials on the Board of the said company as Nominee Directors of the APIIC Ltd.”

“Further Resolved that Pursuant to G.O.Ms.No.94 of Industries & Commerce (INF) Department dated 28.4.2007, 11% equity of the Fab City SPV (P) Ltd be held initially by the Sem India Fab (P) Ltd, as an anchor industry”

21. Allotment of land at Industrial Parks to APIIC Employees Housing Building Mutually Aided Co-operative Society Ltd for Housing purpose:

Deferred.

With the permission of the Chair

22. Foreign Tour - Bio-2007 at Boston –Sri B.R.K. Sharma, G.M (Projects):

The Board has ratified the tour undertaken by Sri B.R.K.Sharma, G.M (Projects) to participate in Bio-2007 at Boston from 3rd May, 2007 to 9th May 2007 and the expenditure of Rs. 2, 44,794-52 incurred for this tour.

Vote of Thanks:

There being no other business to be transacted the meeting ended with a vote of thanks to the Chair.

Sd/-
B.P.Acharya, IAS
Chairman & Managing Director

Date: 19-06-2007
Place: Hyderabad.

CONFIDENTIAL

Minutes of the 170th Meeting of Board of Directors of Andhra Pradesh Industrial Infrastructure Corporation Limited held on Friday, the 7th September, 2007 at 3.00 p.m. at the Registered office of the Company, Hyderabad.

PRESENT:

The following Directors were present at the meeting:

1. **Sri B.P.Acharya, IAS**
Chairman & Managing Director
2. **Sri Busi Sam Bob, IAS**
Prl.Secretary to Govt. & CIP
Inds. & Com. Department.
3. **Sri I.Y.R.Krishna Rao, IAS**
Principal Secretary to Govt.(Finance R&E) Dept.
4. **Sri Neerabh Kumar Prasad, IAS**
Commissioner of Industries
5. **A.Giridhar, IAS**
Managing Director, APSFC

ON INVITATION

1. Sri Sandeep Kumar Sultania, IAS : Executive Director (S)
2. Sri D.Muralidhar Reddy : Executive Director (M)

IN ATTENDANCE:

Sri M.Siva S. Reddy : Company Secretary

1. Leave of Absence:

Leave of absence was granted to the following

1. Sri Rajeshwar Tiwari, IAS
Member Secretary, APPCB.
2. Sri T.Chatterjee, IAS
Principal Secretary to Govt. T.R & B. Deptt.

2. Confirmation of the Minutes of the previous Meeting:

The Board confirmed the minutes of the previous meeting (169th Board meeting) held on 19-06-2007.

3. Taking note of Action taken on the Minutes of Previous Meeting:

The Board has taken note of the action taken on the minutes of the 169th Board meeting held on 19-06-2007.

4. Papers for Perusal:

The Board has taken note of the G.O.Rt.No.446 dated 06.06.2007 of Industries and Commerce (INF) Department, regarding appointment of Sri Sandeep Kumar Sultania, IAS as Executive Director of APIIC Limited.

5. Convening of the 34th Annual General Meeting of the Company:

The Board has passed the Resolution.

“RESOLVED that the 34th Annual General Meeting be convened on Friday, the 28th September, 2007 at 3.00 p.m. at the Registered office of the Company to consider and adopt the Annual Accounts for the financial year 2006-07.

“Further Resolved that the Company Secretary be and hereby authorised to sign and issue the notices on behalf of the Board”.

6. Transfer of Equity Shares:

The Board discussed the proposals as contained in the Agenda note and approved the transfer of shares in favour of the following officers as per the orders of the Government.

<i>Sl.No</i>	<i>Name of the transferor</i>	<i>Name of transferee</i>
1.	Sri M.A.Gaffaar Dy.Secretary to Govt. Ind. & Com.Department	Sri K.Seshagiri Rao Asst.Secretary to Govt Ind. & Com.Department

2.	Sri A.R.Zia Pasha Section Officer Ind.& Com. Department	Sri K.Ananda Rao Section Officer Ind. & Com.Department
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The Company Secretary was authorised to affect the above transfers in the Share Transfer Register and Share Certificates, after obtaining the share certificates from the Government.

7. Writing off Inventory (Construction Materials):

The Board discussed the proposal as contained in the agenda note and resolved to write off an amount of Rs.50,458-51 in the books of accounts as there is no possibility of recovery.

8. Sanction of Special Allowance for Employees of the Corporation:

After discussions, the Board has opined that possibility of extending higher pay scales at different levels may be examined and necessary proposal may be put up for consideration in the next Board Meeting.

9. Details of land for which requisitions filed/to be filed for acquisition of patta land with the concerned District Collectors:

After deliberations, the Board has approved the proposal for acquisition of lands as follows:

Name of the Village, Mandal & Dist	Patta Land (in acres)
Krishna District Nuzividu Town & Mandal	24.88
Chittoor Dist: Ekarlapalle Vg. Kuppam Mandal	18.20
Visakhapatnam Dist: Rachapalli, G.Koduru, Bimboinapalem, & Tamaram Villages Makavarapalem Mandal	2600
Nalgonda Dist: Bhongir Village & Mandal	303.15

It was suggested that an extent of 10% may be earmarked exclusively, in the Industrial Parks to be developed in future, for allotment to Lady Entrepreneurs.

10. Sale of Investments in HITVEL & CTCPL due to privatisation:

The Board has taken note of the receipt of the consideration by APIIC as contained in the agenda item.

ITEMS WITH THE PERMISSION OF THE CHAIR

11. Hyderabad Knowledge City, Raidurg Village- Auction of lands:

The Board has taken note of the auctioning of the lands as contained in the agenda and suggested that the remaining land at Raidurg may be auctioned, in a phased manner, preferably in smaller parcels.

12. Revival of certain posts of Class IV:

After discussions, the Board has not accepted the proposal and suggested for outsourcing of class IV posts.

13. Developing a Knowledge and Innovation Park in R&D Sector in collaboration with University of Hyderabad:

After discussions, the Board has approved the proposal as contained in the agenda and passed the following resolution.

“Resolved that the consent of the Board be and is hereby given for formation of a Joint Venture Company in collaboration with University of Hyderabad for developing a “Knowledge and Innovation Park” in R&D Sector”

“Resolved further that Sri.B.P. Acharya, IAS, C & MD of the Company be and is hereby authorised to do all such acts, deeds and things as may be required in this connection, including finalising the terms and conditions of Joint Venture and nominating officials of the company as subscribers to the Memorandum and Articles of Association.”

14. Establishment of Desalination Plant at Krishnapatnam Port – Formation of SPV Company in collaboration with Krishnapatnam Port Company Limited:

After discussions, the Board passed the following resolution.

“Resolved that the consent of the Board be and is hereby given to form a SPV Company for Desalination Plant at Krishnapatnam Port in collaboration with Krishnapatnam Port Company Limited by contributing equity only in the shape of land in the proposed SPV Company”.

“Resolved further that Sri.B.P. Acharya, IAS, C & MD of the Company be and is hereby authorised to do all such acts, deeds and things as may be required in this connection, including finalising the terms and conditions and nominating officials of the company as subscribers to the Memorandum and Articles of Association.”

Vote of Thanks:

There being no other business to be transacted, the meeting concluded with a vote of thanks to the Chair.

Sd/-
B.P.Acharya, IAS
Chairman & Managing Director

Date: 07-09-2007

CONFIDENTIAL

Minutes of the 171st Meeting of Board of Directors of Andhra Pradesh Industrial Infrastructure Corporation Limited held on Monday, the 3rd December, 2007 at 11.30 a.m at the Registered office of the Company, Hyderabad.

PRESENT:

The following Directors were present at the meeting:

1. **Sri B.P.Acharya, IAS**
Chairman & Managing Director
2. **Sri Busi Sam Bob, IAS**
Prl.Secretary to Govt. & CIP
Inds. & Com. Department.
3. **Sri I.Y.R.Krishna Rao, IAS**
Principal Secretary to Govt.(Finance R&E) Dept.
4. **A.Giridhar, IAS**
Managing Director, APSFC

ON INVITATION

Sri D.Muralidhar Reddy : Executive Director (M)

IN ATTENDANCE:

Sri M.Siva S. Reddy : Company Secretary

1. Leave of Absence:

Leave of absence was granted to the following

1. Sri Rajeshwar Tiwari, IAS
Member Secretary, APPCB.
2. Sri T.Chatterjee, IAS
Principal Secretary to Govt. T.R & B. Deptt.
3. Sri Neerabh Kumar Prasad, IAS
Commissioner of Industries

2. Confirmation of the Minutes of the previous Meeting:

The Board confirmed the minutes of the previous meeting (170th Board meeting) held on 07-09-2007.

3. Taking note of Action taken on the Minutes of Previous Meeting:

The Board has taken note of the action taken on the minutes of the 170th Meeting of the Board of Directors held on 07-09-2007.

4. Papers for Perusal:

The Board has taken note of the appointment of M/s. Tukaram & Co, Chartered Accountants, Hyderabad as Statutory Auditors of APIIC Limited for the financial years 2006-07 and 2007-08.

5. Report of Statutory Auditors and comments of the Comptroller and Auditor General of India (C&AG) on the accounts of the Corporation for the year ending 31.3.2006:

The Board has taken note of the report of the Statutory Auditors and comments of the Comptroller and Auditor General of India and approved the replies furnished by the Company to the comments of the Comptroller and Auditor General of India and Statutory Auditors for the Financial Year 2005-06.

6. Approval of Directors' Report for the year 2005-06:

The Board has approved the Directors' Report for the year 2005-06 and passed the following Resolution.

'RESOLVED that Directors' Report for the year ended 31st March, 2006 be and hereby approved and the same be signed by Sri B.P.Acharya, IAS, Chairman of the Company on behalf of the Board".

7. Convening of the Adjourned 33rd Annual General Meeting of the Company:

The Board has approved the convening of Adjourned 33rd Annual General Meeting and passed the following Resolution.

"RESOLVED that the Adjourned 33rd Annual General Meeting be convened on Friday, the 28th December, 2007 at 3.00 p.m. at the Registered office of the Company to consider and adopt the Annual Accounts for the financial year 2005-06.

“Further Resolved that the Company Secretary be and hereby authorised to sign and issue the notices on behalf of the Board”.

8. Promotion to the post of Chief General Manager/ General Manager(s):

The Board discussed the proposals as contained in the agenda note and approved the same.

9. Adoption of Pay Scales existing in APSFC to Employees of APIIC Ltd:

The Board discussed the proposals as contained in the agenda note and approved the proposal to adopt the new pay scales to the employees of the Corporation, as indicated in the Agenda.

10. Enhancement of obsequies charges:

The Board discussed the proposal as contained in the agenda note and decided to enhance the obsequies charges payable to the families of all categories of employees, who die in harness or to the persons lawfully in possession of the body of the deceased employee from Rs. 2,000/- to Rs. 5,000/- with immediate effect.

11. Sanction of Dearness Allowance to Corporation Employees on par with Government Employees:

The Board has taken note of the implementation of GO (P) No.255 Fiancé (PC.I) Dept. dt. 17-10-2007 in respect of the employees of the corporation including employees on deputation working in the corporation as indicated in the agenda note.

12. Waiver of interest on loan amounts taken by Sri Ch. Vijaya Prasad, Asst. Mgr (Accounts):

The Board discussed the proposal as contained in the agenda note and decided to waive the recovery of interest loan amount of Rs. 1,41,151/- due as on 16.10.2007 from Sri Ch.Vijaya Prasad, former Asst. Manager (Accounts).

13. P.E. Reforms – Implementations of PE Reforms Programme in SLPES/Co.op Societies:

After discussion, the Board, in principle, agreed to the proposed reply to Government (PE Dept.) and authorised Chairman & Managing Director to make necessary modifications before sending the report to the Govt.

14. Details of land for which requisitions filed/to be filed for acquisition of patta land with the concerned District Collectors:

After deliberations, the Board has approved the proposal for acquisition of lands as follows:

Name of the Village, Mandal & Dist	Patta Land (in acres)
Anantapur District Taticherla Vg. , Podralla Vg. B.K.Samudram Mandal	31.32 28.58
Kadapa Dist: Venkatampally Vg. Peddarangapuram Vg. Koduru Vg.	273.80 4.07 30.25
Nalgonda Dist: Gudur Vg.	114.19
Visakhapatnam Dist: Bhubandavalasa Vg. Bobbili Mandal	44.97
Adilabad Dist. Nasipur Vg. Mancherial Mandal	76.09

15. Hyderabad Knowledge City, Raidurg Village, RR District – Auction of lands - Information to the Board:

The Board has taken note of the auctioning of the lands as contained in the agenda.

16. Compliance under various Acts:

The Board has taken note of the compliance certificate under various Acts as given in the agenda.

Any other item with the permission of the Chair

17. Visit of Senior Officials of APIIC to Singapore during October, 2007:

The Board has ratified the visit of officials as indicated in the agenda.

18. Allotment of Land to IT Companies under Bank Guarantees:

The Board noted that APIIC is allotting lands to various IT Companies, as per the directions of Government (IT & C Department), as per the MoUs entered into between IT Companies and Government of Andhra Pradesh. It was also noted that land was allotted against consideration of a Bank Guarantees which will be released after compliance of conditions of MoU/allotments.

In this regard, Board decided that the Bank Guarantees should be discharged only after compliance of all the terms and conditions by the IT Companies. This aspect should be monitored by IT & C Department and APIIC.

Vote of Thanks

There being no other business to be transacted the meeting ended with a vote of thanks to the Chair.

Sd/-
B.P.ACHARYA, IAS
CHAIRMAN

Place : Hyderabad
Date : 03-12-2007

CONFIDENTIAL

Minutes of the 172nd Meeting of Board of Directors of Andhra Pradesh Industrial Infrastructure Corporation Limited held on Thursday, the 28th February, 2008 at 11.30 a.m at the Registered Office of the Company, Hyderabad.

PRESENT:

The following Directors were present at the meeting:

1. **Sri B.P.Acharya, IAS**
Chairman & Managing Director
2. **Sri Busi Sam Bob, IAS**
Prl.Secretary to Govt. & CIP
Inds. & Com. Department.
3. **Sri Rajeshwar Tiwari, IAS**
Member Secretary, APPCB.
4. **Sri Neerabh Kumar Prasad, IAS**
Commissioner of Industries
5. **Sri A.Giridhar, IAS**
Managing Director, APSFC

ON INVITATION

Sri D.Muralidhar Reddy : Executive Director (M)

IN ATTENDANCE:

Sri M.Siva S. Reddy : Company Secretary

1. Leave of Absence:

Leave of absence was granted to the following

1. **Sri I.Y.R.Krishna Rao, IAS**
Principal Secretary to Govt.(Finance R&E) Dept.
2. **Sri T.Chatterjee, IAS**
Principal Secretary to Govt. T.R & B. Deptt.

2. Confirmation of the Minutes of the previous Meeting:

The Board confirmed the minutes of the previous meeting (171st Board meeting) held on 03-12-2007.

3. Taking note of Action taken on the Minutes of Previous Meeting:

The Board has taken note of the action taken on the minutes of the 171st Meeting of the Board of Directors held on 03-12-2007.

4. Compliance under various Acts:

The Board has taken note of the compliance certificate under various Acts as given in the agenda.

5. Implementation of revised HRA to the Employees of APIIC:

The Board has taken note of implementation of G.O.(P) No.10, Finance (PC.I) Department dt.17.1.2008 with regard to 30% of HRA to the employees of the Corporation.

6. Implementation of Spirit of Presidential order in Appointment of Employees in the Corporation:

The Board discussed the proposal as contained in the Agenda note and approved the same.

7. Revision of eligibility limits for sanction of Advances in the Corporation:

The Board has taken note of the revision of eligibility limits for sanction of advances to the employees of the Corporation as indicated in the agenda.

8. Enhancement of ceiling for reimbursement of Medical Expenses:

The Board discussed the proposal as contained in the Agenda note and approved the same.

9. Development of IT/ITES SEZ at Karimnagar - Formation of SPV Company with APMARKFED:

After discussions, the Board passed the following resolutions:

“Resolved that the consent of the Board be and is hereby given for formation of a SPV in collaboration with Andhra Pradesh State Co-operative Marketing Federation Ltd (A.P.MARKFED) for developing an IT SEZ at Karimnagar”

RESOLVED FURTHER THAT Mr D.Muralidhara Reddy, Executive Director of the Company be and is hereby authorised to sign on behalf of the Company the Memorandum and Articles of Association of the proposed SPV, and take all Necessary steps, sign all papers and documents and obtain the required approvals and do all such acts, deeds and things as may be required to be done for the formation of the new Company as a joint venture company.

RESOLVED FURTHER THAT Mr D.Muralidhara Reddy, Executive Director, be and is hereby authorised to sign and act as one of the first Directors of proposed SPV.”

10. Corporate Social Responsibility(CSR) and Augmentation of “Welfare Fund”:

The Board discussed the proposal as contained in the Agenda note and approved the same.

11. Special Incentives to Scheduled Caste and Scheduled Tribe entrepreneurs – Allocation of industrial plots in Industrial Parks:

The Board has taken note of the special incentives available to the Scheduled Caste and Scheduled Tribe Entrepreneurs as indicated in the agenda.

12. SEZ Lease premium/rentals:

The Board discussed the proposal as contained in the Agenda note and approved the same.

13. **Details of land for which requisitions filed/to be filed for Acquisition of patta land with the concerned District Collectors:**

After deliberations, the Board has approved the proposal for acquisition of lands as follows:

Name of the Village, Mandal & Dist	Patta Land (in acres)
<u>Nellore District</u>	
Muttukur Mandal for Industrial Park Pentapalem Village <u>Industrial Park No. I</u>	36.64
<u>Kota Mandal:</u>	
<u>Siddavaram Village</u>	50.49
<u>KothapatnamVg.</u>	314.74
<u>Chillakur Mandal:</u>	
<u>East Kanupur Vg.</u>	122.39
<u>Industrial Park No.2</u>	
<u>Kota Mandal:</u>	
Siddavaram Village	176.98
KarlapudiVg.	18.06
Chillakur Mandal:	
East Kanupur Vg.	298.38
Vellapalem Vg.	37.67
<u>Tada Mandal:</u>	
Pudi Vg.	1.14
<u>kadapa Dist:</u>	
Jammalamadugu Mandal:	
P.Bommepalli Vg.	156.92
Vemuguntapalli Vg.	16.70
Kothauntapalli Vg.	0.55
Chitimiti Chinthala Vg.(Ambavaram) Vg	27.15
Thugutlapalli Vg.	23.87
Mylavaram mandal:	
Navabpet Vg.	129.475
Thalamanchipatnam Vg.	19.665
Chinnakomerla Vg.	123.23
S.Uppalapadu Vg.	8.10
<u>For expansion of existing AIRPORT:</u>	
Valluru Mandal:	
Thollaganganapalli Vg.	54.99
Chennur Mandal:	
Chinnamachupalli Vg.	41.68

Ananthapur District:	
Amadagur Mandal:	
Thummala Vg.	6684.12
Dademvaripalle Vg.	233.50
Pulukuntapalli Vg.	989.48
Karimireddypalli Vg.	292.49
Lokojipalli Vg for Industrial Park.	532.73
Gooty Mandal:	
Kothapet Vg.	25.00
D.Heerahal Vg. & Mandal For establishment of Industrial Park.	1188.17
Chittoor District:	
Thavanampalle Mandal:	
Diguvamagam Vg.	20.24
Aragonda Vg.	37.38
Puthalapattu Mandal:	
Thenepalli Vg.	31.25
Thenepalli Vg.	8.91
Peta Agraharam	8.75
Chittoor Mandal:	
Murrakambattu Vg. (For development of Health City)	1.50
Guntur District:	
Edlapadu Mandal:	
Maidavolu Vg.	59.58
Vankayalapadu Vg.	63.72
Cherukupalli Mandal:	
Kunchalavaripalem Vg. Near Chandolu (For development of Fabric Processing Plant)	38.87

14. Approval of Annual Accounts for the financial Year 2006-07:

The Board has approved the Annual Accounts for the financial year 2006-2007 and passed the following resolution.

“Resolved that Balance Sheet as at March 31, 2007 and Profit and Loss Account for the year ending March 31, 2007 of the Company be and hereby approved”.

“Resolved that Sri B.P. Acharya, IAS, Chairman & Managing Director, Sri. B. Sam Bob, IAS, Director, and Sri M. Siva S. Reddy, Company Secretary be and hereby authorized to sign the Balance sheet as at March 31, 2007 and Profit and Loss account for the year ending March 31, 2007 on behalf of the Board of Directors and submit the same to the Auditors of the Company for their report”.

15. Participation of Infrastructure Development Finance Company Limited (IDFC) in development of Andhra Pradesh Special Economic Zone(ASPSEZ) and related infrastructure projects:

The Board has taken note of the contents of the agenda note and authorised C & MD to take appropriate action to take forward the issue for collaboration.

16. Development of Common Environmental Infrastructure development duly entering into MoU between APIIC and RPCIL:

After discussions, the Board opined that RPCIL be advised to furnish the Project reports to the APIIC on the proposed 10 Industrial Parks, where Common Environmental Infrastructure development is proposed.

17. Taking up maintenance of civic services in Industrial Areas notified under “Local Authority status” – Delegation of powers:

The Board discussed the proposal as contained in the Agenda note and approved the same.

18. Anomalies due to adoption of New Scales Corrective measures:

The Board discussed the proposal as contained in the agenda and approved the same, duly authorising the Chairman and Managing Director to take necessary corrective measures as proposed.

19. Scheme of compassionate appointment to the dependants of deceased employees of the Corporation:

The Board discussed the proposal as contained in the Agenda note and approved the same.

20. Representation on the remuneration payable to Statutory Auditors for the year 2006-07 and 2007-08:

The Board discussed the proposal as contained in the Agenda note and resolved as follows:

- Increasing the Statutory Audit fee from Rs. 90,000/- to Rs. 1,50,000/- p.a. for the financial years 2006-07 & 2007-08 excluding Service Tax.
- Increasing the cap on the out of pocket expenses upto Rs. 50,000/- per annum for the financial years 2006-07 and 2007-08.

21. Revised Estimates for 2007-08 and Budget Estimates for 2008-09:

The Board discussed the proposals as contained in the agenda note and approved the Revised Estimates for the year 2007-08 and Budget Estimates for the year 2008-09.

Vote of Thanks

There being no other business to be transacted the meeting ended with a vote of thanks to the Chair.

Sd/-

B.P.ACHARYA, IAS
CHAIRMAN & MANAGING DIRECTOR

Place: Hyderabad
Date : 28-02-2008

CONFIDENTIAL

Minutes of the 173rd Meeting of Board of Directors of Andhra Pradesh Industrial Infrastructure Corporation Limited held on Tuesday, the 24th June, 2008 at 3.00 p.m at the Registered Office of the Company, Hyderabad.

PRESENT:

The following Directors were present at the meeting:

1. **Sri B.P.Acharya, IAS**
Chairman & Managing Director
2. **Sri Busi Sam Bob, IAS**
Prl.Secretary to Govt. & CIP
Inds. & Com. Department.
3. **Sri Rajeshwar Tiwari, IAS**
Member Secretary, APPCB.
4. **Sri N.Ramesh Kumar, IAS**
Principal Secretary to Govt. Finance (R&E) Dept.
5. **Sri Neerabh Kumar Prasad, IAS**
Commissioner of Industries

ON INVITATION

Sri D.Muralidhar Reddy : Executive Director
Sri P.Murali, ACA : Tukaram & Co,
Chartered Accountants

IN ATTENDANCE:

Sri M.Siva S. Reddy : Company Secretary

The Chairman welcomed Sri N. Ramesh Kumar, IAS who is nominated by the Govt. of A.P. in the place of Sri. IYR Krishna Rao, IAS.

The Board placed on record its appreciation for the excellent contribution of Sri. IYR Krishna Rao, IAS as a Director.

1. Leave of Absence:

Leave of absence was granted to the following

1. **Sri T.Chatterjee, IAS**
Principal Secretary to Govt. T.R & B. Dept.
2. **Sri A.Giridhar, IAS**
Managing Director, APSFC

2. Confirmation of the Minutes of the previous Meeting:

The Board confirmed the minutes of the previous meeting (172nd board meeting) held on 28-02-2008.

3. Taking note of Action taken on the Minutes of Previous Meeting:

The Board has taken note of the action taken on the minutes of the 172nd Meeting of the Board of Directors held on 28.02.2008.

4. Compliance under various Acts:

The Board has taken note of the compliance certificate under various Acts as given in the agenda.

5. Papers for perusal:

The following papers placed before the Board for perusal were noted.

- a) G.O.Rt.No.2944 dt.16.05.2008 of General Administration (Special. A) Department, Govt. of A.P., regarding ban on all Official visits to abroad by cadre non-cadre officers and non-officials extended for a period of one year and modified orders.
- b) G.O.Rt.No.420 dt.27.5.2008, Industries & Commerce (INF) Department, regarding nomination of Sri N.Ramesh Kumar, IAS, Prl.Secretary to Govt.Finance (R&E) Department as a Director on the Board of APIIC Limited

- c) G.O.Ms.No.319 dt.22.11.2007, Industries & Commerce (INF) Department. Regarding Establishment of Knowledge and Innovation Park in the Campus of University of Hyderabad – JV between APIIC and University of Hyderabad.
- d) G.O.Rt.No.322 dt.23.4.2008, Industries & Commerce (INF) Department regarding, Resource Mobilization 2008-09 – Remittance of funds by APIIC in Government account from out of the sale of land at various places in the State
- e) G.O.Rt.No.489 dt.19.6.2008, Industries & Commerce (INF) Department, regarding Sri P.Manjan Rao, E-in-C, and Sri D.Parthasarathi Rao, CE, APIIC -Appointment as Advisors in the APIIC Limited after their retirement on attaining the age of superannuation on 30-6-2008.

6. Disclosure of interest by Directors under Section 299(3) of the Companies Act, 1956:

The Board has taken note of the Disclosure of interest in Form no 24AA submitted by the all the Directors of the Company.

7. Report of Statutory Auditors and comments of the Comptroller and Auditor General of India (C&AG) on the Accounts of the Corporation for the year ended 31.03.2007:

The Board has taken note of the report of the Statutory Auditors and comments of the Comptroller and Auditor General of India and approved the replies furnished by the Company to the comments of the Comptroller and Auditor General of India and Statutory Auditors for the Financial Year 2006-07.

8. Approval of Directors' Report for the year 2006-07:

The Board has approved the Directors' Report for the year 2006-07 and passed the following Resolution.

“RESOLVED that Directors' Report for the year ended 31st March, 2007 be and hereby approved and the same be signed by Sri B.P.Acharya, IAS, Chairman of the Company on behalf of the Board”.

9. Convening of the Adjourned 34th Annual General Meeting of the Company:

The Board has approved the convening of Adjourned 34th Annual General Meeting and passed the following Resolution.

“RESOLVED that the Adjourned 34th Annual General Meeting of the Company be convened on Friday, 18th July, 2008 at 3.00 P.M. at the Registered Office of the Company to consider and adopt the Annual Accounts for the financial year 2006-07.

FURTHER Resolved that the Company Secretary be and hereby authorised to sign and issue the notice on behalf of the Board”.

10. Sanction of incentive to the Employees of the Corporation:

After discussions, the Board, while agreeing in principle to the proposal of sanction of Incentive to the employees of Corporation, requested C&MD to workout a proposal based on the performance as suggested by the Principal Secretary, Finance (R&E) and the same may be placed in the next meeting of the Board for consideration.

11. Introduction of Group Superannuation Scheme to the Employees of APIIC:

After discussions, the Board, while agreeing in principle to the proposal of introduction of Group Superannuation Scheme to the employees of APIIC, requested C&MD to work out details duly providing for contribution by employees and the same be placed in the ensuing meeting of the Board for consideration.

12. Waiver of principal amounts of certain loans and advances in respect of deceased Employees of the Corporation.

The Board has adopted the G.O.Ms.NO.154 dated 09-11-2000 of Finance & Planning (FW.A&L) Department, Government of A.P., with regarded to waiver of principal and interest amounts of loan in respect of Motor Car/Motor cycle and personal computer, in the event of death of a Corporation employee, while in service.

13 Payment of expenses for performing obsequies of retired Corporation Employees:

The Board discussed the proposal as contained in the agenda note and decided to approve the same.

14 Promotions to Sr.Assistants as Asst.Managers and Asst.Manager (Tech.) as Manager (Engineering) – Relaxing the service condition:

After discussion, the Board approved to relax the length of service condition by one year to fill the existing 13 (thirteen) vacancies of Manager (Engg.) by promoting those employees who completed two years of service as Asst. Manager and Asst. Manager (Technical)

15 Promotion of Sri KVV Sathi Reddi, Chief Engineer to the post of Engineer-in-Chief:

The Board discussed the proposal as contained in the agenda note and approved to promote Sri K.V.V. Sathi Reddi Chief Engineer to the post of Engineer - in - Chief from 01.07.2008.

16. Amendment of Education Qualification Criteria for Direct Recruitment:

After discussions, the Board resolved as follows:

- I. In case of higher post Graduation Degree qualification i.e., M.Tech/M.E/ MBA/MCA with First Class, the qualification of First Class Degree in Civil Engineering/Electrical Engineering be relaxed up to Second Class Degree in Civil Engineering/Electrical Engineering for direct recruitment for the posts of Managers (Engineering)/Manager (Electrical).
- II. The qualification of “Typewriting” for direct recruitment of Asst. Manager is replaced with “Diploma in Computer Applications or equivalent Diploma in computer Applications”.
- III. The qualification for recruitment of “Assistant Manager (Accounts)” be “Minimum degree from a recognised University with a pass in Professional Competence examination (PCE) – Group –I & II (earlier called as “Intermediate Examination”) of Institute of Chartered Accountants of India or Intermediate examination of Institute of Cost & Works Accountants of India or MBA (Finance) with first class with 2 years experience as Accountant”.

17. Amendments to Staff Regulations – Providing direct channel of promotions to DZM(E):

The Board discussed the proposal as contained in the agenda note and decided to approve the same.

18. Development of Trade Tower (Minimum 100 floors) and Business District at Manchirevula Village, Rajendranagar Mandal, RR Dist. – Execution of Development Agreement:

Noted.

19. Development of Genome Valley Township Project, Shameerpet(V&M), R.R.Dist., - Execution of Development Agreement:

Noted.

20. Establishment of International Leather Complex at Krishnapatnam, Nellore District – Incorporation of Special Purpose Vehicle (SPV):

The Board discussed the proposals as contained in the agenda and passed the following resolution:-

“Resolved that pursuant to the provisions of Section 292(1) (d) of the Companies Act, 1956, consent of the Board be and is hereby given for formation of a SPV in collaboration with Leather Industries Development Corporation of Andhra Pradesh (LIDCAP) for International Leather Complex at Krishnapatnam.

RESOLVED FURTHER THAT Mr B.P. Acharya, IAS, Chairman & Managing Director of the Company be and is hereby authorised to sign on behalf of the Company the Memorandum and Articles of Association of the proposed SPV, and take all Necessary steps, sign all papers and documents and obtain the required approvals and do all such acts, deeds and things as may be required to be done for the formation of the new Company as a joint venture company.

RESOLVED FURTHER THAT Mr B.P. Acharya , IAS, Chairman & Managing Director, be and is hereby authorised to sign and act as one of the first Directors of proposed SPV.”

RESOLVED FURTHER THAT Mr B.P. Acharya , IAS, Chairman & Managing Director, be and is hereby authorised to finalise and sign all such agreements, deeds and documents to be entered with LIDCAP for the proposed SPV”.

21. Transfer of Developer status of Leather Products SEZ at Tada to Bharatiya International SEZ Ltd & MoU:

The Board discussed the proposal as contained in the Agenda and ratified the same.

22. Incorporation of a Special Purpose of Vehicle (SPV) for development of Special Economic Zones (SEZs) of APIIC in the State of Andhra Pradesh:

Deferred.

23. Internal Audit (Asset Management) Zone wise details of the development Audit Enquiries during 2007-08:

Noted.

24. Internal Audit (Finance):

Noted.

25. Details of land for which requisitions filed/to be filed for Acquisition of patta land with the concerned District Collectors:

After deliberations, the Board has approved the proposal for acquisition of lands, as mentioned in the agenda note.

Items with the permission of the Chair

26. Knowledge/Business Park in ISB Campus at Manikonda Jagir Village, Rajendranagar Mandal, RR District.

Noted.

27. Nomination of 2 Directors from APIIC on the Board of M/s. CBD Tower Private Limited:

The Board has taken note of appointment of Sri B.P.Acharya, IAS, C & MD, and Sri D.Pardhasaradhi Rao, Chief Engineer, as Directors on the Board of CBD Tower Private Limited.

28. Foreign Visits of Sri B.P.Acharya, IAS, Chairman & Managing Director to China, Taiwan and Singapore from 20-4-2008 to 29-4-2008:

Noted.

29. Acquisition of Waft land in Aloor Village, Chevella Mandal, R.R.District for establishment of Industrial Park:

Deferred.

30. Somasila Drinking Water Supply Scheme:

The Board approved the proposal as contained in the agenda and authorised the Chairman & Managing Director to take necessary action to ensure expeditious completion of the scheme, as directed by the Government.

31. Enterprise Resources Planning (ERP):

Noted.

Vote of Thanks

There being no other business to be transacted the meeting ended with a vote of thanks to the Chair.

Sd/-

B.P.ACHARYA, IAS
CHAIRMAN & MANAGING DIRECTOR

Place: Hyderabad.
Date : 24-06-2008

CONFIDENTIAL

Minutes of the 174th Meeting of Board of Directors of Andhra Pradesh Industrial Infrastructure Corporation Limited held on Friday, the 5th September, 2008 at 3.00 P.M. at the Registered Office of the Company, Hyderabad.

PRESENT:

The following Directors were present at the meeting:

1. **Sri B.P.Acharya, IAS**
Chairman & Managing Director
2. **Sri T.Chatterjee, IAS**
Prl.Secretary to Govt.
T.R & B Department.
3. **Sri Busi Sam Bob, IAS**
Prl.Secretary to Govt. & CIP
Inds. & Com. Department.
4. **Sri Rajeshwar Tiwari, IAS**
Member Secretary, APPCB.
5. **Sri Neerabh Kumar Prasad, IAS**
Commissioner of Industries

ON INVITATION

1. Sri D.Muralidhar Reddy : Executive Director
2. Sri K.V.V. Sathi Reddy : Engineer-In- Chief

IN ATTENDANCE:

Sri M.Siva S. Reddy : Company Secretary

Condolence Resolution:

Before taking up the agenda for discussion, the Board adopted the following condolence resolution

“The Board noted with regret the sad demise of Sri K.V.S.Suryanarayana, IAS on 27-08-2008 and condoled his death. The Board recalled the invaluable services rendered by him to Government in general and as Vice Chairman & Managing Director, APIIC during the period from 07-04-1989 to 31-07-1990”.

1. Leave of Absence:

Leave of absence was granted to the following

1. **Sri N.Ramesh Kumar, IAS**
Principal Secretary to Govt. Finance (R&E) Dept.
2. **Sri A.Giridhar, IAS**
Managing Director, APSFC

2. Confirmation of the Minutes of the previous Meeting:

The Board confirmed the minutes of the previous meeting (173rd board meeting) held on 24-06-2008 subject to the following.

While discussing the minutes of the 173rd meeting held on 24-06-2008 the following addition was made with reference to Items No. 19 to 22 of the Agenda Items of the above meeting.

“It was suggested that the guidelines issued by the Ministry of Economic affairs which were communicated by Finance Department of Govt. of Andhra Pradesh with reference to development of Public- Private Partnership Mode Projects may be followed, as and when such projects are taken up by APIIC.”

3. Taking note of Action taken on the Minutes of Previous Meeting:

The Board has taken note of the action taken on the minutes of the 173rd Meeting of the Board of Directors held on 24.06.2008.

4. Compliance under various Acts:

The Board has taken note of the compliance certificate under various Acts as given in the agenda.

5. Convening of the 35th Annual General Meeting of the Company:

After discussions, the Board has approved the notice of the 35th Annual General Meeting and passed the following Resolution.

“RESOLVED that the 35th Annual General Meeting of the Company be convened on Monday, 29th September, 2008 at 3.00 P.M. at the Registered Office of the Company to consider and adopt the Annual Accounts for the financial year 2006-07.

FURTHER Resolved that the Company Secretary be and is hereby authorised to sign and issue the notice on behalf of the Board”.

6. Sanction of incentive to the Employees of the Corporation:

After discussions, the Board has agreed to sanction of two months of basic pay and Dearness Allowance as incentive for all the employees uniformly as every employees contributed for the performance achieved by the APIIC during the period 2007-2008, duly utilising the incentive amount as employees’ contribution to the pension fund to be created.

7. Certain Amendments to the Staff Regulations:

After discussions, the Board has adopted G.O.Ms.No.422 dated 24-7-1989 of General Administration (Ser.A) Department, reducing the condition of minimum of 5 years of service in the feeder cadre to minimum three years of service in the feeder cadre for promotion to the next higher cadre.

8. Redesignation of the post of General Manager (Electrical) as Sr. General Manager (Electrical):

After discussion, the Board has accorded its approval to re-designate the General Manager (Electrical) with 4 years of completed service as Sr.General Manager (Electrical) with one additional increment, as there is no present promotional avenue.

9. Introduction of Group Superannuation Scheme to the Employees of APIIC:

After discussions, the Board approved, in principle the proposal for introduction of Group Superannuation Scheme for the employees of APIIC. It was also decided that the amount payable towards incentive, as approved above, may be adjusted towards the contribution of employees in the proposed Group Superannuation Scheme.

However, the C&MD was requested to negotiate with LIC for further improvements to the scheme and revert to the Board.

10. Development of Knowledge/Business Park in the Indian School of Business Campus at Manikonda Jagir Village, Rajendranagar Mandal, RR District:

The Board has taken note of the G.O.Rt.No. 649 dated 30.08.2008 of Industries and Commerce (INF) Department for Knowledge/Business Park in the Indian School of Business Campus at Manikonda Jagir Village, Rajendranagar Mandal, R.R. District, as placed in the agenda note. Further, the Board has accorded its approval to form an SPV and authorised the C & MD to finalise the terms and conditions and sign all such agreements, deeds and documents to be entered with ISB and the Developer. It was suggested to identify a reputed developer for the project through global competitive Bidding Process.

11. Development of Industrial Park - Wakf land in Aloor Villages-I,II & III, Chevella Mandal, R.R.District for establishment of

The Board discussed the proposals as contained in the agenda note and noted the same. The Board suggested that Zonal Regulations with reference to land use may be followed, and developer may be selected through auction or competitive bidding process based on Public Private Partnership guidelines of the Government.

12. Phase-V, IP Jeedimetla – Allotment of land on long lease basis – Conversion of allotment from lease to outright sale basis:

Deferred.

ITEMS WITH THE PERMISSION OF THE CHAIR:

13. India Semiconductor Association, Bangalore – Two officials of APIIC sent on Delegation to Israel on business relating to Semiconductor industry for inviting companies to Fab City, Hyderabad:

Noted. It was decided that the expenditure may be booked to the Fab City SPV (India) Ltd.

14. Representation on the remuneration payable for Tax Audit for 2006-07 & 2007-08:

The Board discussed the proposal as contained in the agenda note and accorded its approval to enhance the remuneration payable for Tax Audit fee from Rs. 10,000/- to Rs. 15,000/- for the financial year 2006-07 and Rs. 20,000/- for the financial year 2007-08 to M/s. Tukaram & Co., Chartered Accountants.

15. Non-Implementation of Units by the Allottees in various Industrial Parks:

It was decided that an item may be placed in its next meeting on the above subject duly indicating the action taken on Non – implementation of the units by the allottees after the prescribed period of implementation.

16. Development of Industrial Parks for Small Scale Industry:

It was desired to explore the possibility of development of industrial parks for Small Scale Industries exclusively with good infrastructure in the vicinity of Urban Centres.

Vote of Thanks

There being no other business to be transacted the meeting ended with a vote of thanks to the Chair.

SD/-
B.P.ACHARYA, IAS
CHAIRMAN & MANAGING DIRECTOR

Place: Hyderabad.
Date : 05-09-2008

CONFIDENTIAL

Minutes of the 175th Meeting of Board of Directors of Andhra Pradesh Industrial Infrastructure Corporation Limited held on Tuesday, the 30th December, 2008 at 11.30 A.M. at the Registered Office of the Company, Hyderabad.

PRESENT:

The following Directors were present at the meeting:

1. **Sri B.P.Acharya, IAS**
Chairman & Managing Director
2. **Sri Busi Sam Bob, IAS**
Prl.Secretary to Govt. & CIP
Inds. & Com. Department.
3. **Sri Neerabh Kumar Prasad, IAS**
Commissioner of Industries

ON INVITATION

1. Sri D.Muralidhar Reddy : Executive Director-I
2. Sri K.V.V. Sathi Reddy : Executive Director-II(FAC)

IN ATTENDANCE:

Sri M.Siva S. Reddy : Company Secretary

1. Leave of Absence:

Leave of absence was granted to the following Directors;

1. **Sri N.Ramesh Kumar, IAS**
Principal Secretary to Govt. Finance (R&E) Dept.
2. **Sri T.Chatterjee, IAS**
Prl.Secretary to Govt.
T.R & B Department.
3. **Sri A.Giridhar, IAS**
Managing Director, APSFC
4. **Sri Rajeshwar Tiwari, IAS**
Member Secretary, APPCB.

2. Confirmation of the Minutes of the previous Meeting:

The Board confirmed the minutes of the previous meeting (174th board meeting) held on 05-09-2008.

3. Taking note of Action taken on the Minutes of Previous Meeting:

The Board has taken note of the action taken on the minutes of the 174th Meeting of the Board of Directors held on 05.09.2008.

4. Papers for perusal:

The Board has taken note of the appointment of M/s. D.V.Ramana Rao & CO, Chartered Accountants, Hyderabad as Statutory Auditors of APIIC Limited for the financial year 2008-09.

5. Sanction of Interim Relief to the Employees of the Corporation – Approval accorded by the Board by Circulation – Confirmation of the Resolution by Circulation:

The Board discussed the proposals as contained in the agenda note and confirmed the resolution passed in circulation.

6. Compliance under various Acts:

The Board has taken note of the compliance certificate under various Acts as given in the agenda. It was also noted that Annual Accounts for financial year 2007-08 are placed before the Board for discussion and approval.

7. Transfer of Equity Shares:

The Board discussed the proposals as contained in the agenda note and approved the transfer of shares in favour Sri J.V.K.T.Prabhakara Rao, IFS, Special Secretary to Government, Industries & Commerce Department, as a Shareholder of APIIC Limited in place of Sri B.Chandrasekhar (Retired) as per the orders of the Government.

The Company Secretary was authorised to take further action as required to effect the transfers in the books of the Company.

8. Sanction of Dearness Allowance to the Corporation Employees on par with Govt. Employees:

The Board has taken note of the implementation of G.O.Ms.No.372, Finance (PC.I) Department dated 13-11-2008 in respect of the employees of the Corporation, including employees on deputation working in the corporation as indicated in the agenda note.

9. Introduction of Group Superannuation Scheme to the Employees of APIIC:

The Board discussed the proposals as contained in the agenda note and approved the same.

10. Non-Implementation of Units by the Allottees in various Industrial Parks:

The Board discussed the proposals as contained in the agenda note and has taken note of the same. It was suggested to closely monitor the implementation of units for which sale agreements were concluded in the recent past also.

11. Details of land for which requisitions to be filed for Acquisition of patta land with the concerned District Collectors:

The deliberations, the Board has approved the proposal for acquisitions of patta lands, as mentioned in the agenda note.

12. Approval of Annual Accounts for the Financial year 2007-08:

The Board has approved the Annual Accounts for the financial year 2007-08 and passed the following resolution.

“Resolved that Balance Sheet as at March, 2008 and Profit and Loss Account for the year ending 31st March, 2008 of the Company be and hereby approved”.

“Resolved that Sri B.P.Acharya, IAS, Chairman & Managing Director, Sri B.Sam Bob, IAS, Director and Sri M.Siva S.Reddy, Company Secretary be and hereby authorised to sign the Balance Sheet as at 31st March, 2008 and Profit and Loss Accounts for the year ending 31st March, 2008 on behalf of the Board of Directors and submit the same to the Statutory Auditors of the Company for their report”.

Items with the permission of the Chair

13. To consider seeking exemption from attaching the accounts of the subsidiary of the Corporation to the annual accounts of the Corporation for the year 2007-08:

The Board discussed the proposal to seek exemption from attaching the accounts of the subsidiary of the Corporation to the annual accounts of the corporation for the year 2007-08 and authorized the Secretary, APIIC to make necessary application to the Ministry of Corporate Affairs, New Delhi.

14. Convening of the Adjourned 35th Annual General Meeting:

After discussions, the Board has approved the date of convening of the adjourned 35th Annual General Meeting and passed the following Resolution.

“RESOLVED that the Adjourned 35th Annual General Meeting be convened on 06-03-2009 at 11:00 AM at the registered office of the Company to consider and adopt the Annual Accounts for the financial year 2007-08.

Further Resolved that Sri B.P.Acharya, IAS, Chairman & Managing Director be and is hereby authorized to approve the notice of the Adjourned 35th Annual General Meeting.”

15. Development of Food Processing Park on Joint Ventures Basis at Nizamabad:

The Board has discussed the proposal as contained in the Agenda and authorized Chairman & Managing Director to work out the modalities of structuring of the JV to take the project forward, duly agreeing for a mutually acceptable equity structure.

Before working out the modalities of the Project, Board advised to take up due-diligence of the Project independently.

16. Foreign Visit – International Conference on ‘Celebrating the Global Indian’ by Citizens Integration Peace Society:

The Board has taken note of the Foreign visit of Sri V.Nagabhushan Reddy, Zonal Manager, Jeedimetla to Bangkok to attend International Conference on “Celebrating the Global Indian” by Citizens Integration Peace Society and a meeting on ‘Investment Opportunities in A.P.’

17. Establishment of Hyderabad Economic City by Government of Ras Al Khaimah UAE, through M/s. RAK Investment Authority:

The Board ratified the action taken by the C&MD, APIIC in entering into Collaboration Agreement, dt.24-11-2008 with RAK Investment Authority as per G.O.’s of the Government of Andhra Pradesh for establishment of Hyderabad Economic City at Ayilapur and Sultanpur villages in Patancheru Mandal.

18. Execution of Sale Deeds before Implementation:

As per the present procedure, sale deeds are being executed after substantial implementation / complete Implementation of the Project for which the land was allotted. During the discussions, CMD informed that there are representations from various units that sale deed may be executed pending implementation of the unit as banks are insisting for mortgaging the same in their favour to avail the loan for the project. Apparently the banks are not satisfied with the “comfort letter” issued by the APIIC after the execution of sale agreement.

In view of the above, it was decided to execute sale deeds to those units which are ready for financial closure and requests are received from the Scheduled Banks / Public Financial Institutions etc. In such cases, the sale deed so executed may be handed over to Public Financial Institutions / Scheduled Banks directly under intimation of the units, so as to facilitate rising of funds for the project.

19. Construction of office accommodation

The Board requested C&MD to plan for a suitable Building Complex in Raidurg area to locate the new office of APIIC, departments and corporations coming under the purview of Industries & Commerce Department.

Vote of Thanks

There being no other business to be transacted the meeting ended with a vote of thanks to the Chair.

Sd/-

B.P.ACHARYA, IAS
CHAIRMAN & MANAGING DIRECTOR

Place: Hyderabad.

Date: 30-12-2008

CONFIDENTIAL

Minutes of the 176th Meeting of Board of Directors of Andhra Pradesh Industrial Infrastructure Corporation Limited held on Saturday, the 21st March, 2009 at 2.30 P.M. at the Registered Office of the Company, Hyderabad.

PRESENT:

The following Directors were present at the meeting:

1. **Sri B.P.Acharya, IAS**
Chairman & Managing Director
2. **Sri Busi Sam Bob, IAS**
Prl.Secretary to Govt. & CIP
Inds. & Com. Department.
3. **Sri Neerabh Kumar Prasad, IAS**
Commissioner of Industries
4. **Sri T.Chatterjee, IAS**
Prl.Secretary to Govt.
T.R. & B. Department.
5. **Sri K.Madhusudana Rao, IAS**
Member Secretary
A.P.P.C.B

ON INVITATION

Sri Vikas Raj, IAS
Managing Director, APSFC

IN ATTENDANCE:

Sri M.Siva S. Reddy : Company Secretary

The Chairman welcomed Sri K. Madhusudhana Rao, IAS who is nominated by the Govt. of A.P. in the place of Sri. Rajeshwar Tiwari, IAS.

The Board placed on record its appreciation for the excellent contribution of Sri. Rajeshwar Tiwari, IAS as a Director.

Condolence Resolution:

Before taking up the agenda for discussion, the Board adopted the following condolence resolution.

“The Board noted with regret the sad demise of Sri B.S.Naidu, Chief Engineer (i/c), APIIC, on 19-03-2009 and condoled his death. The Board recalled the invaluable services rendered by him to APIIC in various capacities during his service as an employee of the APIIC, beginning from 12-02-1975 and conveyed the condolences to the bereaved family”.

1. Leave of Absence:

Leave of absence was granted to Sri N.Ramesh Kumar, IAS and Sri A. Giridhar, IAS

2. Confirmation of the Minutes of the previous Meeting:

While confirming the minutes of the 175th meeting of the Board of Directors held on 30-12-2008, it was decided to delete Item No. 18 “Execution of Sale deeds before Implementation” based on the comments received from Sri.N.K. Prasad, IAS, Director (Commissioner of Industries)

3. Taking note of Action taken on the Minutes of Previous Meeting:

The Board has taken note of the action taken on the minutes of the 175th Meeting of the Board of Directors held on 30-12-2008.

4. Papers for perusal:

The Board has taken note of G.O.Rt. No. 124 of Industries and Commerce (INF) Dept. dt.26-02-2009 regarding appointment of Sri K. Madhusudhana Rao, IAS, Member Secretary, A.P.Pollution Control Board as Director of APIIC Limited.

5. Compliance under various Acts:

The Board has taken note of the compliance certificate under various Acts as given in the agenda.

6. Report of Statutory Auditors and comments of the Comptroller and Auditor General of India (C&AG) on the Accounts of the Corporation for the year ending 31-3-2008:

The Board has taken note of the report of the Statutory Auditors and comments of the Comptroller and Auditor General of India and approved the replies furnished by the Company to the Comments of the Comptroller and Auditor General of India and Statutory Auditors for the financial year 2007-08.

7. Approval of Directors' Report for the year 2007-08:

The Board has approved the Directors' Reports for the year 2007-08 and passed the following Resolution.

“RESOLVED that Directors' Report for the year ended 31st March, 2008 be and hereby approved and the same be signed by Sri B.P.Acharya, IAS, Chairman of the Company on behalf of the Board”.

8. Convening of the Adjourned 35th Annual General Meeting of the Company:

The Board has approved the convening of Adjourned 35th Annual General Meeting and passed the following Resolution.

“RESOLVED that the Adjourned 35th Annual General Meeting be convened by giving shorter notice under Section 171 of the Act, on 31st March, 2009 at 3.00 p.m. at the Registered Office of the Company to transact the business as indicated in the Notice of the AGM”.

“FURTHER RESOLVED that Sri M.Siva S.Reddy, Company Secretary be and is hereby authorized to sign and issue the notices on behalf of the Board”.

9. Internal Audit Finance Reports for 2nd half year 2007-08:

Noted.

10. **Revised Estimates for 2008-09 and Budget Estimates for 2009-10:**

The Board discussed the proposals as contained in the agenda note and approved the Revised Estimates for the year 2008-09 and Budget Estimates for the year 2009-10. During the discussions, it was suggested to focus more attention for the external and internal infrastructure of the SEZs during the year 2009-10, so that the units can start operations without any difficulty.

ANY OTHER ITEM WITH THE PERMISSION OF THE CHAIR:

11. **Foreign Visit of seven member delegation led by the Secretary, Department of Chemicals & Petrochemicals to Japan and Republic of Korea and 23-27 March, 2009 – Nomination of Sri K.V.V.Sathi Reddi, Executive Director and Engineer-in-Chief, APIIC as member of the delegation:**

Noted.

Vote of Thanks

There being no other business to be transacted the meeting ended with a vote of thanks to the Chair.

Sd/-
B.P.ACHARYA, IAS
CHAIRMAN & MANAGING DIRECTOR

Place: Hyderabad.

Date: 21-03-2009

CONFIDENTIAL

Minutes of the 177th Meeting of Board of Directors of Andhra Pradesh Industrial Infrastructure Corporation Limited held on Monday, the 29th June, 2009 at 2.30 P.M. at the Registered Office of the Company, Hyderabad.

PRESENT:

The following Directors were present at the meeting:

1. **Sri B.P.Acharya, IAS**
Chairman & Managing Director
2. **Sri Busi Sam Bob, IAS**
Prl.Secretary to Govt. & CIP
Inds. & Com. Department.
3. **Dr.P.V.Ramesh, IAS**
Commissioner of Industries

ON INVITATION

Sri D.Muralidhara Reddy
Executive Director, APIIC

IN ATTENDANCE:

Sri M.Siva S. Reddy : Company Secretary

The Chairman welcomed Dr.P.V. Ramesh, IAS who is nominated by the Govt. of A.P. as Director in the place of Sri N.K.Prasad, IAS.

The Board placed on record its appreciation for the contribution of Sri. A.Giridhar, IAS and Sri N.K.Prasad, IAS as Directors.

1. Leave of Absence:

Leave of absence was granted to Sri N.Ramesh Kumar, IAS, Sri K.Madhusudana Rao, IAS, Sri T.Chatterjee, IAS and Sri Vikas Raj, IAS.

2. Confirmation of the Minutes of the previous Meeting:

The Board confirmed the minutes of the previous meeting (176th Board Meeting) held on 21-03-2009 as correct record.

3. Taking note of Action taken on the Minutes of Previous Meeting:

The Board has taken note of the action taken on the minutes of the 176th Meeting of the Board of Directors held on 21-03-2009.

4. Papers for perusal:

The following papers placed before the Board for perusal were noted.

- a) The Board has taken note of G.O.Rt. No. 174 of Industries and Commerce (INF) Dept. dt.17-03-2009 regarding nomination of Sri Vikas Raj, IAS, Managing Director, A.P.State Financial Corporation as Director of APIIC Limited in the place of Sri A. Giridhar,IAS.
- b) The Board has taken note of G.O.Rt. No. 2820 of General Administration (Spl.A) Department dt.11.06-2009 regarding extension of period of deputation of Sri B.P.Acharya,IAS, as C & MD, APIIC Limited from 19-05-2009 to 18-05-2010.
- c) The Board has taken note of G.O.Rt. No. 357 of Industries and Commerce (INF) Dept. dt. 27-06-2009 regarding nomination of Dr.P.V. Ramesh, IAS, Commissioner of Industries, as Director of APIIC Limited in the place of Sri N.K. Prasad, IAS.

5. Compliance under various Acts:

The Board has taken note of the compliance certificate under various Acts as given in the agenda.

6. Declaration of interest by Directors U/S 299(3) of the Companies Act, 1956:

The Board has taken note of the Disclosure of Interest in from No.24-AA submitted by the following Directors.

- | | |
|--------------------------|-----------------------------------|
| a) Sri B.P.Acharya, IAS | b) Sri B. Sam Bob, IAS |
| c) Sri T. Chatterjee,IAS | d) Sri Neerabh Kumar Prasad, IAS |
| e) Sri Vikas Raj, IAS | f) Sri Madhusudana Rao Konda, IAS |

7. L&T Infocity Limited – 20% Interim Dividend for 2008-09 declared and paid – Information:

Noted.

8. Sanction of Dearness Allowance to Corporation Employees on par with Government Employees:

The Board has taken note of the implementation of G.O.Ms,.No.104, Finance(PC.I) Department dated 31-03-2009, sanctioning the Revised DA to the Employees of the Corporation on par with the State Government employees.

9. Enhancement of reimbursement of conveyance expenses to corporation employees:

The Board discussed the proposal as contained in the agenda note and approved the same.

10. Redesignation of Senior Most Chief General Manager as Vice President:

The Board discussed the proposal as contained in the agenda note and decided to re- designate the senior most among Chief General Managers (AM) as Vice President and to sanction one increment upon such re-designation as Vice-President.

11. Drawal of Loan for Somasila Drinking Water Supply Scheme:

The Board discussed the proposal as contained in the agenda note and resolved as following:

- The Board noted that Government of Andhra Pradesh in G.O. Ms No.10, Irrigation & C.A.D. (PW. Major Irrigation –II) Department dt.23.06.2008 allocated 4.00 TMC of water from Somasila Reservoir to APIIC for Development of the Somasila Drinking Water Supply Scheme.

- Board resolved to borrow an amount not exceeding Rs. 500.00 Crores (Rupees Five hundred Crores only) from Housing and Urban Development Corporation Limited (HUDCO) for Development of the above Scheme on the terms and conditions as may be prescribed by HUDCO.
- Chairman and Managing Director is authorized to accept the loan agreement and other documents received from HUDCO along with sanction letter and to accept any modification(s) in the said documents.
- Chairman and Managing Director is authorized to pay application fees, processing fees and any other fees as demanded by HUDCO to avail the above loan.
- Chairman and Managing Director is also authorized to repay the loan from out of the resources of APIIC, or out of amounts received from Government of Andhra Pradesh or out of the revenues generated out of the above project during the currency of the loan.
- Chairman and Managing Director, APIIC is authorized to mortgage vacant lands in favour of HUDCO as a collateral security and remit mortgage fees to Government of Andhra Pradesh.
- Chairman and Managing Director, APIIC is authorized to execute the Loan Agreement and other documents, if any, with HUDCO and complete all the connected formalities.
- Common seal be affixed on the documents to be executed by APIIC with HUDCO in the presence of Company Secretary as per Articles of Association of the Company.

**12. Payment of Incentive to the employees
For the year 2008-09:**

The Board discussed the proposal as contained in the agenda note and decided to approve the payment of Incentive of one month's Basic Pay plus D.A to all the employees, including contract employees, as was done in the past.

13. Details of Patta lands proposed for Acquisition:

The Board discussed the proposals as contained in the agenda note and approved proposals /ratified the requisitions filed, for acquisition of Patta lands as mentioned in the agenda.

14. BIO-2009 held from 18th – 21st May, 2009 in Atlanta USA - Participation by C & MD:

Noted.

Any other item with the permission of the Chair.

15. Convening of the 36th Annual General Meeting of the Company:

The Board has approved the convening of 36th Annual General Meeting and passed the following Resolution.

“RESOLVED that the 36th Annual General Meeting be convened be convened on 24th September, 2009 at 3.00 p.m. at the Registered Office of the Company”.

“FURTHER RESOLVED that Sri M.Siva S.Reddy, Company Secretary be and is hereby authorized to sign and issue the notices on behalf of the Board”.

16. Acquisition of balance equity in Fab City SPV (India) Ltd:

The Board discussed about the progress of the Fab City Project and proposal to acquire the balance 11% equity (i.e 1100 equity shares of Rs.10/- each) held by the Sem India Fab Pvt. Ltd in Fab City SPV (India) Pvt. Ltd.

After deliberations, the Board agreed to acquire the balance 11% equity held by the Sem India Fab Pvt. Ltd and authorized C& MD to sign all such papers and documents on behalf of APIIC for acquiring the said shares.

17. Development of Logistics Hub in collaboration with APTPC:

Chairman & Managing Director informed the Board about the proposal of the AP Trade Promotion Corporation Ltd (APTPC) for setting up of ICD and Logistics Hub in respect of APSEZ, Visakhapatnam , Multi Product SEZ Naidudpet and other major Industrial Parks of APIIC by forming an SPV . The land to be allotted by the APIIC would be its equity in the SPV.

After discussions, the Board agreed for the proposal for APIIC to participate, by way of its equity in the form of land in the SPV, to be formed with the APTPC for setting up of Logistics Hub, and authorised Sri.B.P.Acharya, IAS, C & MD to do all such acts, deeds and things as may be required in this connection, including finalising the terms and conditions of Joint Venture and location of the land to be allotted.

Vote of Thanks:

There being no other business to be transacted, the meeting ended with a vote of thanks to the Chair.

Sd/-

B.P.ACHARYA, IAS
CHAIRMAN & MANAGING DIRECTOR

Place: Hyderabad.
Date: 29-06-2009.

CONFIDENTIAL

Minutes of the 178th Meeting of Board of Directors of Andhra Pradesh Industrial Infrastructure Corporation Limited held on Tuesday, the 18th August, 2009 at 12.30 P.M. at the Registered Office of the Company, Hyderabad.

PRESENT:

The following Directors were present at the meeting:

1. **Sri B.P.Acharya, IAS**
Chairman & Managing Director
2. **Sri Busi Sam Bob, IAS**
Prl.Secretary to Govt. & CIP
Inds. & Com. Department.
3. **Dr.P.V.Ramesh, IAS**
Commissioner of Industries
4. **Sri T.Chatterjee, IAS**
Prl.Secretary to Govt. & CIP
T. R & B Department.
5. **Sri T.Satyanarayana Rao, IAS**
Secretary to Govt. & CIP
Finance (R& E) Department.

ON INVITATION

1. **Sri D.Muralidhara Reddy**
Executive Director, APIIC
2. **S.Sreenivasulu**
Managing Director, Bhagyanagar Gas Ltd
3. **Anand Raju Datla**
Head (Marketing), Bhagyanagar Gas Ltd

IN ATTENDANCE:

Sri M.Siva S. Reddy : Company Secretary

The Chairman welcomed Sri T.Satyanarayana Rao, IAS who is nominated by the Govt. of A.P. as Director in the place of Sri N.Ramesh Kumar, IAS.

The Board placed on record its appreciation for the contribution of Sri. N.Ramesh Kumar, IAS as Director.

1. Leave of Absence:

Leave of absence was granted to Sri K.Madhusudana Rao, IAS and Sri Vikas Raj, IAS.

2. Confirmation of the Minutes of the previous Meeting:

The Board confirmed the minutes of the previous meeting (177th Board Meeting) held on 29-06-2009 as correct record.

3. Taking note of Action taken on the Minutes of Previous Meeting:

The Board has taken note of the action taken on the minutes of the 177th Meeting of the Board of Directors held on 29-06-2009.

4. Papers for perusal:

The following papers placed before the Board for perusal were noted.

- a) The Board has taken note of G.O.Rt. No. 401 of Industries and Commerce (INF) Dept. dt.14-07-2009 regarding nomination of Sri T.Satyanarayana Rao, IAS, Secretary to Government, Finance (R&E) Department as Director of APIIC Limited in the place of Sri N.Ramesh Kumar, IAS.
- b) G.O.Rt.No.42202 dated 12-08-2009 of General Administration (Special.D) Department, Government of Andhra Pradesh, regarding foreign visit of Sri Busi Sam Bob, IAS, Principal Secretary to Government, Industries & Commerce Department and Sri B.P.Acharya, IAS, Chairman and Managing Director, APIIC Limited to USA to participation to Road Show being organized by the Directorate General of Hydrocarbons, Government of India, New Delhi

5. Incorporation of a Joint Venture Company with APGENCO for exploration and production of Petroleum and Natural Gas and other related activities:

The Board discussed the proposals as contained in the agenda note and the following resolution was passed

“RESOLVED THAT pursuant to the provisions of section 292 and other applicable provisions of the companies Act, 1956, the unanimous consent of the Board of Directors of the Company be and is hereby accorded to incorporate and invest in a subsidiary Company from time to time by the name and style of Andhra Pradesh Gas Infrastructure Corporation Private Limited or such other name as may be made available by the Registrar of Companies, Andhra Pradesh, for carrying out the activities of oil and gas exploration and every description of related activities as may be required.”

“FURTHER RESOLVED THAT the company do subscribe initially 5,10,000 equity shares of Rs. 10/- each under its name in the proposed subsidiary”

“FURTHER RESOLVED THAT Mr. Bibhu Prasad Acharya, Managing Director of the Company be and is hereby authorized to subscribe Rs 51,00,0000 (Rupees fifty one lakhs only) comprising of 5,10,000 (five lakhs ten thousand only) Equity Shares of Rs. 10/- (Rupees ten Only) and to execute, sign Memorandum and Articles of Association representing on behalf of the Company and to act as nominee of the company and to represent the company in all Board Meetings, shareholders and general meetings and to do all other acts, deeds matters and things as may be considered expedient and necessary to give effect to the above said resolution.”

“FURTHER RESOLVED THAT the unanimous consent also accorded in favour of M/s APGENCO as a co- promoter of the said subsidiary Company and to subscribe 4,90,000 equity of shares of Rs. 10/- each.”

“FURTHER RESOLVED THAT Mr.B.P.Acharya, IAS C& MD of the company be and is hereby authorized:

- To appoint other directors in the proposed subsidiary
- To make investments in the proposed subsidiary from time to time.

- To incur preliminary expenditure for incorporation of the subsidiary company and for other related activities of the subsidiary company as and when required subject to reimbursement from subsidiary at a later date.
- To do all such acts, deeds and things and to sign such documents as may require to be done in this regard”.

6. Equity participation in Bhagyanagar Gas Limited:

After discussions, the Board accorded approval for investment in equity in Bhagyanagar Gas Limited by APIIC which was offered to govt. of A.P by an amount not exceeding 5% of the proposed paid up capital of Bhagyanagar Gas Limited either in cash or in kind or both at par depending upon requirement. The Board also authorised the Chairman & Managing Director to do all such acts and sign necessary documents in this connection.

7. Development of IDPL Lands – Proposal to set up International Pharma Innovation City:

The Board discussed the proposal as contained in the agenda and resolved as follows:

1. To accord its approval to execute an MoU with IDPL for setting up International Pharma Innovation City.
2. To accord its approval under section 292 of the Companies act, to incorporate a new company in collaboration with IDPL in which IDPL and APIIC shall hold equity at the rate of 89%:11% respectively.
3. To contribute, initially, an amount of Rs. 11,000/- towards equity contribution.
4. To authorise Sri B.P.Acharya, IAS, C & MD, APIIC to
 - a) act as a subscriber to the Memorandum and Articles of Association and as a first Director.
 - b) do all such acts and to sign such documents as may be required.
 - c) incur preliminary expenses for incorporation subject to reimbursement at a later date from the new Company.

8. Acquisition of patta lands:

The Board has approved the proposals for acquisition of patta lands as contained in the agenda note. It was also decided to approve the proposal for providing approach road for the MRF Project (expansion) in Sadasivapet village of Medak District, by acquiring the land for the purpose.

Vote of Thanks:

There being no other business to be transacted, the meeting ended with a vote of thanks to the Chair.

Sd/-
B.P.ACHARYA, IAS
CHAIRMAN & MANAGING DIRECTOR

Place: Hyderabad.
Date: 18-08-2009

CONFIDENTIAL

Minutes of the 179th Meeting of Board of Directors of Andhra Pradesh Industrial Infrastructure Corporation Limited held on Monday, the 30th November, 2009 at 3.00 P.M. at the Registered Office of the Company, Hyderabad.

PRESENT :

The following Directors were present at the meeting:

1. **Sri B.P.Acharya, IAS**
Chairman & Managing Director
2. **Sri Busi Sam Bob, IAS**
Prl.Secretary to Govt. & CIP
Inds. & Com. Department.
3. **Dr.P.V.Ramesh, IAS**
Commissioner of Industries
4. **Sri Vikas Raj, IAS**
MD. APSFC.

ON INVITATION

1. **Sri D.Muralidhara Reddy**
Executive Director, APIIC
2. **Sri K. Sanyasi Rao, CGM (F), APIIC**
3. **Ms D.Tejaswi, Chartered Accountant.**
M/s D.V.Ramana Rao, & Co,

IN ATTENDANCE:

Sri M.Siva S. Reddy : Company Secretary

1. Leave of Absence:

Leave of absence was granted to Sri T.Chatterjee, IAS, Sri T. Satyanarayana Rao, IAS and Sri K.Madhusudana Rao, IAS.

2. Confirmation of the Minutes of the previous Meeting:

The Board confirmed the minutes of the previous meeting (178th Board Meeting) held on 18-08-2009 as correct record.

3. Taking note of Action taken on the Minutes of Previous Meeting:

The Board has taken note of the action taken on the minutes of the 178th Meeting of the Board of Directors held on 18-08-2009.

4. Papers for perusal:

The following papers placed before the Board for perusal were noted.

- a) Appointment of M/s D.V.Ramana Rao, & Co, Chartered Accountants, as Statutory Auditors for the financial year 2009-10.
- b) G.O.Ms.No.222 dt.9-10-2009 of Industries and Commerce (INF), regarding Incorporation of Andhra Pradesh Gas Infrastructure Corporation Private Limited.
- c) G.O.Ms.No.234 dt.30-10-2009 of Industries and Commerce (INF), regarding Equity Participation in Bhagyanagar Gas Limited by APIIC on behalf of Government of Andhra Pradesh.

5. Compliance under various Acts:

The Board has taken note of the compliance certificate under various Acts as given in the agenda.

6. Declaration of interest by Directors U/S 299(3) of the Companies Act, 1956:

The Board has taken note of the Disclosure of Interest in from No.24-AA submitted by Dr.P.V.Ramesh, IAS and Sri T.Satyanarayana Rao, IAS Directors.

7. Transfer of Equity Shares as per Government order:

The Board discussed the proposals as contained in the agenda note and approved the transfer of one share each in favour the following officers as per the orders of the Government.

Name of the Transferor	Name of the Transferee
1. Sri A.Dayakar Reddy Deputy Secretary to Govt. Inds. & Com.Department.	Sri J.V.K.T. Prabhakara Rao, IFS Spl. Secretary to Govt. Inds. & Com.Department
2. Sri B.S.J.Rama Rao Asst. Secretary to Govt. Inds. & Com.Department	Sri K.Seshagiri Rao Asst. Secretary to Govt. Inds. & Com.Department

3. Sri S.V.Nagabushanam Section Officer Inds. & Com.Department	Sri K.Ananda Rao Section Officer Inds. & Com.Department
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The Company Secretary was authorised to take further action as required to effect the transfers in the books of the Company.

8. Extension of Special medical reimbursement to retired employees of APIIC.

After detailed discussions, it was decided to adopt all the provisions of the G.O.Ms.No. 105 dated 09-04-2007 and G.O.Ms.No. 397 dated 14-11-2008 respectively of Health, Medical and Family Welfare (KI) Department to the Retired employees of the Corporation.

9. Amendment to APIIC Leave Regulations, 1974:

The Board discussed the proposal as contained in the agenda note and decided to approve the same.

10. Sanction of Dearness Allowance to Corporation Employees on par with Government Employees Revision of pay scale to the DGM(F) cadre in tune with other equivalent cadres:

The Board has taken note of the implementation of G.O.Ms.No.265, Finance (PC.I) Department dated 26-10-2009, sanctioning the revised DA to the Employees of the Corporation on par with the State Government employees.

11. Revising the pay scale to the DGM(F) cadre in tune with other equivalent cadres:

The Board discussed the proposal as contained in the agenda note and approved the same.

12. Acquisition of lands:

After discussions, the Board approved the proposals /ratified the requisitions filed, for acquisition of Patta lands as mentioned below:

Sl. No.	Name of the District, Mandal & Village	Patta land	Purpose
1.	Visakhapatnam District G. Koduru, Rachepalli villages , Makavaripalem Mandal	Ac. 80.38	Industrial Park, Makavaripalem

	For onward allotment to M/s. Anrak Aluminium Limited.		
2.	Visakhapatnam District D.L. Puram, Amalapuram H/o Vempadu, Chandanada, Rajayyapeta villages, Nakkapalli Mandal	Acs. 2619.24	Industrial Park, Nakkapalli
3	Medak District Ankanpally village, Sadasivapet Mandal, Medak District	Acs. 4.27gts	Industrial Park adjacent to M/s. MRF facility.
4.	Visakhapatnam District <u>Atchutapuram Mandal:</u> 1. Veduravada / G. Dharmavaram 2. Duppituru3. Janguluru4. Maduturu5. Dosuru6. Gandivanipalem7 <u>Parawada Mandal</u> 1.Gollavanipalem,2.Kollivanipalem 3.Mettapalem 4.Naidupalem 5.Kerangipalem (near Chedepuripalli) 6.Tikkavanipalem <u>Pedagangyada</u> 1. Devada 2. Appikonda 3.Siddeswaram4. Nellimukku 5. Dibbapalem	Acs. Acs.800 (approx.)	Connectivity to Industrial Parks & SEZ's in Atchutapuram.
5.	Anantapur District Four villages under ODC & Amadgur Mandals.	Acs. 1855.61 & Shotriyam Lands Ac.1584.66	Industrial Park & Solar City.

13. Annual Accounts for the year 2008-09:

The Board has approved the Annual Accounts for the financial year 2008-2009 and passed the following resolution.

“Resolved that Balance Sheet as at March 31, 2009 and Profit and Loss Account for the year ending March 31, 2009 of the Company be and hereby approved”.

“Resolved that Sri B.P. Acharya, IAS, Chairman & Managing Director, Sri. B. Sam Bob , IAS, Director, and Sri M. Siva S. Reddy, Company Secretary be and hereby authorized to sign the Balance sheet as at March 31, 2009 and Profit and Loss account for the year ending March 31, 2009 on behalf of the Board of Directors and submit the same to the Auditors of the Company for their report”.

14. Enhancement of age of superannuation for Class-IV employees in the Corporation employees in the Corporation:

After discussions, the Board resolved to recommend to the Government to accord permission in the matter.

15. CBD Trade Towers Private Limited- Development of Trade Tower – Restructuring plan:

The representatives of the CBD Tower Private Limited made a power point presentation to the Members of the Board explaining the background and reasons for restructuring of the Trade Tower Project.

After detailed discussions, the Board approved the proposal for restructuring, in principle, as contained in the agenda note, subject to a formal communication from the CBD Tower Private Limited, on the time lines of the project implementation. Chairman & Managing Director, APIIC was authorised to finalise the required agreements in this regard.

16. Execution of Sale deeds prior to project implementation in APIIC financed allotments:

The Board discussed the proposal as contained in the agenda note and approved the same.

Vote of Thanks:

There being no other business to be transacted, the meeting ended with a vote of thanks to the Chair.

Sd/-
B.P.ACHARYA, IAS
CHAIRMAN & MANAGING DIRECTOR

Place: Hyderabad.
Date: 30-11-2009

CONFIDENTIAL

Minutes of the 180th Meeting of Board of Directors of Andhra Pradesh Industrial Infrastructure Corporation Limited held on Friday, the 19th March, 2010 at 3.00 P.M. at the Registered Office of the Company, Hyderabad.

PRESENT:

The following Directors were present at the meeting:

1. **Sri S.Siva Rama Subrahmanyam**
Chairman
2. **Sri B.R.Meena, IAS**
Vice-Chairman & Managing Director
3. **Sri Busi Sam Bob, IAS**
Prl.Secretary to Govt. & CIP
Inds. & Com. Department.
3. **Sri G.Anantha Ramu, IAS**
Commissioner of Industries
4. **Sri T.Satyanaryana Rao, IAS**
Secretary to Govt.
Finance (R&E) Department.
5. **Sri Vikas Raj, IAS**
Managing Director, APSFC.

ON INVITATION

1. **Sri D.Muralidhara Reddy**
Executive Director, APIIC

IN ATTENDANCE:

Sri M.Siva S. Reddy : Company Secretary

The Board of Directors welcomed Sri S.Sivarama Subrahmanyam, Chairman, Sri B.R.Meena, IAS, VC & MD and Sri G.Anantha Ramu, IAS, who are nominated by the Govt. of A.P. on the Board of Directors.

The Board placed on record its appreciation for the contributions of Sri B.P.Acharya, IAS as Chairman & Managing Director, Dr.P.V.Ramesh, IAS and Sri T.Chatterjee, IAS as Directors.

1. Leave of Absence:

Leave of absence was granted to Sri K.Madhusudana Rao, IAS.

2. Confirmation of the Minutes of the previous Meeting:

The Board confirmed the minutes of the previous meeting (179th Board Meeting) held on 30-11-2009 as correct record.

3. Taking note of Action taken on the Minutes of Previous Meeting:

The Board has taken note of the action taken on the minutes of the 179th Meeting of the Board of Directors held on 30-11-2009.

4. Papers for perusal:

The following papers placed before the Board for perusal were noted.

- a) G.O.Rt.No.781 dt.23-12-2009 of Industries and Commerce (INF), regarding appointment of Sri B.R.Meena, IAS as Vice Chairman and Managing Director, APIIC Limited in place of Sri B.P.Acharya, IAS.
- b) G.O.Rt.No.44 dt.19-01-2010 of Industries and Commerce (INF), regarding appointment of Sri Srighakollapu Sivarama Subrahmanyam, as Chairman, APIIC Limited.
- c) G.O.Rt.No.421 dt.28-1-2010 of General Administration (Special.A) Department, regarding certain transfers and postings - Sri G.Anantha Ramu, IAS, posted as Commissioner of Industries, Hyderabad relieving Dr. P.V.Ramesh, IAS.
- d) G.O.Rt.No.20 dt.11-01-2010 of Industries and Commerce (INF), regarding nomination of the Principal Secretary/Secretary to Govt., Infrastructure & Investment Department as Director on the Board of the Directors of

APIIC in place of the Principal Secretary to Government, Transport, Roads & Buildings Department.

- e) G.O.Rt.No.5789 dt.04-12-2009 of General Administration (Special.A) Department, regarding permission to Sri B.P.Acharya, IAS, C & MD, APIIC Limited, to visit Barcelona, Spain from 9th – 11th December, 2009 to participate in the Group of Economic Promoters from Asia.

5. Compliance under various Acts:

The Board has taken note of the compliance certificate under various Acts as given in the agenda.

6. Report of Statutory Auditors and comments of the Comptroller and Auditor General of India (C&AG) on the Accounts of the Corporation for the year ended 31.03.2009:

The Board has taken note of the report of the Statutory Auditors and comments of the Comptroller and Auditor General of India and approved the replies furnished by the Company to the comments of the Comptroller and Auditor General of India for the financial year 2008-09.

7. Approval of Directors' Report for the year 2008-09:

The Board has approved the Directors' Report for the year 2008-09 and passed the following Resolution.

“RESOLVED that the Directors' Report for the year ended 31st March, 2009 be and hereby approved and the same be signed by Sri S.Siva Rama Subrahmanyam, Chairman of the Company on behalf of the Board”.

8. Convening of the Adjourned 36th Annual General Meeting of the Company.

The Board has approved the convening of Adjourned 36th Annual General Meeting and passed the following Resolution.

“RESOLVED that the Adjourned 36th Annual General Meeting be convened by giving shorter notice under Section 171 of the Act, on Monday, the 22nd March, 2010 at 3.00 P.M. at the Registered Office of the Company to transact the business as indicated in the Notice of the AGM”

“FURTHER RESOLVED that Sri M.Siva S.Reddy, Company Secretary be and is hereby authorised to sign and issue the notices to all the members of the Company on behalf of the Board”.

9. Permitting residential activity in IT/ITES SEZs and Notified IT/ITES Parks in Industrial Parks:

After discussions, it was resolved to issue NOC from APIIC permitting residential activity only in respect of notified IT/ITES Special Economic Zones existing in the lands earmarked for industrial use subject to compliance of applicable laws and getting necessary permissions from concerned departments by the Developer of notified IT/ITES Special Economic Zones.

The proposal of permitting residential activity in respect of notified IT/ITES Parks and others was not approved by the Board.

10. Revised Estimates for 2009-10 and Budget Estimates for 2010-11:

The Board discussed the proposals as contained in the agenda note and approved the Revised Estimates for the year 2009-10 and Budget Estimates for the year 2010-11.

11. Details of Patta lands proposed for Acquisition:

The Board discussed the proposals as contained in the agenda note and approved the proposals/ratified the requisitions filed as follows.

Sl	Name of the Estate / Villages, Mandal & District	Patta lands in acres	Purpose
1.	SPSR Nellore District. Tamminipatnam & Mommidi villages of Chillakur Mandal.	Patta land Acs.136.62	For Thermal Power Project
2.	Tamminipatnam & Mommidi villages of Chillakur Mandal.	Patta land Acs.75.51	for Thermal Power Project
3.	SOLAR CITY Patta land Acs. 3509.91 Gottimukkala village, Gurajala Mandal, Guntur District:	Patta land Acs. 3509.91	for establishment of SOLAR CITY

4.	Bye Pass Road from Thimmajikandriga R&B road upto Swanamukhi cause way in Naidupet	Patta land Acs.7.72	for formation of Bye-pass road from Thimmajikandriga R & B road upto Swarnamukhi cause way.
5.	Prakasam District. Industrial Park, Ramayyapalem village, Addanki Mandal,	Patta Lands Extent: Acs.326.75	.for re-locating the existing Brick manufacturing units from town as per court directions.
6.	Nellore District. From Existing R&B road to Industrial Park Menakur and MPSEZ, Naidupet.	Patta land Acs.9.51	for formation of Bye-pass road from existing R&B road to Industrial Park Menakur and MPSEZ Naidupet.
7.	Visakhapatnam Distrcet Ravipalem Dopperla dossuru	Acs. 395.08	for BARC Colony,
8.	Visakhapatnam Distrcet Moturupalem Vg Rambilli Mandal	Acs. 3.24	for development of APSEZ.,
9.	Kurnool District Kallubhavi Vg Adoni Mandal	Acs.73.34	for Auto Nagar at Adoni
10.	Medak District Narmitta. Vg Nanganoor Mandal	Acs. 109.00	for establishment of Industrial Park
11.	East Godavari District Kanthangi, Nellipudi & Kathipudi Villages of Sankavaram Mandal-Tetagunta, S. Annavaram & Chamavaram Villages of Tuni Mandal	Acs. 2381.15	for establishment of Industrial Park.
12.	Ananthapur District Gollapuram Village Hindupur Mandal	Acs. 54.85	for expansion of Growth centre.
13.	Ananthapur District Hirdhehal Village, D.Heerehal Mandal	99.03	for Power Plant.
14.	Ananthapur District, Thangedukunta Vg Obula Devaraya Cheruvu	844.43	land of Acs. 844.43, for Solar Projects.
15.	Visakhapatnam District Thanam,Bharanikam, Parawada, Tadi, Venkatapuram Villages etc of Parawada Mandal	921.72	for expansion of existing Pharma City.
16.	Nellore District, Momidi village Chillakur Mandal	170.67	for Thermal Power Project

12 Permission to visit to Chicago, Houston TX and San Antonio TX of USA by Sri B.R.Meena, IAS, VC & MD along with the delegation headed by the Secretary, Department of Chemicals & Petrochemicals, Govt. of India from 24-3-2010 to 30-03-2010.

Noted.

13. Visit to Singapore by Sri D.Muralidhar Reddy, Executive Director to attend Seminar on “Opportunities in SEZ Sector in India”.

Noted.

14. Convening of Extra Ordinary General meeting for increase of Authorised share capital.

After due deliberations on the subject, the following resolution was passed.

“RESOLVED THAT approval of the board is be and is hereby accorded to convene the Extra Ordinary General meeting of the members of the Company on Monday, the 03-05-2010 at 11 a.m at the registered office of the company”.

“RESOLVED FURTHER THAT the draft notice for convening Extra Ordinary General Meeting of the members of the Company for increase of Authorised Share Capital from Rs.20,00,00,000/- (Rupees Twenty Crores Only) divided into 2,00,000 (Two Lakhs Only) equity shares of Rs.1,000/- (Rupees One Thousand Only) to Rs.1,00,00,00,000/- (Rupees One Hundred Crores Only) divided into 10,00,000 (Ten Lakhs Only) equity shares of Rs.1,000/- (Rupees One Thousand Only) as placed before the meeting is be and is hereby approved”.

“RESOLVED FURTHER THAT Sri. M.Siva S.Reddy, Company Secretary, is be and is hereby authorised to issues notices to the members and do all the things and deeds necessary to bring effect to the above resolution.”

Vote of thanks:

There being no other business to be transacted, the meeting ended with a vote of thanks to the Chair.

Sd/-

**S.SIVA RAMA SUBRAHMANYAM
CHAIRMAN**

Place: Hyderabad
Date : 19-03-2010.

CONFIDENTIAL

Minutes of the 181st Meeting of Board of Directors of Andhra Pradesh Industrial Infrastructure Corporation Limited held on Thursday, the 10th June, 2010 at 3.00 P.M. at the Registered Office of the Company, Hyderabad.

PRESENT:

The following Directors were present at the meeting:

1. **Sri S.Siva Rama Subrahmanyam**
Chairman
2. **Sri B.R.Meena, IAS**
Vice-Chairman & Managing Director
3. **Sri Busi Sam Bob, IAS**
Prl.Secretary to Govt. & CIP
Inds. & Com. Department.
4. **Sri G.Anantha Ramu, IAS**
Commissioner of Industries
5. **Sri T.Satyanaryana Rao, IAS**
Secretary to Govt.
Finance (R&E) Department.
6. **Sri K.Madhusudana Rao, IAS.**
Member Secretary, APPCB
7. **Sri Vikas Raj, IAS**
Managing Director, APSFC.

ON INVITATION

1. **Sri D.Muralidhara Reddy**
Executive Director-I, APIIC
2. **Dr. C.Sreedhar**
Executive Director-II, APIIC

IN ATTENDANCE:

Sri M.Siva S. Reddy : Company Secretary

2. Confirmation of the Minutes of the previous Meeting:

The Board confirmed the minutes of the previous meeting (180th Board Meeting) held on 19-03-2010 as correct record.

While confirming the minutes, the Board has advised that the lands for Ramky Pharma City, Visakhapatnam, to be allotted for green belt purpose only.

3. Taking note of Action taken on the Minutes of Previous Meeting:

The Board has taken note of the action taken on the minutes of the 180th Meeting of the Board of Directors held on 19-03-2010.

4. Papers for perusal:

The Board has taken note of the G.O.Rt.No.198 dt.23-03-2010 of Industries and Commerce (INF), regarding appointment of Dr.C.Sreedhar as Executive Director, APIIC Limited for a period of one year on deputation basis.

5. Compliance under various Acts:

The Board has taken note of the compliance certificate under various Acts as given in the agenda.

6. Declaration of interest by Directors U/S 299(3) of the Companies Act, 1956:

The Board has taken note of the Disclosure of Interest in form No.24-AA submitted by the following Directors.

- a) Sri S.Siva Rama Subrahmanyam
- b) Sri B.R.Meena, IAS
- c) Sri B.Sam Bob, IAS
- d) Sri G.Anantha Ramu, IAS
- e) Sri K.Madhusudana Rao, IAS
- f) Sri T.Satyanarayana Rao, IAS
- g) Sri Vikas Raj, IAS

7. Adoption of Revised Pay Scales - 2010 to Corporation Employees:

The Board discussed the proposals as contained in the agenda note and approved the same for implementation of Revised Pay Scales, 2010 and authorised the VC & MD to take further necessary action in the matter. The VC & MD is also authorised to adopt any other G.Os issued by the Government in this regard for implementation of Revised Pay Scales, 2010.

In connection with the fixation of the Pay Scales of Chief Engineer and Engineer-in-Chief for which there are no corresponding pay scales in the Pay Scales adopted in 2010, the proposals to be sent to the Government.

8. Amendment to the leave regulations, 1974 (Enhancement of Maternity Leave):

The Board discussed the proposals as contained in the agenda note and decided to extend the benefit of Maternity leave to the Women Employees of the Corporation from (120) days to (180) days with effect from 04-05-2010, as per the G.O.Ms.No.152, Finance (FR.I) Department dated 04-05-2010.

9. Amendment to the leave regulations,1974 (Sanction of cash payment in lieu of Half Pay Leave component):

The Board discussed the proposals as contained in the agenda note and decided to extend the benefit of Half Pay Leave to the employees at the time of retirement/death to the Corporation employees on par with Government Employees, as per the G.O.Ms.No.154, Finance (FR.I) Department dated 04-05-2010.

10. Mode of recruitment to the post of Chief Engineer and Engineer-in-Chief:

After the deliberations, it was advised to place in the next Board Meeting, a specific proposal about the qualification criteria and information about other Government Departments for the post of Chief Engineer and Engineer-in-Chief.

11. Enhancement of age of superannuation for Class-IV employees in the Corporation:

After the discussions, it was resolved to implement the G.O.Ms.No.25 of Industries and Commerce (INF) Department, dt.30.03.2010 in toto and authorised the Vice-Chairman and Managing Director to take necessary action.

12. Notification of Special Economic Zones – Execution of Bond-cum-Legal Undertaking – Authorization of Executive Director:

The Board discussed the proposal as contained in the agenda note and resolved to authorise the Executive Director to execute Bond-cum-legal undertaking / such other documents required for the Special Economic Zones.

13. Execution of Sale Deed for 26.97 Acres in favour of M/s. Lanco Hills Technology Park Private Limited by amending Clause No.4.1. of the Development Agreement:

The Board discussed the proposals as contained in the agenda note and resolved to authorise the VC & MD to finalize the Amendment to Development Agreement and to execute the Sale Deed for 26.97 acres under phase-I of IT Park, Manikonda in favour of M/s. Lanco Hills Technology Park Private Limited subject to production of certificate by independent engineer about the internal infrastructure developed for the Phase-I and II by the Lanco Hills Technology Park.

14. Details of Patta lands proposed for Acquisition:

The Board discussed the proposals as contained in the agenda note and approved / ratified the requisitions filed, for acquisitions of the following Patta Lands as mentioned in the agenda.

S.No	Name of the Estate/Village, Mandal & District	Patta land in Acs.	Purpose
1	KADAPA District Chitluru village of Ramapuram Mandal	29.72	for establishment of Industrial Park
2	ANANTAPUR District Kappalabanda Vg. Of Puttaparthi Mandal.	35.03	for establishment of Industrial Park

3	ANANTAPUR District Kotipi village of Hindupur Mandal	295.33	for establishment of Industrial Park
4	SRIKAKULAM District Marripadu and other villages of Santhabommali Mandal	1012.57	for establishment of Primary Concentration Plant and Minerals Operational Plant by M/s. Trimex Sands Pvt. Ltd.,
5	Medak District Isnapur village of Patancheru Mandal	138.64	for development of expansion of IP
6	East Godavari District Balabadrapuram Vg. Biccavolu Mandal and Dontamuru Vg. & Nallamilli Vg. Rangampet Mandal	789.85	for establishment of Industrial Park.
7	KURNOOL District Narnuru village of Orvakal Mandal	369.61	for establishment of Industrial Park
8	CHITTOOR District Majarakothapalli village of Yadamarri Mandal	4.56	For establishment of Industrial Park.
9	WARANGAL District Madikonda village of Hanamkonda Mandal	8.09	for expansion of existing industrial Park
10	Chittoor Dist, Chillakur (M) Ankulapaturu -398.36; Udathavaripalem - 193.01; Kalavakonda - 34.95 and Besthapalem - 31.85	658.17	for establishment of IP by APIIC.

15. Tax Audit for the Financial Years 2008-09 and 2009-10 – Appointment of Tax Auditors and fixation of remuneration:

After discussions, it resolved to appoint M/s D.V.Ramana Rao & Co, Chartered Accountants as Tax Auditors for the financial years 2008-09 and 2009-10 with a yearly remuneration of Rs. 20,000/- plus applicable Service Tax.

16. Visit to China – World Expo 2010 and SEZs in China:

The Board has taken note of the participation of Dr. C.Sreedhar, Executive Director and Sri M.Siva S.Reddy, Company Secretary & GM(SEZ) in the business delegation to visit world Expo-2010 and SEZs in China to be conducted by Maharashtra Economic Development Corporation, Mumbai.

Further the Board has accorded its permission to Sri. S.Siva Rama Subrahmanyam, Chairman, to participate in the above delegation to China.

17. Promotion to the post of General Manager (F):

After discussions, the Board has left it to the Managing Director to consider of giving temporary promotion.

18. Development of Trade Tower (Minimum 100 Floors) and Business District at Manchirevula Villages, Rajendranagar Mandal, RR District – Proposal of the Developer for certain modifications in the LoA of Restructuring Plan:

After the discussions, the Board approved the proposal as contained in the agenda and authorised VC&MD to take necessary action

19. Policy for fixation of Service fee and Processing Fee for land acquisition for others:

During the discussions, the Board has requested VC&MD to come up with a policy in the next board meeting on fixation of service fee and processing fee for acquisition of lands for others.

Vote of thanks:

There being no other business to be transacted, the meeting ended with a vote of thanks to the Chair.

Sd/-

**S.SIVA RAMA SUBRAHMANYAM
CHAIRMAN**

Place: Hyderabad

Date: 10-06-2010.

CONFIDENTIAL

Minutes of the 182nd Meeting of Board of Directors of Andhra Pradesh Industrial Infrastructure Corporation Limited held on Tuesday, the 10th August, 2010 at 3.00 P.M. at the Registered Office of the Company, Hyderabad.

PRESENT:

The following Directors were present at the meeting:

1. **Sri S.Siva Rama Subrahmanyam**
Chairman
2. **Sri B.R.Meena, IAS**
Vice-Chairman & Managing Director
3. **Sri B.P.Acharya, IAS**
Prl. Secretary to Govt.& CIP,
Inds. & Com. Department.
4. **Sri G.Anantha Ramu, IAS**
Commissioner of Industries

ON INVITATION

Dr. C.Sreedhar
Executive Director-II, APIIC

IN ATTENDANCE:

Sri M.Siva S. Reddy : Company Secretary

1. Leave of Absence:

Leave of absence was granted to Sri B.Sam Bob,IAS, Sri K.Madhusudhana Rao, IAS, Sri T.Satyanarayana Rao, IAS and Sri Vikas Raj, IAS.

2. Confirmation of the Minutes of the previous Meeting:

The Board confirmed the minutes of the previous meeting (181st Board Meeting) held on 10-06-2010 as correct record.

3. Taking note of Action taken on the Minutes of Previous Meeting:

The Board has taken note of the action taken on the minutes of the 181st Meeting of the Board of Directors held on 10-06-2010.

4. Convening of the 37th Annual General Meeting of the Company:

The Board has approved the convening of 37th Annual General Meeting and passed the following Resolution.

“RESOLVED that the 37th Annual General Meeting be convened on 30th September, 2010 at 3.00 p.m. at the Registered Office of the Company”.

“FURTHER RESOLVED that Sri M.Siva S.Reddy, Company Secretary be and is hereby authorized to sign and issue the notices on behalf of the Board”.

5. Enhancement of Gratuity to the Employees of the Corporation:

The Board discussed the proposals as contained in the agenda note and approved the proposal for enhancement of payment of gratuity to the employees of the Corporation from Rs. 3.50 lakhs to Rs.10.00 lakhs with effect from 24-05-2010 and authorized the VC & MD to take necessary action in the matter.

6. Enhancement of House Building Advance to the Corporation employees:

After discussions, the Board has approved the proposal for enhancement of eligibility ceiling in respect of House Building advance to the Corporation employees, as indicated in the agenda note, as per the guidelines issued in the G.O.Ms.No.174 of Finance (A& L) Department dated 15.05.2010.

7. Enhancement of Conveyance, Educational, Festival and Computer Advances to the Corporation employees:

After discussions, the Board has approved the proposal to enhance the limits with regard to Conveyance, Educational, Festival, Computer and Marriage advances, as indicated in the agenda note, to the Corporation employees as per the guidelines issued in the G.O.Ms.No.175 of Finance (A & L) Department dated 15.05.2010.

8. Amendment to APIIC Staff Regulations, 1974 – Qualification and experience prescribed to the Post of CGM (E), CE and E-in-C by promotion:

The Board discussed the proposals as contained in the agenda note and resolved to adopt the same from the date of approval.

9. Enhancement of age of superannuation for Class-IV employees in the Corporation:

After discussions, the proposal was not considered by the Board.

10. Sanction of special medical reimbursement to Sri O.Karam Puraiah, Chief Engineer (Retired):

The Board discussed the proposals as contained in the agenda note and resolved to sanction an amount of Rs. 50,000/- as a special case.

11. Setting up of Solar Power Plant of 1 M.W. at Gooty, Anantapur District by APIIC:

After discussions, the Board approved the proposals as contained in the agenda note and passed the following Resolution:

“Resolved that the Project Proponent intends to develop Solar Power Project namely APIIC SOLAR POWER PROJECT with installed plant capacity of 1 M.W. at Industrial Park, Gooty Village, Anantapur District, Andhra Pradesh State and wishes to participate in the Rooftop and Small Solar Generation Programme (RPSSGP) to avail Generation Based Incentives (GBI), in accordance with the terms and conditions outlined under the guidelines announced by Ministry of New and Renewable Energy, Government of India for the said Programme.”

“Resolved further that certified true copy of this resolution shall be submitted to NEDCAP to comply with the requirement for Pre-Registration of the said project at state level.”

“Resolved further that Dr.C.SREEDHAR, Executive Director, APIIC is hereby authorised to sign and submit the application form and complete all other related formalities associated with participation under the said RPSSGP.”

12. Requisition for Acquisition of patta lands for Development of PCPIR:

The Board discussed the proposals as contained in the agenda note and agreed to acquire the lands as indicated in the agenda note for development of industrial park as a part of VK-PCPIR.

13. Details of Patta lands proposed for Acquisition:

After discussions, the Board approved the proposals/ratified the requisitions filed, for acquisition of patta lands as mentioned below.

S.No	Name of the Estate/Village, Mandal & District	Patta land in Acs.	Remarks
1	Visakhapatnam District Gunupudi & D.L.Puram Villages of Nakkapalli Mandal & Pentakota Village of Payakaraopeta Mandal	Acs. 1212.99 cts.	For establishment of Industrial Park.
2.	RR District	Acs.311.15 gts	for M/s. BDL.
3.	SPSR Nellore District. Pynapuram (v) Muthukur (M). Nellatur (v) Muthukur (M)	Patta land Acs.14.40 Acs. 12.96 Acs. 09.13	For establishment of Industrial Park.

Further, the Board has resolved for withdrawal of Patta land of extent Acs.1621.23 gts, at Nallipaka village U/s 48(1) of Land Acquisition. Act, as per the request of the Khammam District Collector.

**14. Papers for perusal:
Appointment of Statutory Auditors
for the financial year 2010-11:**

The Board has taken note of

- a) the appointment of M/s. D.V.Ramana Rao & Co., Chartered Accountants, Hyderabad as Statutory Auditors of Company for the financial year 2010-2011.
- b) G.O.Rt.No.515 dated 09-08-2010 of Industries & Commerce (INF) Department, regarding the appointment of Sri B.P.Acharya, IAS as Director on the Board of Directors of APIIC Limited.

**15. Functioning of Emaar Hills Township Pvt Ltd (EHTPL) –
JV Company – APIIC with Emaar Properties PJSC,
Dubai:**

- a) The VC & MD brought to the notice of the Board, the following by way of a Power Point Presentation:
 - background of the Project
 - obligations of the Joint Venture Partners and
 - Violations done by the JV partner Emaar Properties PJSC, Dubai and SPV company i.e. EHTPL.
- b) During the presentation, the VC & MD brought to the notice of the Board the following:-
 - The SPV – EHTPL, without approval of APIIC as per the Clause 2.4 (X) of the Collaboration agreement , transferred the project land of 258.36 acres together with all rights including that of marketing, branding etc., to Emaar MGF Ltd , by executing
 - ❖ Development Agreement with 03-11-2006
 - ❖ Development Agreement cum General Power of Attorney dt. 25-07-2007.
 - ❖ Addendum to the Development Agreement cum General Power of Attorney dt. 23-07- 2008
 - Emaar MGF Ltd is JV between Emaar Properties PJSC, Dubai. & a Third Party ie MGF group, New Delhi.
 - APIIC has no shareholding in this Emaar MGF Ltd

- As per the Development Agreement between EHTPL & Emaar MGF.
 - ❖ *Emaar MGF will receive the entire revenues from the Project,*
 - ❖ *75% of the gross revenue from sales will go to the said Emaar MGF,*
 - ❖ *95% from commercial leases/hotels goes to Emaar MGF,*
 - ❖ *75% from sale of plots villas and their construction to Emaar MGF*
 - ❖ *and similarly 75% from operations and maintenance and from advertisements in common areas and*
- *Only a small percentage ranging between 5% to 25 % of share in gross revenues to the EHTPL. Thereby the EHTPL will get very little share of revenues since all the assets of the company were transferred to Emaar MGF Ltd through Development agreement and GPA and made the SPV as a shell company without any activity and nominal revenues .*
- It is also learnt that the Emaar Properties PJSC, Dubai, has substantial stake in the Emaar MGF Limited and the said Development Agreement is designed only to enrich Emaar at the cost of APIIC .
- The Arrangement between EHTPL and Emaar MGF Ltd is in violation of documents executed between APIIC , Emaar Properties PJSC, Dubai and EHTPL :-
 - ❖ The Supplementary Agreement at Clause 8 specifically makes it mandatory for EHTPL to take up the development of housing from internal accruals. Moreover, there is a specific condition that

the holding of APIIC in EHTPL has to be maintained at 26% at all times.

- ❖ The clause 2.4. (v) of the Collaboration Agreement quoted by EHTPL does not empower EHTPL to deal with the project as it wishes and desire.
- ❖ Further Clause 3.1 (iii) under the Quorum for Director Meeting – it is specifically agreed that the Joint Venture Companies shall not enter any agreement or arrangement with any person without the prior written consent of the parties which means prior written consent of APIIC.
- ❖ As per Clause 6.1.2(ii), for control and management of the company, it shall be in accordance with the Share Holders Agreement itself amongst other things.
- ❖ It will also be necessary to point out that Clause 9.1 - Requirement of approval- the company (which means the EHTPL) has to take affirmative approval of APIIC, for the actions mentioned therein which include amongst others :

*“(C) any reduction of the share capital or issue of fresh capital of the company
(H) The declaration or payment of any dividend or
distribution of profits or the passing of any resolution to retain or allocate profits”.*

- The examination of all the relevant records shows that the EHTPL never approached APIIC for approval before signing the development agreement with EMAAR MGF and Board minutes of APIIC also reveal that no such

approval for such agreement by APIIC which is required as per 2.4 (X) of the collaborative agreement and was ever sought or granted and thus the agreement entered with EMMAR MGF is illegal and not binding on APIIC.

- It is pertinent to mention that all the major decisions including the Collaboration agreement and the supplementary agreements were approved by the APIIC Board, Cabinet Sub Committee of the Government and the Government from time to time.
- The transfer of developmental rights of EHTPL to a third party involves severe financial implications on APIIC interests in the project and other rights of the APIIC, it should have been got approved by APIIC Board and the Government.
- Further the said Emaar MGF has not undertaken any developmental activity so as to justify the huge share of profits by way of revenue sharing.
- The entire thing appears to be a methodology to siphon of funds out of Emaar Hills Township Pvt Ltd.(the SPV) thereby depriving the shareholders of the EHTPL specially APIIC of its share of profits in the form of dividends from the EHTPL.
- Because of the Development Agreement, the share of APIIC in the project effectively comes down to less than 6.5% and the balance is going in to the kitty of Emaar and MGF
- The EHTPL the JV company has no authority to assign its rights to any third party as the EHTPL is implementing company set out to develop the project

- As per 3.1.C.iii of Collaborative agreement under the Quorum for director meeting – it is specifically agreed that the Joint Venture Companies shall not enter any agreement or arrangement with any person without the prior written consent of the parties which means prior written consent of APIIC.
 - In addition the above said the EHTPL has also failed to:
 - ❖ Appoint an Independent Engineer and Independent Auditor in terms of Clause 2.5.1 of the Collaboration Agreement.
 - ❖ Circulate the minutes of the Board meetings immediately after such meetings.
 - ❖ APIIC due share of 2% of the amounts collected is not coming from the Golf Course Area
 - ❖ There is no transparency in the matter regarding sales of villas. No response is received regarding number of villas, list of purchasers, vacancy positions inspite of repeated requests.
 - ❖ Provide details of the investment made on each project and the date of completions.
 - All the above mentioned issues were raised by VC &MD, APIIC in the Board meeting of EHTPL on 12th May 2010 and the EHTPL failed to clarify and show the approval of APIIC.
- c) The Board was informed that a letter dated 9-8-2010 is received from the Principle Secretary, Industries and Commerce Department, Government of A.P, directing APIIC “not to take any further action in the matter until further orders from the Government”.
- d) The Principle Secretary (Industries and Commerce) suggested to take opinion on this issue from third party consultants and not to depend only on the opinion given by the Mr. S. Ravi,

Sr. Advocate. He further pointed out that, the reply given by Mine & Young, Advocates on behalf of EHTPL, to the legal notice issued by APIIC be placed before the Board. To this, the VC & MD indicated that the same is under examination and would be placed before the next meeting of the Board.

- e) At this stage, the Chairman informed that the APIIC has prima facie evidence that the Emaar had violated the Collaboration agreement and caused financial loss to APIIC. He further informed that the Board should work for protecting the interests of the APIIC and also explore all options in getting the due share to APIIC in EHTP Ltd.
- f) After further discussion, it was decided to examine this issue in detail and requested VC & MD to place all the details in a comprehensive manner for the next Board Meeting.

16. Enhancement of obsequies charges:

The Board discussed the proposal as contained in the agenda note and decided to enhance the obsequies charges from Rs. 5,000/- to Rs. 10,000/- (Rupees ten thousand only), to all the categories of the employees, family members of the employees of the Corporation, who die in harness or to the nearest relative or to the persons lawfully in possession of the body of the deceased Corporation employees as per G.O.Ms.No.192 dated 23.04.2010 of General Administration (Ser/Wel.I) Department and death relief to the nominee or where the nominee predeceased, to the alternative nominee or the nearest relative or to the persons lawfully in possession of the body of the deceased retired employees of APIIC.

17. Enhancement of settling allowance:

After discussions, the Board has approved the proposal to revise the lump sum travel grant (Settling Allowance), as indicated in the agenda note, to the Corporation employees as per the guidelines issued in the G.O.Ms.No.128 of Finance (TA) Department dated 17.04.2010.

18. Sanction of Dearness Allowance to Corporation Employees on par with Government Employees:

The Board has taken note of the implementation of G.O.Ms.No.248 of Finance (PC.I) Department dated 07.7.2010 in respect of the employees of the Corporation including employees on deputation working in the corporation as indicated in the agenda note.

19. Enhancement of Tour Traveling Allowance in the Corporation:

After discussions, the Board has approved the Tour Traveling Allowance and Daily Allowance to the corporation employees, as mentioned in the agenda note.

20. Policy for fixation of Service fee and Processing Fee for land acquisition for others:

The Board discussed the proposal as contained in the agenda note and approved the same.

21 Foreign Visit – Permission to Sri B.R. Meena, IAS, VC & MD, APIIC to visit Brazil and Argentina from 12.07.2010 to 16.07.2010/ 19.07.2010 to 23.07.2010 (excluding journey period):

Noted.

Vote of thanks:

There being no other business to be transacted, the meeting ended with a vote of thanks to the Chair.

**Sd/-
S.SIVA RAMA SUBRAHMANYAM
CHAIRMAN**

Place: Hyderabad
Date: 08-09-2010

CONFIDENTIAL

**MINUTES OF THE 183rd MEETING OF THE BOARD OF DIRECTORS OF
ANDHRA PRADESH INDUSTRIAL INFRASTRUCTURE CORPORATION
LIMITED HELD ON TUESDAY, THE 19TH OCTOBER, 2010 AT 3.00 P.M.
AT THE REGISTERED OFFICE OF THE COMPANY, HYDERABAD.**

PRESENT:

The following Directors were present at the meeting:

- 1) **Sri S.Siva Rama Subrahmanyam**
Chairman
APIIC Limited
- 2) **Sri B.R.Meena, IAS**
Vice-Chairman & Managing Director
APIIC Limited
- 3) **Sri Ajay Mishra, IAS**
Principal Secretary to Govt.,
Infrastructure & Investment Department.
- 4) **Sri T.Satyanarayana Rao, IAS**
Secretary to Government
Finance (R&E) Dept.
- 5) **Sri Vikas Raj, IAS**
Managing Director
APSFC

ON INVITATION

Dr. C.Sreedhar
Executive Director-II, APIIC

IN ATTENDANCE:

Sri M.Siva S. Reddy : Company Secretary

1. Leave of Absence:

Leave of absence was granted to Sri G.Anantha Ramu, IAS and Sri K.Madhusudhana Rao, IAS.

2. Confirmation of the Minutes of the previous Meeting:

The Board confirmed the minutes of the previous meeting (182nd Board Meeting) held on 10-08-2010 as correct record.

3. Taking note of Action taken on the Minutes of Previous Meeting:

The Board has taken note of the action taken on the minutes of the 182nd Meeting of the Board of Directors held on 10-08-2010.

4. Compliance under various Acts:

The Board has taken note of the compliance certificate under various Acts as given in the agenda.

5. Papers for perusal:

The Board has taken note of

- a. G.O.Ms.No.499 of General Administration (AR&T.I) Department, dt.30.08.2010 – Transfer of subject A.P.Industrial Infrastructure Corporation from Industries and Commerce Department to Infrastructure and Investment Department.
- b. G.O.Rt.No.204 dated 07-10-2010 of Infrastructure & Investment(Ports-1) Department, regarding the reconstitution of the Board of Directors of APIIC - appointment of Sri Ajay Mishra, IAS, Prl.Secretary to Government, Infrastructure & Investment Department in place of Sri B.P.Acharya, IAS, Prl.Secretary to Government & CIP, Industries & Commerce Department, as Director on the Board of Directors of APIIC Limited.

6. Execution of sale deeds before project implementation for extending financial assistance by Banks:

After the discussions, the Board has advised to get a status report from the APSFC on the cases where sale deeds were executed before implementation of the projects and the same may be placed in the next meeting of the Board.

7. Identified for establishment of Industrial Park at Vinjamoor village, Nalgonda Dist. – Lands owners offered acquisition by APIIC on consent Award:

The Board discussed the proposals as contained in the agenda note and resolved to accord permission for acquisition of Patta lands as mentioned in the agenda.

8. Functioning of Emaar Hills Township Private Limited (EHTPL) – JV Company – APIIC with Emaar Properties PJSC, Dubai:

A) VC & MD appraised the Board about the following:

- i) Letter No.681/I&I/Prots.I/2010 dated 07-10-2010 of the Principal Secretary to Government, Infrastructure & Investment Department, directing APIIC to take immediate steps to ensure that legal and financial interest of APIIC are fully and properly protected in the Joint Venture Companies with Emaar Properties PJSC Dubai and rescinded the instructions given in letter No.10373/INF-A2/2010 dt.9.8.2010 of the Prl. Secretary, I&C Department.
- ii) The Writ Petitions and Cavites filed against Govt. and APIIC by EHPTL and Emaar MGF.

and the Board has taken note of the same.

B) Further, the Board deliberated on the opinion of :

- 1) Sri Gopal Subramaniam, Solicitor General of India.
- 2) Sri K.Narasimha Murthy, F.C.A., F.I.C.W.A (Financial Expert)
- 3) Sri B.Satya Reddy, Senior Company Secretary
- 4) Planning Commission approved Consortium of PPP Advisers comprising IDFC, IDECK and Singhanian Partners.

C) During the deliberations, the Board has noted that the development agreement-cum- GPA dated 25-07-2007 and addendum to the development agreement-cum-GPA 23-07-2008 was not even placed before the Board of Emaar Hills Township Private Limited.

D) After the deliberations, the Board has resolved the following:

- i) To issue notice under article 5 of collaboration agreement to Emaar Properties PJSC, Dubai for rectification of the breaches done under various agreements executed with APIIC including that of collaboration agreement.
- ii) To file a civil suite in an appropriate Civil Court to get a declaration that the Development Agreement-Cum-GPA between EHTPL and Emaar MGF is null and void.
- iii) To initiate an appropriate legal action in Company Law Board for oppression and Mismanagement.
- iv) Authorising Managing Director to take all the necessary and appropriate steps to safeguard the interest of the APIIC and to place before the next board meeting for ratification.
- v) To get an opinion from a Senior Advocate who has expertise in Criminal Law on the issue of initiation of criminal proceedings against persons involved in the actions that resulted in the depletion in value of EHTPL

9. Granting permission for the support / industrial related commercial activities to allottees/unit holders in the Industrial Parks

After discussions, the Board has authorised the VC & MD to prepare detailed guidelines on the issue and the same be placed in the next meeting of the Board of Directors.

10. Foreign Visit – Visit to Kuala Lumpur, Malaysia by Sri S.Siva Rama Subrahmanyam, Hon’ble Chairman, Sri B.R.Meena, IAS, VC & Managing Director APIIC to participate in 150 Year Malaysian Telugu Heritage and Business Forum from 8th – 9th October, 2010.

Noted.

11. Details of patta lands proposed for acquisition/ ratification of requisition filed/withdrawal of requisition filed:

After discussions, the Board has -

A) Approved for acquisition of the following Patta Lands:

Sl. No	Name of the Estate/Village, Mandal & District	Patta land in Acs.
1.	MEDAK DISTRICT Buchinely village. Budidhipadu village.	Acs.54.03 gts. Acs.167.38 gts.
2.	SPSR NELLORE District Industrial Park Epuru, Pantapalem-1B (vg), Muthukur (M), Nellore District..	Patta land Acs.33.80

B) Ratified the following requisition filed for acquisition of patta lands.

Sl. No	Name of the Estate/Village, Mandal & District	Patta land in Acs.
1.	MEDAK DISTRICT Bandamylaram Village, Mulugu Mandal	Acs. 7.25 gts.
2.	RR DISTRICT Laying of (18 Mts width) approach road to land in Sy.No.255 -IT/ITES- SEZ - Adibatla village	0.20gts
3.	Visakhapatnam District Veduravada Village Atchutapuram Mandal	Acs. 7.85
4.	KADAPA District Kopparthy village of CK Dinne Mandal.	3.33

C)

- i. Approved for withdrawal of the following land for which requisition was file with the concerned district collectors:

S.No	Name of the Estate/Village, Mandal & District	Patta land in Acs.
1	KADAPA District Thuguntalapalli Kothaguntlapalli Vemaguntlapalli P.Bommepalli Ambavaram villages of Jammalamadugu Mandal	216.97
2	KADAPA District Navabpet Thalamachipatnam Chinna Kommerla villages of Mylavaram Mandal and S.Uppalapadu village of Jammalamadugu Mandal.	227.04

- ii. With regard to the withdrawal of 7.58 Acres of Patta land situated at Kappalabanda village of Puttaparthi Mandal, Ananthapur District, the Board has advised to get a justification for withdrawal of lands from the District Collector, Ananthpur for further examination.

Vote of thanks:

There being no other business to be transacted, the meeting ended with a vote of thanks to the Chair.

Sd/-

S.SIVA RAMA SUBRAHMANYAM
CHAIRMAN

Place: Hyderabad

Date: 27-10-2010.

CONFIDENTIAL

**MINUTES OF THE 184th MEETING OF THE BOARD OF DIRECTORS OF
ANDHRA PRADESH INDUSTRIAL INFRASTRUCTURE CORPORATION
LIMITED HELD ON THURSDAY, THE 30th DECEMBER, 2010 AT 1.00
P.M. AT THE REGISTERED OFFICE OF THE COMPANY, HYDERABAD.**

PRESENT:

The following Directors were present at the meeting:

- 1) **Sri S.Siva Rama Subrahmanyam**
Chairman
APIIC Limited
- 2) **Sri B.R.Meena, IAS**
Vice-Chairman & Managing Director
APIIC Limited
- 3) **Sri Ajay Mishra, IAS**
Principal Secretary to Govt.,
Infrastructure & Investment Department.
- 4) **Sri R.Karikal Valaven, IAS**
Commissioner of Industries.

ON INVITATION

Dr. C.Sreedhar
Executive Director, APIIC

IN ATTENDANCE:

Sri M.Siva S. Reddy : Company Secretary

1. Leave of Absence:

Leave of absence was granted to Sri T. Satyanarayana Rao, IAS, Sri K.Madhusudhana Rao, IAS and Sri Vikas Raj, IAS.

2. Confirmation of the Minutes of the previous Meeting:

The Board confirmed the minutes of the previous meeting (183rd Board Meeting) held on 19-10-2010 as correct record.

3. Taking note of Action taken on the Minutes of Previous Meeting:

The Board has taken note of the action taken on the minutes of the 183rd Meeting of the Board of Directors held on 19-12-2010.

4. Paper for perusal:

The Board has taken note of the G.O.Rt.No.240 dated 30-11-2010 of Infrastructure & Investment APIICC) Department, regarding nomination of Sri R.Karikal Valaven, IAS, Commissioner of Industries in place of Sri G.Anantha Ramu, IAS.

5. Equity Contribution by APIIC in APGIC:

The Board has taken note of the Equity contribution by APIIC in Andhra Pradesh Gas Infrastructure Corporation Pvt. Limited for an amount of Rs.20.40 Crores which represents 51% paid-up capital, till date.

6. Providing Bank Guarantees to APGIC:

The Board has ratified the furnishing the of Bank Guarantees by APIIC on behalf of APGIC for an amount of Rs.9.29 Crores in favour of Director General of Hydro Carbons as indicated in the agenda note.

7. Providing Bank Guarantees for Solar Power Projects under Roof Top and other Small Solar Power Generation Programme:

The Board has taken note of the guarantees given by the APIIC for the 1.00 M.W Solar Power Plant at Gooti, Anantapur District as indicated in the Agenda note.

8. Sanction of D.A. to Corporation employees on par with the Government of Employees:

The Board has taken note of the implementation of G.O.Ms.No.356 of Finance (PC-I) Department dated 06-12-2010, sanctioning the revised DA to the Employees of the Corporation on par with the State Government employees, as indicated in the agenda.

9. Payment of Special Incentive to the Employees of the Corporation:

The Board approved the sanctioning of payment of special incentive to the employees of the corporation as mentioned in the Agenda.

10. Note on Emaar Properties – Violations observed – Action Taken:

- a) The VC & MD briefed the Board about the
- i. legal notice issued dated 29.10.2010, by the APIIC , under clause No.5.3(a) of the Collaboration Agreement for rectification of breaches/ violations within the specified period of 60 days and Interim reply dated 08.12.2010 given by Emaar Properties . But they have not taken any steps for rectification so far.
 - ii. In compliance with the board resolution and as per the opinion of the Learned Solicitor General, a suit was prepared and the Government was requested to take necessary steps to file civil suit jointly in the Civil Court. In view of urgency, APIIC has already filed a suit for permanent injunction and rendition of accounts in City Civil Court, Hyderabad(O.S.No.655/2010). The Civil Suit has been admitted by the Hon'ble Court and the petition filed by Emaar MGF to reject the plaint of APIIC was dismissed on 08.12.2010. The Emaar MGF seemed to have filed a CRP 5786/2010 and obtained stay of further proceedings of the suit. The order in CRP was exparte and APIIC is taking opinion on further action.
 - iii. The Company Law Board petition CP 108/2010 was filed by APIIC regarding oppression and mismanagement. The Hon'ble Company Law Board after hearing the arguments on both sides vide order dater 21.12.2010 directed the

respondents not to create any third party interest without prior permission of the Company Law Board.

- iv. Emaar Properties has filed a WP No.32285/2010 challenging the notice dated 29.10.2010 and for restraining termination of the Collaboration Agreement. The Hon'ble Court vide order dated 23.12.2010, directed APIIC not to terminate the Collaboration Agreement till further orders. APIIC is undertaking legal examination as to the further necessary action.'
- b) The board deliberated on the legal opinion given by Sri L.Madhu Sekhar and Sri Chetluru Sreenivas, Advocates regarding filing of a criminal complaint by APIIC against M/s. Emaar Properties and employees of Emaar Hills Township Pvt. Ltd who involved in the execution of development Agreement-cum-GPA.
- c) After discussions, the board accorded its approval;
 - To file criminal complaint against all the persons representing including in the signatures to those development agreements M/s. Emaar Properties PJSC, Dubai as per the Legal advise, before appropriate court.
 - To take all the necessary action to contest the various cases filed by Emaar Properties, including filing of stay vacate petitions /appeal as necessary

The Board authorised the VC&MD to do all the needful to give effect to the resolution.

**11. Mindspace, Madhapur – M/s.Raheja IT Park (Hyderabad)
Private Limited – Status Report:**

After discussion, it was advised to take legal opinion on the issue and be placed in the next board meeting.

12. Acquisition of land belonging to Sri Sakshi Bhavannarayana Swamyvari Temple(Endowment land) at Ponnur Town, Guntur District for establishment of Autonagar:

The Board discussed the proposal as contained in the agenda note and approve the same.

13. Amendment to APIIC Staff Regulations, 1974 – Concerning promotion of Assistant Manager, Technical to the Post of Manager, Engineer:

Deferred.

14. Annual Accounts for the year 2009-10:

The Board has approved the Annual Accounts for the financial year 2009-10 and passed the following resolutions.

“RESOLVED that Balance Sheet as at 31st March, 2010 and Profit & Loss Account for the year ending 31st March, 2010 of the Company be and hereby approved”.

“RESOLVED THAT Sri S.Siva Rama Subrahmanyam, Chairman, Sri B.R.Meena, IAS, VC & MD and Sri M.Siva S.Reddy, Company Secretary be and hereby authorised to sign the Balance Sheet as at 31st March, 2010 and Profit & Loss Account for the year ending 31st March, 2010 on behalf of the Board and submit the same to the Statutory Auditors of the Company for their report thereon”.

15. Development of Trade Tower (Minimum 100 Floors) and Business District at Manchirevula Village, Rajendranagar Mandal, R.R.District, Hyderabad – Restructuring proposal:

Deferred to the next meeting for a detailed agenda note.

16. APIIC Corporate Building at Masab Tank, Hyderabad – Status Note:

After discussion, it was resolved to submit a detailed note on each of the lessee to next Board meeting.

17. APIIC Amendments/changes to the Allotment – Regulations:

Deferred.

18. Issue of No Objection Certificate from APIIC, regarding transfer of lands in favour of M/s. United Port Services – Kakinada:

After discussion, it was advised to take legal opinion on the issue and be placed before the next Board meeting.

19. Instructions of the Government, with regard to PPP Projects/Joint Venture Projects:

During meeting, Principal Secretary, Infrastructure & Investment Department reiterated the stand of the Govt. **with regard to PPP Projects/Joint Venture Projects for referring to the Government for action to be taken by APIIC** that the instructions given to APIIC, vide letter No.681/I&I Ports-I/2010, dated 7-10-2010 in Emaar issue, shall stand valid for all the PPP/Joint Venture Projects and APIIC is at liberty to take the all the necessary actions for prospecting its interest duly following the various procedures mentions in the MOU/Collaboration and other agreements signed with the Joint Venture Partners/Land allottees which are within their purview without referring to the Government.

Vote of thanks:

There being no other business to be transacted, the meeting ended with a vote of thanks to the Chair.

Sd/-
S.SIVA RAMA SUBRAHMANYAM
CHAIRMAN

Place:Hyderabad
Date: 05-01-2011

CONFIDENTIAL

MINUTES OF THE 185th MEETING OF THE BOARD OF DIRECTORS OF ANDHRA PRADESH INDUSTRIAL INFRASTRUCTURE CORPORATION LIMITED HELD ON TUESDAY, THE 15th FEBRUARY, 2011 AT 1.00 P.M. AT THE REGISTERED OFFICE OF THE COMPANY, HYDERABAD.

PRESENT:

The following Directors were present at the meeting:

- 1) **Sri S.Siva Rama Subrahmanyam**
Chairman
APIIC Limited
- 2) **Sri B.R.Meena, IAS**
Vice-Chairman & Managing Director
APIIC Limited
- 3) **Sri B. Sam Bob, IAS**
Prl.Secretary to Govt. & CIP,
Industries & commerce Dept.
- 4) **Sri R.Karikal Valaven, IAS**
Commissioner of Industries.

ON INVITATION

Dr. C.Sreedhar
Executive Director, APIIC

IN ATTENDANCE:

Sri M.Siva S. Reddy : Company Secretary

1. Leave of Absence:

Leave of absence was granted to Sri T. Satyanarayana Rao, IAS, Sri K.Madhusudhana Rao, IAS and Sri Vikas Raj, IAS.

2. Confirmation of the Minutes of the previous Meeting:

The Board confirmed the minutes of the previous meeting (184th Board Meeting) held on 30-12-2010 as correct record.

3. Taking note of Action taken on the Minutes of Previous Meeting:

The Board has taken note of the action taken on the minutes of the 184th Meeting of the Board of Directors held on 30-12-2010.

4. Compliance Report:

The Board has taken note of the compliance certificate under various Acts as given in the agenda.

5. Paper for perusal:

The Board has taken note of

- a)** Letter No.19/I&IOP.1/2011 of Infrastructure & Investment Department dated 10.01.2011, regarding transfer of APIIC subject from Infrastructure & Investment Department to Industries and Commerce Department.
- b)** G.O.Rt. No. 5 of General Administration (AR&T.I) Department, dated 04.01.2011, regarding transfer of APIIC subject from Infrastructure & Investment Department to Industries and Commerce Department.
- c)** G.O.Rt.No.57 of Industries & Commerce (INF) Department dated 29-01-2011, regarding nomination of Sri B.Sam Bob, IAS, Principal Secretary to Govt. & CIP, Industries & Commerce Department as one of the Directors on the Board of APIIC Ltd in place of Sri Ajay Mishra, IAS.

6. Amendments/changes to the allotment Regulations – (Deferred Item No.17 of 184th Board Meeting held on 30-12-2010):

VC & MD explained the Board about the existing guidelines & amendments and new application format for allotment of lands , a copy of which is appended this minutes. Thereafter, the Board discussed the proposal as contained in the Agenda note. While approving the Agenda, the Board has made the following suggestions:

- a) SC & ST Entrepreneurs are entitled for 33% rebate in the land cost at the time of allotment. In the similar lines, 33% reduction would be extended in penalty for non implementation of the projects with in stipulated time.
- b) For Execution of sale deed before implementation of the Project, the procedure that is being followed in the case of State Finance Corporation be followed in the case of other banks also. The “Agreement of sale” and “Sale deed” be modified suitably to protect the interest of the Corporation.
- c) For giving NoC for Mortgaging the land to Banks, in the case where land is given at a concessional rate by the Government, the proposal be sent to the Government for approval for giving such NoC for mortgaging the land in favour of Banks / execution of sale deed before execution of project.

In this connection, the Board has authorised VC&MD to do all necessary modifications to the allotment rules & regulations and format of application.

7. Extension of minimum scale of pay to NMR’s Continuing as per court orders:

The Board discussed the proposal as contained in the agenda note and approved the same

8. Ratification for requisition filed for acquisition of land for establishment of Industrial Park at Chinnapuram Vg. Machilipatnam Mandal, Krishna District:

After discussions, the Board ratified action taken by the Vice-Chairman and Managing Director for acquisition of lands at Machilipatnam Mandal as mentioned in the Agenda.

9. Details of land for which requisitions to be filed for acquisition of Patta lands with the concerned District Collector:

The Board has approved for acquisition of patta lands in Rudravaram Village 1 & 2, Nutanapalli Village for an extent of 354.40 Acres as mentioned in the Agenda.

10. JNPC, Parwada, Visakhapatnam - cancellation of Plots for Non-implementation of Projects – Extension of time – Levy of Penalty:

VC & MD briefed the Board about the letter No./936/INF/A2/2011 dated 21.01.2011 of the Principal Secretary, Industries & Commerce Department, 'requesting APIIC to permit the units in Parma City to start their works, pending finalization of issue on imposing penalty'. After discussions, the board has resolved as follows:

- a) To call for a report from M/s.Ramky Pharma City India Private Limited on whether the non implementation of the Units by the allottees is due to failure of the company to provide infrastructure facilities for the allottees.
- b) Information about the prevailing market prices of the lands adjacent to the pharma city be placed in the next meeting.
- c) The allottees be allowed to proceed with the implementation of their units pending finalization of issue on imposing penalty Subject to undertaking / Affidavit for the penalty imposed.

Further the Board has authorised Managing Director to take necessary action in this matter.

11. Development of Trade Tower (Minimum 100 Floors) and Business District at Manchirevula Village, Rajendranagar Mandal, R.R. District, Hyderabad – Restructuring proposal (Deferred Item No.15 of 184th Board Meeting held on 30.12.2010)

Deferred to the next Meeting.

12. Mindspace, Madhapur – M/s. K.Raheja IT Park (Hyderabad) Private Limited – Status Report (Deferred Item No.11 of 184th Board Meeting held on 30-12-2010):

The Principal Secretary, Industries and Commerce Department informed that, Govt. has issued instructions on K.Raheja IT Park (HYD) Private Limited. After discussion, it was advised to place the matter in the next meeting with all the legal opinions along with the instructions of the Government and meanwhile, the VC & MD was authorised to take necessary action.

13. Note on Emaar Properties – Violations observed – Action Taken (Deferred Item No.10 of 184th Board Meeting held on 30-12-2010)

VC&MD explained to the Board the comparative chart, as placed in the Agenda, on the notice of APIIC, dt.29.10.2010 and reply given by Emaar Properties, PJSC, Dubai 08.12.2010 and 'Link Legal' purportedly on behalf of Emaar Properties, PJSC, Dubai

Further, the VC & MD brought to the notice of the Board the following:-

- ' Emaar Properties PJSC, Dubai has now sent a letter dated 03.02.2011 without any reference to the issues pointed out by APIIC and without evidence of any action taken by Emaar to rectify the breaches.

- Emaar Properties is seeking through its letter, to discuss the matter under Clause 6.3(a) and 6.3(b) of the Collaboration Agreement. The said letter also does not refer to Clause 5.3 of the Collaboration Agreement under which the notice has been issued by APIIC. It is pertinent to mention that while Emaar has expressed its willingness to give proportionate share of saleable land to APIIC but without confirming/indicating that it is willing to rectify the breaches/violations pointed out in the notice.
- The notice issued by APIIC requires the Emaar to rectify the breaches/violations pointed out within 60 days of the notice failing which as per the Collaboration Agreement termination entails. However at present, the Cancellation of the Collaboration is at present stayed by the Hon'ble High Court, by interim orders dated 23.12.2010 passed in the WP 32285/10 filed by Emaar Properties Dubai.
- In view of the court proceedings, it can be said that discussions sought by Emaar under Clause 6.3(a) and (b) may be used by Emaar itself in opposing or stalling the actions/claims already initiated by APIIC.
- The issue of “mutual discussion/negotiation” also needs to be examined in the light of the earlier decision of the board in the matter to initiate the mentioned steps and also in view of the action of APIIC being under termination clause whereas the discussion sought by Emaar now is only under arbitration clause. In case of failure to resolve the issue by mutual discussion they may proceed/press to seek stay of all other actions or press/contend only for initiation of arbitration stating that arbitration must follow the as per the Clause 6.3(a) and (b).
- If at all the a discussion is to be held with Emaar Properties it needs to be decided as to at what level the same has to take place. Further in any event it needs to be made clear that such

discussion will be without prejudice to the rights of APIIC and without prejudice to the action already taken by APIIC and action that may be taken by APIIC in assertion of its claims/rights’.

- The Criminal Complaint against the concerned persons who are responsible for the loss to APIIC, as per the direction of the Board, has been got prepared by the senior advocate dealing with criminal matters and the same is ready’.

After discussions, the Board has decided to take Advocate General’s Opinion for further course of action to be followed by APIIC.

**14. Amendment to APIIC Staff Regulations, 1974 –
Concerning promotion of Assistant Manager – Technical
to the post of Manager-Engineering (Deferred Item
No.13 of 184th Board Meeting held on 30-12-2010):**

The Board discussed the proposal as contained in the agenda note and decided to approve the same.

Vote of thanks:

There being no other business to be transacted, the meeting ended with a vote of thanks to the Chair.

**Sd/-
S.SIVA RAMA SUBRAHMANYAM
CHAIRMAN**

Place: Hyderabad

Date: 26-02-2011

CONFIDENTIAL

DRAFT MINUTES OF THE 186th MEETING OF THE BOARD OF DIRECTORS OF ANDHRA PRADESH INDUSTRIAL INFRASTRUCTURE CORPORATION LIMITED HELD ON SATURDAY, THE 7th MAY OF 2011 AT 3:00 P.M. AT THE REGISTERED OFFICE OF THE COMPANY, HYDERABAD.

PRESENT:

The following Directors were present at the meeting:

- 1) **Sri S.Siva Rama Subrahmanyam**
Chairman
APIIC Limited
- 2) **Sri B.R.Meena, IAS**
Vice-Chairman & Managing Director
APIIC Limited
- 3) **Sri B. Sam Bob, IAS**
Prl.Secretary to Govt. & CIP,
Industries & Commerce Dept.
- 4) **Sri Ajaya Mishra, IAS**
Prl.Secretary to Govt.
Infrastructure & Investment Dept.
- 5) **Sri R.Karikal Valaven, IAS**
Commissioner of Industries
- 6) **Sri K.Madhusudhana Rao, IAS**
Member Secretary, APPCB
- 7) **Sri T.Satyanarayana Rao, IAS**
Secretary to Govt.
Finance (R&E) Department
- 8) **Sri Vikas Raj, IAS**
Managing Director, APSFC

ON INVITATION

Dr. C.Sreedhar
Executive Director, APIIC

IN ATTENDANCE:

Sri M.Siva S. Reddy : Company Secretary

1. Leave of Absence:

No Leave of absence was considered as all the Directors were present.

2. Confirmation of the Minutes of the previous Meeting:

The Board confirmed the minutes of the previous meeting (185th Board Meeting) held on 15.02.2011 as correct record.

3. Taking note of Action taken on the Minutes of Previous Meeting:

The Board has taken note of the action taken on the minutes of the 185th Meeting of the Board of Directors held on 15.02.2011.

4. Paper for perusal:

The Board has taken note of the G.O.Rt.No.123 of Industries & Commerce (INF) Department dated 07-03-2011, regarding nomination of Sri Ajay Mishra, IAS. Principal Secretary to Govt., Infrastructure & Investment Department as one of the Directors on the Board of APIIC Limited.”

5. Compliance under various Act:

The Board has taken note of the compliance certificate under various Acts as given in the agenda.

6. Report of Statutory Auditors and comments of the Comptroller and Auditor General of India (C&AG) on the Accounts of the Corporation for the year ending 31-03-2010:

The Board has taken note of the report of the Statutory Auditors and comments of the Comptroller and Auditor General of India (C&AG) and approved the replies furnished by the Company to the comments of the Comptroller and Auditor General of India for the Financial Year 2009 -2010.

7. Approval of Directors' Report for the year 2009-10:

The Board has approved the Directors' Report for the year 2009 – 2010 and passed the following resolution.

“RESOLVED that the Directors' Report for the year ended 31st March, 2010 be and hereby approved and the same be signed by Sri S.Siva Rama Subrahmanyam, Chairman of the Company on behalf of the Board.”

8. Convening of the Adjourned 37th Annual General Meeting of the Company:

The Board has approved the convening the Adjourned 37th Annual General Meeting and passed the following Resolution.

“RESOLVED that the Adjourned 37th Annual General Meeting be convened on Monday, the 30th May, 2011 at 3:00 PM at the Registered Office of the Company to transact the business as indicated in the Notice of the Adjourned AGM placed before the Board”.

“FURTHER RESOLVED that Sri M.Siva S.Reddy, Company Secretary be and is hereby authorised to sign and issue the notices to all the members of the Company on behalf of the Board.”

9. Disclosure of interest by Directors under Section 299(3) of the Companies At, 1956:

The Board has taken note of the Disclosure of Interest in from No.24-AA submitted by all the Directors.

10. Enhancement of maximum limit of conveyance allowance for blind and physically handicapped employees in APIIC:

The Board approved the proposal for the sanction of conveyance allowance to Physically Handicapped persons in terms of the G.O.Ms.No.108, Finance (TA) Department, dt.07.04.2010 and O.O.No.01/PW/2011, dt.22.02.2011 as mentioned in the Agenda note.

11. Implementation of interest rates for Loans and Advances House Building Advances’:

The Board discussed the proposal as contained in the Agenda note and approved the same.

12. Participation of Executive Director, APIIC in Ecobuild Exhibition and Conference, 2011 held in London:

Noted.

13. Appointment / absorption of Sri P. Phani Bhushan Reddy as Assistant Manager(Accounts) in APIIC:

The issue of absorption/appointment of Sri P.Phani Bhushan Reddy which is not in consonance with the procedure stipulated by the Government in G.O Rt. No.706, Industries and Commerce (INF) Dept. dt. 18-11-2009, is placed before the Board for a decision as to whether to seek ratification of action of the Corporation in absorbing/appointing Sri P.Phani Bhushan Reddy, against one post of Assistant Manager(accounts) from the Government or otherwise.

The Board discussed the issue of the appointment of Sri P. Phani Bhushan Reddy, on regular basis, converting from contract employment.

During the discussion, Secretary to Govt, Finance (R&E) Department, opined and expressed that “The appointment of Sri Phani Bhushan Reddy, converting the contract employment into Regular employment, is against Act No II /94 and the procedure stipulated in the in G.O Rt. No.706, Industries and Commerce (inf) Dept. dt. 18-11-2009. This kind of appointments will create lot of legal problems and set bad precedents. Hence, Sri Phani Bhushan Reddy be terminated from the regular employment and reverted to contract employment.”

This opinion was endorsed by the other members of the Board.

During the discussions, the Board felt that ‘since the conversion of contract employment into regular employment is done with out the knowledge of the Board, the Board will not

take cognizance of the appointment itself and consideration of regularization by the Board is not within its purview as the Board shall not overlook/ ignore procedure stipulated by the Government.

After discussions, the Board resolved to Authorise VC& MD to inform the Government along with a copy of the Board resolution for necessary orders in this case and also to take necessary action against the officials concerned for not bringing the case to the notice of the Government & Board for the last two years.

14. Reimbursement of Medical Expenses as Special Sanction to Late Sri P.Sambasiva Rao, DGM(F):

The Board discussed the proposal and approved the same as a special case.

15. Revised Estimates for 2010-11 and Budget Estimates for 2011-12:

The Board has discussed the proposals as contained in the agenda note and approved the Revised Estimates for the year 2010-11 & Budget Estimates for the year 2011-12 and authorised VC&MD to take necessary action.

16. Andhra Pradesh Petroleum, Chemicals & Petrochemicals Investment Region (AP PCPIR) Expressway Phase-I:

After discussions, the Board has agreed in principle to take up the PCPIR Express way, phase-I between Gangavaram Port to APSEZ on BOOT basis. It was further resolved to place the terms & conditions of bid document before the board.

17. IP-Uppal – Allotment of land to M/s.New India Assurance Company Limited- Execution of Sale Deed:

After discussions, the Board has agreed for the proposal of execution of Sale Deed in respect of the land allotted at Uppal in favour of M/s.New India Assurance Company Limited which is wholly owned by Government of India and authorised VC & MD to take necessary action.

18. Leasing of office space in APIIC Corporate Building at Masab Tank, Hyderabad for M/s.Alliance Francaise, Hyderabad & Goethe – Zentrum (Association for German Culture), Hyderabad:

The Board discussed the proposal as contained in the Agenda note. The Board opined that the investment of the corporation is huge and the returns are very low and the terms & conditions of lease agreement are also not in the interest of organization. The Board was also informed that the Hon'ble LokaAyukatha of A.P., has registered a case suo-moto in the matter. After discussions, the Board resolved as follows

- To refer the matter to the Govt. with all the facts along with a copy of the Board resolution.
- Not to incur any further expenditure on the project, till the directions from Government is received.

The Board further authorised VC&MD to take necessary action.

19. De-notification of IT SEZ, Keesarapally, Vijayawada:

After discussions, the Board has agreed for the proposal of de-notification of the Sector Specific IT / ITES SEZ, Keesarapally, Vijayawada as contained in the Agenda note and resolved to recommend the issue to Board of approvals through Government of Andhra Pradesh.

20. Approval for additional investment of Rs.20.00 lakhs in L&T Hi-tech City Limited:

After discussions, the Board passed the following Resolution:

“RESOLVED that pursuant to section 292 (1)(d) of the Companies Act, consent of the Board be and hereby given for making investment of Rs.20.00 lakhs in the equity capital of L&T Hi-tech City Limited by way of acquiring shares from L&T Info City Ltd.”

“FURTHER RESOLVED that VC&MD is authorised to do all the acts and deeds in this connection.”

21. Integrated Vizag Knowledge City Project, Kapula Uppada, Visakhapatnam:

The Board was briefed about the project components, salient features of the bid conditions, deviations from the bid documents in executing the development agreement dated 17.7.2007 and failure of the Unitech to comply with the bid conditions.

After the discussions, the board has taken note of the Notices dated 15-4-2011 & 26-04-2011 of APIIC, issued to Unitech Ltd, canceling the project, rescinding the agreement dt.17-07-2008 and forfeiting the amounts paid by them and further authorised VC & MD to take all necessary action to safeguard the interest of APIIC.

22. Development of Trade Tower (Minimum 100 floors) AND Business District at Manchirevula Village, Rajendranagar Mandal, RR District, Hyderabad – Restructuring Proposal (Deferred Item No.15 of 185th Board Meeting held on 30.12.2010):

The Board was informed that it had approved the restructuring proposal of the Trade Tower and Business District project being undertaken by CBD Tower Private Limited, Special Purpose Vehicle (SPV/ CBD Tower) jointly formed by the Company and Reliance Infrastructure Limited and the same was communicated to CBD Tower vide Company's letter nos. 1155/PM(IPU)/APIIC/2005 dated 21st December, 2009 and July 24, 2010.

The current proposal placed before the Board is addressing/clarifying consequential amendments arising from the restructuring proposals already approved.

The team of CBD Tower representatives had been invited by the Company to present the facts with respect to the current restructuring proposal so as to enable the Board to consider and if thought fit approve the same for its implementation.

The CBD Tower team made a detailed presentation with respect to the project and the current restructuring proposal and also requested the Board to consider and approve the following items in particular:

a. Development Phasing:

The interchange between Trade Tower and Business District being the very basis of restructuring, the Business District to be developed first followed by the Trade Tower and that the Project implementation period will end in 2020, which is to be confirmed with DPR.

b. Sale Deed:

Title to the land for the Business District as well as the Trade Tower to be transferred to the SPV before commencement of construction in respective blocks. The SPV, in turn, to create a security interest on the land in favour of the Company to secure the payment of balance amounts. Consequently, the land for the Business District would be transferred in proportion to the payments made and for the Trade Tower it would be transferred on the Financial Closure.

c. Equity lock in:

Consequent to switch over between Trade Tower and Business District construction sequence, the equity lock in condition to be replaced with a new milestone. Earlier equity holding of the consortium could be diluted from 51% to 26% three years after completion of Trade Tower. The consortium should therefore be eligible to dilute its equity from 51% to 26% three years after Financial Closure of Trade Tower.

d. Effective Date :

Liabilities and obligations as restructured and amended to take effect on the date Amendment Agreements are executed and not on 1st April 2010.

The representation by the CBD Tower Team members to the following issues for action

- (i) Addressing reduction in the original land area as an outcome of the joint survey undertaken by the representatives of the Company and SPV.
- (ii) consequential revision in the payment obligations (amount and date schedule).

The Board was also informed that amendment agreements would be required to be executed by the Company for giving effect to the restructuring proposal.

After discussion, in continuation of the approval accorded by the Board of Directors of the Company on 30-11-2009 and 10-06-2010 to the restructuring proposal for Trade Tower and Business District project being undertaken by CBD Tower Private Limited, Special Purpose Vehicle (SPV/CBD Tower) jointly formed by the Company and Reliance Infrastructure Limited (hereinafter referred to as "Approved Restructuring Proposal"), the Board approved the consequential restructuring proposal as per the detailed terms and conditions as placed before the Board (hereinafter referred to jointly with the Approved Restructuring Proposal as the "Composite Approved Restructuring Proposal") and recommended to send the proposal to the Government for approval along with a report by a third party consultant who has expertise in Public Private Partnership Projects, notified by the Planning Commission of India,

The Board further authorised VC&MD to do all the deeds and acts in this connection".

23. Certain amendments to Staff Regulations, 1974:

The Board discussed the proposal as contained in the agenda note and decided to approve the same.

**24. Details of land for which requisitions to be filed for
& acquisition of Patta lands with the concerned District
25 Collector:**

After discussions, the Board resolved as follows:

- a. The Board **has approved** the acquisition of the following Patta lands.

Sl. No.	Name of the Estate/Village, Mandal & District	Patta land in Acs.	Usage
1.	Nalgonda District Chandupatla Village, Bhongir Mandal	298.05	for establishment of Industrial Park
2.	Chittoor District Lingapuramdinne - 214.59 Dasimanipalle -184.64 Pogurupalli - 340.40 Villages of Gudipalli Mandal	739.63	for establishment of Industrial Park

- b. The Board **has ratified** the action taken for acquisition of the following Patta Lands:

Sl. No.	Name of the Estate/Village, Mandal & District	Patta land in Acs.	Usage
1	Anantapur District Obulapuram village, D.Hireahl Mandal	60.69	For establishment of Sponge Iron Plant
2	Anantapur District Gooty- Anantapuram Village, Peddavadagur Mandal	13.40	for establishment of Industrial Park

3	Anantapur District Palasamudram Village, Gorantla Mandal	4.00	for establishment of Industrial Park
4	Anantapur District Papampeta Vilalge, Anantapur Mandal	0.13	For Approach road to Plot No.2, IP, Anantapur
5	Nellore District Yeruru Village, Chillakur Mandal	20.25	For improvement to Yeruru tank & formation of new link canal respectively to supply water to SEZ and IP, Naidupet.
6	R.R.District Nadergul Village, Saroornagar Mandal (Acs.17.31 gts. In Sy.No.529 & Acs.10.36 gts. In Sy.No.521)	Acs.28.27 Gts.	For making a compact block.
7	Kurnool District Dinnedavarapadu Village (Acs.192.85) Kurnook Mandal Lakshmipuram Vg. (Acs.84.23) Kallur Mandal	277.08	For establishment of Autonagar and Industrial Park.

- c. The Board **has not considered** the acquisition of the following Patta Lands as the Energy Department has been entrusted with the identification and allotments of lands for power plants, vide G.O.Ms.NO.13 of Energy (Power.IV) Department dated 27.04.2011.

Sl. No.	Name of the Estate/Village, Mandal & District	Patta land in Acs.	Usage
1.	Nalgonda District Bhuvanagiri & Ananthram Villages	95.34	For power plant
2	Visakhapatnam District (Pentakota Village, Payakraopeta Mandal)	1236.21	for establishment of Ultra Mega Power Project

- d. The Board **has ratified / agreed for the withdrawal** of the following lands from acquisition as mentioned in the Agenda note:

Sl. No.	Name of the Estate/Village, Mandal & District	Patta land in Acs.	Remarks
1	Anantapur District Kappalabanda Village, Puttaparthi Mandal	7.58	Based on the report of the District Collector, Anantapur
2	East Godavari District Velugubanda Village, Rajanagar Mandal.	104.01	Based on the report of the District Collector, East Godavari

26. Purchase of new cars:

The Board has discussed as contained for purchase of 3 nos. new cars as contained in the Agenda note and approved the same. In this connection, the Board has authorised VC&MD to take necessary action.

27. Proposal for Development of IT Towers cum Incubation Centre at Madikonda (Warangal, Tirupathi and Visakhapatnam):

The Board has taken note of the advertisement given for development of IT towers cum Incubation Centre at Visakhapatnam, Warangal and Tirupati. Further, the Board has authorised the VC&MD to finalise the terms and conditions of Bid document and to take necessary action in this regard.

28. Brief note on Emaar Properties - Violations observed - Action taken:

VC&MD informed the Board that the Legal Opinion from Advocate General is awaited and the same will be placed before the board, once it comes.

29. Detailed and Comprehensive Note on Mindspace Project, Madhapur - M/s. K.Raheja IT Park (Hyderabad) Private Limited:

The Board has taken note of the contents of the agenda on the issue of M/s. K.Raheja IT Park (Hyderabad) Private Limited.

During the discussions, VC & MD informed the Board that (i) another notice is being sent to the K.Raheja IT Park in reply to the notice dated 09.03.2011 of K.Raheja, wherein K.Raheja IT Park returned the cheque for Rs 2.09 Crores given by the APIIC for restoration of 11% of equity and invoked arbitration clause (ii) a report to the Government on the reply dt.09-03-2011 of the K.Raheja IT Park is also being sent.

The Board has taken note of the same and authorised VC & MD to take necessary action in this matter.

30. Adoption of enhanced rates of House Rent Allowance to APIIC Employees:

After discussions, the Board has agreed for adoption of G.O.Ms.No.59, Finance (PC-I), Department, dated 11/04/11 for enhancement of HRA in respect of Corporation employees.

Vote of thanks:

There being no other business to be transacted, the meeting ended with a vote of thanks to the Chair.

Place: Hyderabad
Date: 09.05.2011

Sd/-
S.SIVA RAMA SUBRAHMANYAM
CHAIRMAN

// Certified True Copy //

CONFIDENTIAL

MINUTES OF THE 187th MEETING OF THE BOARD OF DIRECTORS OF ANDHRA PRADESH INDUSTRIAL INFRASTRUCTURE CORPORATION LIMITED HELD ON TUESDAY, THE 9th AUGUST, 2011 AT 3:00 P.M. AT THE REGISTERED OFFICE OF THE COMPANY, HYDERABAD.

PRESENT:

The following Directors were present at the meeting:

- 1) **Sri S.Siva Rama Subrahmanyam**
Chairman
APIIC Limited
- 2) **Sri B.R.Meena, IAS**
Vice-Chairman & Managing Director
APIIC Limited
- 3) **Sri T.S.Appa Rao, IAS**
Prl.Secretary to Govt. & CIP,
Industries & Commerce Dept.
- 4) **Sri Sutirtha Bhattacharya, IAS**
Prl.Secretary to Govt.
Infrastructure & Investment Dept.
- 5) **Sri R.Karikal Valaven, IAS**
Commissioner of Industries
- 6) **Sri M.Dana Kishore, IAS**
Member Secretary, APPCB

ON INVITATION

- | | | | |
|----|-------------------------|-----|------------------------------|
| 1) | Dr. C.Sreedhar | --- | Executive Director(S), APIIC |
| 2) | Sri Dharma Reddy | --- | Executive Director(D), APIIC |

IN ATTENDANCE:

Sri M.Siva S. Reddy : Company Secretary

The Board of Directors welcomed Sri T.S.Appa Rao, IAS, Sri Sutirtha Bhattacharya, IAS and Sri M.Dana Kishore, IAS, who are nominated by the Government of Andhra Pradesh as Directors on the Board of Directors of APIIC Limited.

The Board placed on record their sincere appreciation for the contributions of Sri Busi Sam Bob, IAS, Ajay Mishra, IAS and Sri K. Madhusudhana Rao, IAS as directors.

1. Leave of Absence:

Leave of absence was granted to, Sri T.Satyanarayana Rao, IAS and Sri Vikas Raj, IAS.

2. Confirmation of the Minutes of the previous Meeting:

The Board confirmed the minutes of the previous meeting (186th Board Meeting) held on 07.05.2011 as correct record.

3. Taking note of Action taken on the Minutes of Previous Meeting:

The Board has taken of the action taken on the minutes of the 186th Meeting of the Board of Directors held on 07-05-2011.

While taking note of the action taken, in the matter of Raheja IT Park Pvt. Ltd., it was resolved that a report be send to Industries & Commerce Department and opinion from Solicitor General of India be obtained on the further course of action to be taken on the issue.

Further, in the matter of leasing of APIIC Corporate Building Masab tank, Hyderabad, The board was briefed about the letter dated 24.6.2011 of I&C Department, wherein APIIC is requested to communicate the specific opinion / recommendation of APIIC. In this connection, it was resolved that the building be taken over for utilization by the Cultural/Tourism Department or any other department/Corporation as decided by the Govt. and the expenditure incurred by the APIIC be reimbursed by the concerned Department/Corporation.

Further, the Board advised that un-audited financial statements and a review report on the operations of the company for each quarter be placed before the Board for its review.

4. Paper for perusal:

The following papers placed before the Board for perusal were noted.

- a) G.O.Rt.No.288 dt.23.05.2011 of Industries & Commerce (INF) Department, regarding appointment of Sri M. Dharma Reddy, Special Grade Deputy Collector, as Executive Director, APIIC.

- b) G.O.Rt.No.345 dt.17.06.2011 of Industries & Commerce (INF) Department, regarding appointment of Sri T.S.Appa Rao, IAS, Principal Secretary to Government & CIP, Industries & Commerce Department and Sri M. Dana Kishore, IAS, Member Secretary, APPCB are on the Board of Directors of APIIC Ltd in place of Sri B.Sam Bob, IAS and Sri K. Madhusudan Rao, IAS respectively, who were transferred.
- c) G.O.Rt.No.457 dt.06.08.2011 of Industries & Commerce (INF) Department, regarding appointment of Sri Sutirtha Bhattacharya, IAS, Principal Secretary to Government, Infrastructure & Investment Department is on the Board of Directors of APIIC Ltd in place of Sri Ajay Mishra, IAS, who is transferred.

5. Compliance under various Acts:

The Board has taken note of the compliance certificate under various Acts as given in the agenda.

6. To take notice disclosure of interest by Directors U/S 299(3) of the Companies At, 1956:

The Board has taken note of the Disclosure of Interest by Directors under Section 299(3) of the Companies Act, 1956 in from No.24-AA submitted by Sri T.S.Appa Rao, IAS, Principal Secretary

to Govt. & CIP, Industries and Commerce Department and Sri M. Dana Kishore, IAS, Member Secretary, A.P. Pollution Control Board Directors.

7. Convening of the 38th Annual General Meeting of the Company:

The Board approved the convening of 38th Annual General Meeting and passed the following Resolution.

“RESOLVED that the 38th Annual General Meeting be convened on Thursday, the 29th September, 2011 at 3:00 PM at the Registered Office of the Company to consider and approve the annual accounts for the year 2010-11.

“FURTHER RESOLVED that Sri M.Siva S. Reddy, Company Secretary be and is hereby authorised to sign and issue the notices to all the members of the Company on behalf of the Board as per the draft placed before the Board”.

8. Transfer of Equity Shares:

The Board discussed the proposals as contained in the Agenda note and approved the transfer of one equity share of Rs. 1000/- each in favour of the following officers as per the orders of the Government.

- (1) Sri K.Rama Mohana Rao
Assistant Secretary to Government
Industries & Commerce Department
(in place of Sri A.Dayakar Reddy,
Joint Secretary to Government)

- (2) Sri V.Pochaiah
Assistant Secretary to Government
Industries & Commerce Department
(in place of Sri B.S.J.Rama Rao
Dy. Secretary to Government, transferred)

- (3) Sri A.Janardhana Babu
Section Officer
Industries & Commerce (INF) Department
(in place of Sri S.V.Nagabhushanam,
Section Officer, transferred)

The Company Secretary was authorized to make necessary endorsements required to effect the above transfers in the share certificates and books of the Company.

9. Sanction of Dearness Allowance to Corporation Employees on par with Corporation employees:

The Board has taken note of the implementation of G.O.Ms.No.104, Finance (PC.I) Department dated 30-05-2011, sanctioning the Revised Dearness Allowance to the Employees of the Corporation on par with the State Government Employees, as mentioned in the Agenda note.

10. Superannuation of Class-IV employees of the Corporation:

The Board discussed the proposal as contained in the agenda note and ratified the action taken by the VC & MD in enhancing the age of superannuation from the existing 58 years to 60 years in respect of Senior Office Subordinate, Senior Security Supervisors and Senior Sweeper-cum-Messengers with effect from 01-06-2011.

11. Enhancement of reimbursement of education tuition fees from Rs.400/- per annum to Rs. 1000/- per annum per pupil, to the children not exceeding two studying in classes LKG to Intermediate/12th Class:

The Board has taken note of the implementation of G.O.Ms.No.2, Education (SE.Genl.1) Department dated 05-01-2011, in respect of enhancing the reimbursement of tuition fees to the Corporation employees, who are in the scale of pay of Rs. 25600-50560 and below, as mentioned in the Agenda note.

12. Leave Travel Concession- Permission to Travel anywhere in India on LTC once in entire Service, to employees of APIIC:

The Board discussed the proposals as contained in the agenda note and accorded its approval to implementation G.O.Ms.No.98, Finance (TA) Department dated 21.5.201, extend the benefit of travel to anywhere in India as LTC, once in entire service, during second part of the Block period i.e., during the block period to go anywhere in A.P. upto a maximum distance of 3,500 KMs to and fro, and subject to restricting the claim to Rs.12,500/- pm on par with Government employees.

13. Payment of Special incentives to the Employees of the Corporation for the year 2010-11:

The Board discussed the proposal as contained in the agenda note and decided to approve the payment of Incentive of one month's Basic Pay plus DA to all the employees, including contract employees as implemented in the past.

**14. Constitution of State Level Allotment Committee:
26 Allotment of land to Companies with the approval
& of the Board: 38 Constitution of allotment
Committees:**

Since all the three items relating to one subject, the Board has advised to place a consolidated agenda item in the next board meeting. Further the Board resolved that allotments of lands to industries be continued with present allotment committees till the new allotment procedure is approved.

During the discussions, the board also advised to replace APITCO with SBI CAPS (SBI CAPITAL MARKETS LIMITED) for assessment of land to given to the industries.

15. Foreign visit to USA by Sri BR Meena, IAS, VC & MD, APIIC in participate in US Bio-2011 at Washington DC:

Noted.

16. Attending TANA Conference at Santa Clara, CA - Nomination of Dr.C.Shreedhar, Executive Director, APIIC to participate on behalf of APIIC:

Noted.

17. Indo Australian Chamber of Commerce (IACC) at Chennai:

After discussions, the board accorded its approval for participation of Sri K. Praveen Kumar, Vice-President, Marketing & Investment Promotion, APGIC, in the 10th Business Delegation to Australia, conducted by Indo-Austrian Chamber of Commerce (IACC), Chennai, to explore the possibilities of Business Collaboration for APGIC & APGDC and to promote investment opportunities of SEZs and Industrial Parks in the State, subject to condition that a bond be taken from Sri Praveen Kumar to the effect that he shall serve the corporation for a period of three years.

Further, it was resolved to authorise VC & MD to take necessary action in the matter.

18. Establishing of Logistics Hub & Railway Connectivity to APSEZ, Achuthapuram, Visakhapatnam:

The Board discussed the proposals as contained in the agenda note. The members of the Board were briefed by way of Power Point presentation on the project by the officers of the M/s. Rites.

After the discussions, the board advised the VC & MD to take opinions from experts in the filed of railways and logistics projects and the same be placed in the next board meeting.

19. Cancellation of plots for Non-implementation of Projects -Extension of Time - Levy of Penalty:

After the discussions, the Board constituted a committee consisting of 1) Sri R.Karikal Valaven, IAS, Commissioner of Industries 2) Sri M.Dana Kishore, IAS, Member Secretary, A.P.Pollution Control Board and 3) Dr. C.Sreedhar, Executive Director, APIIC to examine whether infrastructure in the JNPC was in full shape on the date of cancellation of the allotments due to non-implementation and a report be placed to the Board.

20. Ramky Pharma City (India) Limited – Fixation of price for land in Jawaharlal Nehru Pharma City:

After the discussions, it was resolved that a report on the deviations from joint venture agreements executed be placed in the next board meeting

21. Funding of APIIC for 1MW Solar Power Plant proposed by APIIC at Industrial Park, Gooty, Anantapur Dist:

The Board discussed the proposal as contained in the agenda. During the discussions, Principal Secretary to Government & CIP, Industries and Commerce Department informed that the file with regard to approval of the Government to take up new line of activity ie., power generation and selling business by APIIC, is in circulation and advised VC & MD to expedite the process of approval.

After discussions, it was resolved to wait till approval of the Govt. is received and advised VC & MD to explore the possibilities to transfer the project to APGENCO as APGENCO has technical and financial capabilities.

22. Details of land for which requisition has filed (Ratification)/to be filed for acquisition of Patta lands with the District Collectors:

After discussions, the Board

- a) Deferred the acquisition of 131.13 acres of patta land at Edulabad village, Ghatkesar Mandal, R.R.District and 221.48 acres of patta land at Gopalapuram Village & Mandal, West Godavari District, for establishment of Industrial Park and advised to place the new land acquisition proposals along with due diligence reports.
- b) Ratified the action taken for requisition of 42.39 acres of patta land at Pothavaram (V), Chilakaluripeta Mandal, Guntur District, for establishment of Autonagar.

23. Participation of Review Meetings held by the Hon'ble CM and Ministers:

After discussions, the board recommended to send a proposal to the Government for issuance of orders for participation of Chairman of APIIC in the overall review meetings of APIIC held by the Hon'ble Chief Minister and Minister concerned.

24. Allegations against certain officers – Enquiry by Vigilance and Enforcement Department:

During the discussions, it is brought to the notice of the board that cases can be referred to the Vigilance Enquiry only by the Chief Secretary to Government.

After the discussions, the board advised to send such cases, where vigilance enquiry is necessary, to the Principal Secretary, Industries & Commerce Department.

25. Note on Quality Control:

After the discussions, it was resolved to entrust the work of 'third party quality inspection' to Institutional Agency like Engineering Staff College of India, National Academy of Constructions (NAC) and R.V.Associates etc. The Board further resolved to make payments for the work done as per the guidelines of the Finance Department.

Further, it was resolved to authorise VC & MD to take necessary action in the matter.

27. IP, Peddapuram (UDL) – Kakinada – M/s.RAK Ceramics India Pvt Ltd – Allotment of land for setting up of an Industrial Unit for manufacture of Ceramic Tiles and Sanitary Ware:

Deferred as the issue is pending with the Govt. for a decision.

28. IP, Peddapuram (UDL) – M/s. Reliance Industries Ltd – 731.17 acres of land – Utilization of land:

Deferred as the issue is pending with the Govt. for a decision,

29. EPIP, Pashamylaram – M/s. SRD Exports – Plot No.73/B- Cancellation allotment for non-implementation of the project – W.P.filed by the party – Request for out of court settlement of the issue and restoration of allotment – Request for reduction in Fee levied for condonation of delay in implementation of the project:

After discussions, the board has advised to formulate a revised policy for extension of time and levy of penalty for the partly implemented and non-implemented cases and where infrastructure in Industrial Parks is not ready.

30. Enhancement of reimbursement of Medical expenses:

The Board discussed the proposal as contained in the agenda note and approved to enhance the limit of medical reimbursement from Rs. 6,000/- per annum to Rs. 25,000/- per annum, payable in two spells, of Rs. 12,500/- each in August and February with effect from August, 2011.

31. Request of P.Sucharita for appointment in APIIC as Manager (Electrical):

After discussions, the board did not agree the proposal as contained in the agenda note. Further, it was resolved that fresh recruitment be conducted for the vacant position, as per the Government Rules.

32. Promotion from the post of Junior Assistant to Assistant post, duly relaxing the prescribed qualification for the said post:

Deferred.

33. Extension of benefit of Group Superannuation Scheme to Employees who have retired before 30-06-2008:

After discussions, it was resolved to take necessary action to prefer an appeal against the orders of the Human Rights Commission.

During the discussions, it was advised to work out financial implications on the company, if the benefit of Group Superannuation scheme is extended to the employees who retired before 30-06-2008.

34. Allotment of land in favour of M/s. Lepakshi Knowledge Hub (P) Ltd at Anantapur:

Deferred.

35. Transfer of land measuring Acs.75.00 Sy.No.41/14 of Khanamet Village, Serilingampally Mandal, RR District to HMDA:

After discussions, it was resolved that equal value of lands from the HMDA be taken before transfer of the land measuring Acs.75.00 in Sy.No.41/14 of Khanamet Village, Serilingampally Mandal, R.R.District.

36. Policy Guidelines for Land Acquisition by APIIC, Government land alienation in favour of APIIC Limited and Lands Acquired/Alienated for Industrial Parks & Projects from inception to till date by APIIC:

Not considered.

37. Investment Companies of APIIC:

The Board was briefed about the equity participation of APIIC in various companies, as indicated in the agenda. The Board was further informed that the periodical review reports would be placed before the board.

Vote of thanks:

There being no other business to be transacted, the meeting ended with a vote of thanks to the Chair.

**Sd/-
S.SIVARAMASUBRAHMANYAM
CHAIRMAN**

Place: Hyderabad
Date: 05-09-2011

CONFIDENTIAL

MINUTES OF THE 188th MEETING OF THE BOARD OF DIRECTORS OF ANDHRA PRADESH INDUSTRIAL INFRASTRUCTURE CORPORATION LIMITED HELD ON TUESDAY, THE 20th DECEMBER, 2011 AT 2:00 P.M. AT THE REGISTERED OFFICE OF THE COMPANY, HYDERABAD.

PRESENT:

The following Directors were present at the meeting:

- 1) **Sri S.Siva Rama Subrahmanyam**
Chairman
APIIC Limited
- 2) **Sri B.R.Meena, IAS**
Vice-Chairman & Managing Director
APIIC Limited
- 3) **Sri T.S.Appa Rao, IAS**
Prl.Secretary to Govt. & CIP,
Industries & Commerce Dept.
- 4) **Sri Sutirtha Bhattacharya, IAS**
Prl.Secretary to Govt.
Infrastructure & Investment Dept.
- 5) **Sri R.Karikal Valaven, IAS**
Commissioner of Industries
- 6) **Sri Vikas Raj, IAS**
MD, APSFC

ON INVITATION

- | | | |
|----------------------------|-----|------------------------------|
| 1) Dr. C.Sreedhar | --- | Executive Director(S), APIIC |
| 2) Sri Dharma Reddy | --- | Executive Director(D), APIIC |

IN ATTENDANCE:

Sri M.Siva S. Reddy : Company Secretary

The Vice-Chairman & Managing Director informed the Board that Smt. Pushpa Subrahmanyam, IAS was nominated by the Government as Director in the place of Sri T.Satyanarayana Rao, IAS. representing Finance Department.

The Board placed on record their sincere appreciation for the contributions of Sri T.Satyanarayana Rao, IAS as Director.

1. Leave of Absence:

Leave of absence was granted to Smt. Pushpa Subrahmanyam, IAS and Sri M.Dana Kishore, IAS.

2. Confirmation of the Minutes of the previous Meeting:

In connection with the Item No.37 of the Minutes, it was resolved to add the following:

“Further resolved that the Board shall be informed about the shareholding status of the APIIC in its investment companies, after verifying the same with the ROC records on half yearly basis”.

With the above modification to the Item No, 37, the Board confirmed the minutes of the previous meeting (187th Board Meeting) held on 09.08.2011 as correct record.

Revised Minutes of the 187th Meeting of the Board of Directors were signed by the Chairman.

3. Taking note of Action taken on the Minutes of Previous Meeting:

While taking note of the action taken on the minutes of the 187th Meeting held on 09-08-2011, The Board resolved as follows:

1. Action on the minutes shall be initiated within 30 days from the date of the approval by the Chairman.
2. In connection with the land given to the Reliance Industries at Kakinada, the Board advised to specify the milestones to the Reliance Industries for implementation of the Project with the timelines.

4. Papers for perusal:

The following Orders of the Government were noted by the Board.

- a) G.O.Rt.No.4166 dated 23.11.2011 of Finance (OP.I) Department, regarding nomination of Smt. Pushpa Subrahmanyam, IAS, Principal Secretary to Government, Finance (IF) Department as a Director on the Board of APIIC in place of Sri T.Satyanaryana Rao, IAS.
- b) G.O.Rt.No.662 dated 23.11.2011 of Industries & Commerce (INF) Department, permitting Sri B.R.Meena, IAS, VC & MD, APIIC to attend International Road Show to be conducted from 24-11-2011 to 07-12-2011 in USA and from 12-12-2011 to 19-12-2011 in Europe. During the above period Smt. Neelam Sawhney, IAS, VC & MD, APIDC shall look after the current duties of the post of VC & MD, APIIC Limited.
- c) G.O.Ms.No.119 dated 05-12-2011 of Industries & Commerce (INF) Department, regarding constituting a Committee to review on Options available relating to Sale of Assets in APIIC Joint Venture to strengthen non- tax revenue receipts.

5. Progress Reports:

While taking note of the progress reports of the corporation, the Board made the following observations.

1. As the progress report is showing relatively poor performance as the Budget Estimates are projected very high especially with respect to the land allotment. In view of the New Land Allotment Policy and guidelines followed for the allotment of lands to industries, there is need to revise the Budget Estimates. Necessary revision may be carried out realistically and the same be put up to the Board while placing the Revised Estimates for the 2011-2012 and Budget estimates for 2012-2013.
2. The information from legal wing may contain the analysis on long pending cases, information regarding counters filed, stay orders vacated and the cases disposed off etc., during the quarter.
3. The process of alienation in respect of the identified land parcels may be expedited.

6. Compliance under various Acts:

The Board has taken note of the compliance certificate under various Acts as given in the agenda.

7. Circular Resolution - Approval of proposal for creation of one supernumerary post of Special Grade Dy. Collector with HQ at Visakhapatnam:

After discussions, the following Resolution was passed

“RESOLVED that approval of the Board be and is hereby given to take services of a Deputy Collector on deputation to look after the R & R work for one year.

Further resolved that a letter be addressed to the Government for creation of a post of Special Deputy Collector to look after the R & R work in the Corporation”.

“FURTHER RESOLVED that the salary emoluments attached to the post of Special Deputy Collector be added to the Project Cost.”

“FURTHER also resolved that the Vice-Chairman and Managing Director be and is hereby authorised to do all the things and deed necessary to bring the above Resolution into effect.

8. Sanction of Special Leave to Women employees who undergo Hysterectomy operation, for a period of 45 dyas as recommended by Civil Surgeon:

The Board discussed the proposal as contained in the agenda note and adopt the G.O.Ms.No. 52 dated 01-04-2011 of Finance (FR.I) Department to sanction of Special Leave as recommended by Civil Surgeon upto a maximum 45 days for Women employees of the corporation employees , who undergo Hysterectomy operation, without debiting the same to the regular leave account of the individual and on payment of full pay and allowances withe effect from approval of the Board.

9. Redesignation of Assistant Managers (Technical) with “ITI” qualifications and sanction of advance increments:

After discussions, the Board advised that necessary amendments to the Staff Regulations may be made instead of placing individual requests of the Employees.

10. Purchase of new Cars:

The agenda item was withdrawn.

11. Approval for sanction of Rs.2.00 Crores for Development of Sports Complex at Rajahmundry under CSR Fund:

After discussions, the Board accorded its approval for sanction of Rs. 2.00 Crores for Development of Sports Complex at Rajahmundry under CSR Fund, as recommended by Collector, East Godavari.

During the discussion, the Board opined that certain percentage on the turnover / surplus may be earmarked for CSR activities.

12. Evaluation of the applications for allotment of land:

During the discussions, MD, APSFC informed that APSFC can take up land evaluation for MSMEs only and Large Scale Industries and Mega Projects proposals can be referred to another agency.

After discussions, the Board resolved as follows:

1. Applications of MSMEs be referred to the APSFC.
2. Applications of Large Scale and Mega Projects be referred to the SBI Capital Markets Ltd or any other technical agency.

13. Construction of Houses for allotment of industrialists and Industrial workers at IP-Naidupet:

During the discussions, the Board felt that there is no need to put up specific proposals for allotment of land in Industrial Parks to the Andhra Pradesh Housing Board.

After the discussions, the Board resolved that the land meant for the Industrial Housing be allotted to the A.P. Housing Board at the rate for which industries are allotted in the concerned Industrial Parks.

The Board further advised that the APIIC must insist upon AP Housing Board to ensure utilization of the Industrial Housing Complex for the industrial workers working in the Industrial Park.

14. Shifting of existing industries within GHMC areas - Allotment in the Industrial Parks within GHMC area:

Noted. During the discussions, the Board advised that only green category industries should be allowed within the HMDA Industrial Parks.

15. Revised policy on extension of time for project implementation, levy of penalties etc:

The Board has taken note of the appointment of a Committee consisting of Senior retired APIIC Officers Sri C.Subba Rao, CGM(F) and Sri T.L.Ramachandran, VP(Projects) to revisit the existing guidelines and to prepare a comprehensive allotment regulations covering all the aspects.

During the discussions, Principal Secretary, Industries and Commerce Department brought to the notice of the Board that penalties are being imposed for non implementation of units even in the cases where infrastructure facilities are not provided/completed.

In this connection, Executive Director (D) informed Board that as per the circulars issued in pursuance of the allotment guidelines, no penalties will be levied if the infrastructure as committed by the APIIC is not provided. Infrastructure committed by other Government Agencies are not covered by the circulars /allotment guidelines.

During the discussion, the Board opined that penalties should not be imposed where the infrastructure facilities are not provided by the APIIC and / or other Governmental Agencies.

After discussion, the Board resolved that penalties shall not be imposed on non-implementation cases where the infrastructure facilities are not provided by the APIIC and / or other Governmental Agencies, if such required infrastructure facilities are mentioned in the application by the Allottee or mentioned by the APIIC in the letter of allotment and further authorized VC& MD to issue necessary amendment to the circulars issued in pursuance of the allotment guidelines, to give effect to the above resolution.

16. IP, Thammavaram - M/s. Tokyo Boeki Development Ltd, Japan - Requisition for allotment of 242.42 acres of land for establishment of Industrial Unit:

Noted.

17. Allotment of land in Industrial Parks - Constitution of Allotment Committees:

The Board ratified the proposal sent to the Government for constitution of the allotment committees as mentioned in the agenda.

18. Allotment of land to M/s. Bureau of Indian Standards at IP, Moula Ali - Execution of sale deed before implementation of project:

After discussions, the Board accorded its approval for execution of Sale Deed in favour of M/s. Bureau of India Standards before implementation of the Project as it is under the administrative control of Union Ministry of Consumer Affairs, Food & Public Distribution, Government of India.

19. Allotment of land to SC & ST Entrepreneurs on lease basis:

A revised Agenda Note was circulated among the members which was initialed by the Chairman for the purpose of identification.

After discussions, it was resolved to recommend the proposal to the Government as contained in the revised agenda with the following modifications.

- Initially 25% of the land cost be collected from the allottees.

- The balance 75% of the land cost be collected after the moratorium period of two years from the date of agreement in 8 (eight) annual instalments comprising the land cost instalments plus interest as per the guidelines in vogue.

20. Approval for establishment of land acquisition unit at Kakinada:

After discussions, the Board accorded its approval for establishment of LA Unit at Kakinada. Further, resolved that the appointment of the staff shall be as per the norms prescribed by the Government for Land Acquisitions.

21. Approval for withdrawal of land acquisition proposals in Durgada Village of Gollaprolu (M) East Godavari District:

After discussions, it was resolved to refer the proposal to the Government as recommended by the District Collector, East Godavari District.

22. Approval for ratification of land acquisition of Patta land in Palasamudram (V) Anantapur Dist:

The Board has ratified the action taken for acquisition of Patta land measuring 379.27 acres in Sy. Nos.32, 33, 233, 238 etc. of Palasamudram village, Gorantla Mandal, Ananthapur District for Bharat Electricals Limited, a Central Government Public Undertaking Unit for setting up Project for Test Bed Facility for Radars and Weapon Systems.

23. Approval for filling of requisition proposals to be filed for acquisition of patta lands:

The Board approved the filling of requisition proposals for acquisition of the following patta lands:

S.No.	Name of estate/village, Mandal & District	Patta land in Acs.	Usage
A	Kurmidda (Vg), Yacharam (M) Ranga Reddy Dist.	475.22	For establishment of Industrial Park
B	Manesamudram (Vg) Hindupur(M) Anantapur Dist.	23.75	For M/s. MB Smelter (P) Ltd.

C	Gopalapuram (Vg & M) W.G.Dist.	221.48	For establishment of Industrial Park for Small Scale Entrepreneurs
D	Tatiguntapalli(Vg) Valimkipuram(Mandal) Chittoor Dist.	23.46	For establishment of Industrial Park
E	Doddipalli & Bobimalluvaripalli(Vgs) Piler Mandal, Chittoor Dist.	36.54	For establishment of Industrial Park
F	Vishwanathpalli (Vg) Medak Dist.	2698.01	For establishment of Industrial Park
	Komaravelii (Vg) Warangal Dist.	3484.15	For establishment of Industrial Park

**24. Foreign Visit – Japan Korea – Sri B.R.Meena, IAS,
VC & MD, with a Delegation from 3-10-11 to 8-10-11:**

Noted.

**25. Approval for adoption of the Government
G.O. for implementation of 3% Reservation
in Promotions to the Disabled Employees:**

After discussions, the Board accorded its approval for adoption of G.O.Ms.No.42 for implementation of 3% Reservation in Promotions to the Disabled Employees and approved the consequent changes in the Staff Regulations of APIIC, as mentioned in the agenda.

**26. Legal Opinion sought from Learned Solicitor
General of India, Supreme Court of India, New
Delhi – Violations observed – M/s. K.Raheja IT
Park, Hyderabad:**

The Board discussed the issue and gone through the facts placed in the Agenda item. After discussions, Board resolved that an agenda be placed in the next Board meeting with specific remarks of the Management.

**27. Issues on the Allotment of Land to M/s.
Lepakshi Knowledge Hub (P) Ltd – Anantapur
District:**

The Board has taken note of the status information as mentioned in the agenda.

VC&MD informed the Board that Government asked further report. After discussions, the Board advised Managing Director to respond to the Government accordingly.

Meanwhile, the board advised to publish notices in the News Papers stating the withdrawal of NOC given to M/s. Lepakshi Knowledge Hub (P) Ltd and intimate to SLBC (State Level Bankers' Committee) about with drawl of NOCs.

28. Restoration of allotment M/s. Dr. Reddy's Laboratories Limited, IDA, Pydibhimavaram:

Deferred for further information

29. Approval for allotment of land to APTPC on concessional rate:

Deferred.

Any another item with the permission of the Chair

30. Purchase of new Cars for Business promotion of the Corporation:

An Agenda Note was circulated among the members which was initialed by the Chairman for the purpose of identification.

After discussions, the Board accorded its approval for purchase of three New Innova Brand Cars for "Business Promotion of the Corporation".

Vote of thanks:

There being no other business to be transacted, the meeting ended with a vote of thanks to the Chair.

Sd/-
S.SIVA RAMA SUBRAHMANYAM
CHAIRMAN

Place: Hyderabad
Date : 29-12-2011

CONFIDENTIAL

**MINUTES OF THE 189th MEETING OF THE BOARD OF DIRECTORS
OF ANDHRA PRADESH INDUSTRIAL INFRASTRUCTURE
CORPORATION LIMITED HELD ON FRIDAY, THE 30th DECEMBER,
2011 AT 11:00 A.M. AT THE REGISTERED OFFICE OF THE
COMPANY, HYDERABAD.**

PRESENT:

The following Directors were present at the meeting:

- 1) **Sri S.Siva Rama Subrahmanyam**
Chairman
APIIC Limited
- 2) **Sri B.R.Meena, IAS**
Vice-Chairman & Managing Director
APIIC Limited
- 3) **Sri T.S.Appa Rao, IAS**
Prl.Secretary to Govt. & CIP,
Industries & Commerce Dept.
- 4) **Sri Sutirtha Bhattacharya, IAS**
Prl.Secretary to Govt.
Infrastructure & Investment Dept.
- 5) **Smt. Pushpa Subrahmanyam, IAS**
Prl.Secretary to Govt.
Finance (IF) Department
- 6) **Sri R.Karikal Valaven, IAS**
Commissioner of Industries
- 7) **Sri Vikas Raj, IAS**
Managing Director,
AP State Financial Corporation
- 8) **Sri M.Dana Kishore, IAS.**
Member Secretary,
A.P.Pollution Control Board

ON INVITATION

- | | | |
|----------------------------|-----|------------------------------|
| 1) Dr. C.Sreedhar | --- | Executive Director(S), APIIC |
| 2) Sri Dharma Reddy | --- | Executive Director(D), APIIC |

IN ATTENDANCE:

Sri M.Siva S. Reddy : Company Secretary

1. Leave of Absence:

No leave of absence was considered as all the Directors were present.

2. Confirmation of the Minutes of the previous Meeting:

In connection with the Item No.27 (with regard to M/s.Lepakshi Knowledge Hub) of the Minutes, the Board resolved to add the following to the existing record of the minutes:

“and intimate to SLBC (State Level Bankers' Committee) about with drawl of NOCs”

With the above modification to the Item No.27, the Board confirmed the minutes of the previous meeting (188th Board Meeting) held on 20.12.2011 as correct record.

Revised Minutes of the 188th Meeting of the Board of Directors were signed by the Chairman.

3. Approval and recommendation to the Government on the further investment for restoration of 11% equity in K.Raheja IT Park and its de-merged companies and other issues - on Legal Opinion from Learned Solicitor General of India, Supreme Court of India, New Delhi:

The Board discussed the proposal as contained in the Agenda.

- 1) After discussions, the Board decided that the original Joint Venture Partner may be advised to maintain equity of APIIC at 11% ad-infinitum, after restoration to 11%, without seeking any further equity contribution from APIIC i.e., over and above the amount to be paid for restoration of 11% in all three Joint Venture Companies. The

Board authorized VC & MD to address a letter to Joint Venture Company Partner accordingly.

- 2) The resolution for referring the issue of sale deeds to Govt. is deferred.
- 3) After discussion, in connection with stamp duty issue, the board passed the following resolution.

“RESOLVED that the issue of excess claim of stamp duty of K.Raheja IT Park (P) Ltd., and its de-merged Companies be entrusted Chartered Accountant to verify the accounts of Joint Venture Companies and submit its report on the issue of excess claim if any noticed and authorized the Managing Director to appoint a Chartered Accountant and to take necessary action in this regard.”

4. Review of Allotment Regulations:

Deferred to the next Board Meeting.

5. Allotment of land to Dr. Reddy Laboratories, at IP Pydibhimanavam, Srikakulam District - Non implementation of the unit – Allotment Cancelled – Requested for restoration of allotment:

After discussions, , the Board approved the restoration of allotment in the interest of industrial promotion with a direction that Company shall complete all formalities for starting construction within 90 days from the date of restoration order and subject to payment of penalties as per the Guidelines issued in Circular No.385/AMW/2010, dt 07.1.2011 of APIIC.

6. Adoption of land cost for the land allotted to APTPC:

After discussions, the Board accorded its approval for adoption of the rate prevailing as on the date of handing over of the site to APTPC i.e at Rs.1,500/- per Sq.mt., as APTPC is a State Govt., Undertaking.

7. Status Note on Emaar Properties:

The Board accorded its approval for referring the letter addressed by the Managing Director of M/s.Emaar Properties PJSC, Dubai to

Advocate General as the Opinion from the Advocate General (referred earlier) in this issue is yet to come. Further, the board advised to expedite the Advocate General's legal opinion through Government.

8. Perusal of opinions taken on the activity of 1 MW Solar Power Plant – Gooty, Anantapur District and approval for funding:

The board was briefed about the legal opinions taken from the Company Secretaries and Advocate on the amendment of objects clause to include the power generation and it was brought to the notice of the board that as per the opinions, the word "power" is already covered in the main objects of the Memorandum APIIC and Power generation activity falls within the ambit of the main objects of APIIC and in view of the above, amendment/alteration of the main objects may not be required. The same was noted by the board.

After discussions, the board accorded its approval for the funding of Rs.15.00 Crores for implementation of the Project as mentioned in the Agenda.

The Board further advised that APIIC shall take all the effective steps for operations and maintenance of the plant to ensure the sustainability of the Project as APIIC has taken up power generation first time.

9. Review of decision on construction of APIIC Centre at Masab Tank, Hyderabad:

After discussions, the Board advised to pursue the matter with the Government as the matter is already referred to the Government and orders are awaited from the Government.

10. Approval for reimbursement of Delegate Fee - 6th International Professional Development Fellowship Programme-2011 in Australia – Participation by Company Secretary:

After discussions, the Board approved the reimbursement of Delegate Fee paid by the Company Secretary to ICSI for attending 6th International Professional Development Fellowship Programme-2011 in Australia as mentioned in the Agenda.

Any another item with the permission of the Chair

11. Amendment to APIIC Staff Regulations for considering promotion from the post of Junior Assistant to Assistant Post, duly relaxing the prescribed qualification for the said post:

During the discussions, the Board was appraised that similar provisions are in existence in the Government. After the discussions, the Board approved the proposed amendment to APIIC Staff Regulations, 1974 as mentioned in the Agenda.

12. Extension of Benefit of Group Superannuation Scheme to employees who have retired before 30.06.2008:

During the discussions, the Board was appraised that the Hon'ble High Court passed Interim suspension of the orders dt.31.05.2011 of the Hon'ble Human Rights Commission. After discussions, the Board resolved to wait till the disposal of the Writ Petition.

13. Execution of Sale Deed before implementation of the Unit as per guidelines of the Government:

After discussions, the Board accorded its approval for execution of Sale Deed before implementation Project as mentioned in the Agenda, if the Allottee / SPV Company is directed by any specific order from the Government for registration of the project land before implementation of the Project.

14. Approval for change of signatories to the DEMAT Account - CSDL A/c.No.130124000078531 and NSDL A/c.No.41389993 with HDFC Bank Ltd:

The board approved the change of signatories to operate the DEMAT account and passed the following resolution.

“RESOLVED THAT consent of the Board be and is hereby given to operate the DEPOSITORY PARTICIPATION ACCOUNT NO. 130124000078531 (CDSL) and 41389993 (NSDL) in the name of the Andhra Pradesh Industrial Infrastructure Corporation Limited (APIIC Ltd) with HDFC Bank Limited, in the place of Sri A.A.Narsimha Rao and Sri K.Sanyasi Rao by the following officials with effect from 30-12-2011.

Name & Designation of the Official	Mode of Operation	Limit (Market value)
1. Sri C.Sreedhar Executive Director	Jointly	Unlimited
2. Sri K.Surendra Babu Chief General Manager(F)(i/c)	Jointly	Unlimited

Further resolved that the above mentioned officials be and are hereby authorized operate the Depository Participant Beneficiary Account and they be and are hereby further authorized to sign for, sell, purchase, transfer, negotiate and / or otherwise deal in Bonds, Debentures, Government Securities, State Government Securities, Treasury Bills and other Debt instruments up to the limits stated against their names.

“RESOLVED FURTHER that the above mentioned officials be and are hereby authorized to execute letters or Indemnity and declarations, make applications and execute any other documents, receive interest and principal thereof on behalf of the said company and to do such other deeds, acts matters and things as may be desirable, necessary and expedient”.

“Resolved further that Company Secretary be and is hereby authorized to furnish a copy of the resolution certified as true to HDFC Bank Limited.

15. Construction of new building for the O/o Commissioner of Industries by APIIC, in the available space within the premises of Heritage Building, Charag Ali Lane, Abids, Hyderabad.

The Commissioner of Industries appraised the Board about the Letter No.26/3/2007/165, dt.11.08.2011 addressed to the Principal Secretary to Govt., & CIP, I&C Department with regard to construction of new building in the premises of the Commissioner of Industries and further requested APIIC to take-up the Construction of new building.

After discussions, the Board resolved that the construction of new Building for the Commissioner of Industries with an estimated cost of Rs.6.00 Crores be taken up by APIIC subject to obtaining administrative sanction by the Commissioner of Industries and the fund of Rs.1.00 Crore already deposited by the Commissioner of Industries with APIIC be utilized for commencing the work and the balance amount be borne by the APIIC as an Advance, which will be reimbursed to APIIC as and when the Budget is released to the Industries Department.

The Board further authorized VC&MD to do all acts and deeds in this regard.

Vote of thanks:

There being no other business to be transacted, the meeting ended with a vote of thanks to the Chair.

Sd/-

**S.SIVA RAMA SUBRAHMANYAM
CHAIRMAN**

Place: Hyderabad
Date: 05-01-2012

MINUTES OF THE 190th MEETING OF THE BOARD OF DIRECTORS OF ANDHRA PRADESH INDUSTRIAL INFRASTRUCTURE CORPORATION LIMITED HELD ON WEDNESDAY, THE 18th JANUARY, 2012 AT 11:00 A.M. AT THE REGISTERED OFFICE OF THE COMPANY, HYDERABAD.

PRESENT:

The following Directors were present at the meeting:

- 1) **Sri S.Siva Rama Subrahmanyam**
Chairman
APIIC Limited
- 2) **Sri B.R.Meena, IAS**
Vice-Chairman & Managing Director
APIIC Limited
- 3) **Sri T.S.Appa Rao, IAS**
Prl.Secretary to Govt. & CIP,
Industries & Commerce Dept.
- 4) **Sri Sutirtha Bhattacharya, IAS**
Prl.Secretary to Govt.
Infrastructure & Investment Dept.
- 5) **Smt. Pushpa Subrahmanyam, IAS**
Prl.Secretary to Govt.
Finance (IF) Department
- 6) **Sri R.Karikal Valaven,IAS**
Commissioner of Industries

ON INVITATION

- | | | |
|----------------------------|-----|------------------------------|
| 1) Dr. C.Sreedhar | --- | Executive Director(S), APIIC |
| 2) Sri Dharma Reddy | --- | Executive Director(D), APIIC |

IN ATTENDANCE:

Sri M.Siva S. Reddy : Company Secretary

1. Leave of Absence:

Leave of absence was granted to Sri Vikas Raj, IAS and Sri M.Dana Kishore, IAS.

2. Confirmation of the Minutes of the previous Meeting:

a) In connection with the Item No.27 (with regard to M/s.Lepakshi Knowledge Hub) of the Minutes 188th Board Meeting, the Board in superstition of the earlier resolution modified the last paragraph of the existing minutes as following:

“Meanwhile, the board advised to intimate to SLBC (State Level Bankers' Committee) about with drawl of NOCs.”

b) In connection with item No.5, Smt Puspha Subrahmanyam, Member, opined that since there is no specific guidelines to consider the appeal given by M/s Reddy Laboratories, the decision may be kept in abeyance till such appeal provisions are incorporated in the APIIC allotment guidelines.

However, Sri Siva Rama Subrahmanyam, Chairman opined that the allotment guidelines are the guidelines formulated and approved by the Board for guidance of administration. Though the appeal powers are not explicitly mentioned in the allotment regulations, the Board has absolute power to consider any request or issue that has come before the Board and can take appropriate decisions. Similar kind of cases and issues were considered by the Board in earlier Board Meetings and taken appropriate decisions.

The minutes communicated reflects the discussions happened in the 189th Meeting and correctly recorded.

3. Papers for perusal: Appointment of Statutory Auditors for the financial year 2010-11:

The Board has taken note of the appointment of M/s. D.V.Ramana Rao & Co., Chartered Accountants, Hyderabad as Statutory Auditors of the Company for the financial year 2011-12 with a remuneration of Rs.1,50,000/- .

4. Approval of Annual Accounts for the year 2010-11:

After discussion, it was resolved to refer the Annual Accounts for the financial year 2010-11 to the Audit Committee.

Constitution of Audit Committee

During the discussions on approval of the Annual Accounts for the financial year 2010-11, the Board noted that it is not obligatory to have Audit Committee under the provisions of the Companies Act, 1956 as APIIC being a Private Limited Company. However, the Board felt that as part of Corporate Governance Company may have an Audit Committee. Accordingly, the following resolution was passed.

“RESOLVED THAT the consent of the Board be and is hereby accorded to constitute an audit committee with the following members of the Board.

- | | |
|--|--------|
| a) Sri Sutirtha Bhattacharya, IAS,
Principal Secretary to Govt.
Infrastructure and Investment Department | Member |
| b) Smt. Pushpa Subrahmanyam, IAS
Principal Secretary to Govt.
Finance (IF) Department | Member |
| c) Sri R.Karikal Valaven, IAS,
Commissioner of Industries. | Member |

The members of the Audit Committee shall elect the Chairman from amongst themselves. The quorum of the meeting is two members.

5. Approval and recommendation to the Government on the further investment for restoration of 11% equity in K.Raheja IT Park and its de-merged companies and other issues:

The Board discussed the proposal as contained in the agenda note and passed the following resolution.

- a. “RESOLVED that pursuant to section 292 (1)(d) of the Companies Act, consent of the Board be and hereby given for making investment of Rs. 2,35,05,410 to restore the 11% of the equity of APIIC in the following three companies by subscribing to the preferential allotment of equity shares and acquiring existing equity shares from the K.Raheja IT Park (P) Ltd and K.Raheja Corp. Group as mentioned in the table below, subject to the approval of the Government.

Name of the company	No. of equity shares by subscribing the preferential allotment	No. of equity shares to be acquired from K.Raheja IT Park Pvt. Ltd.	No. of equity shares to be acquired from K.Raheja Corp. group	Amount to be invested (Rs.10/- per share) (in Rs.)
K.Raheja IT Park (P) Ltd	20,90,000	--	--	2,09,00,000
Sundew Properties (P) Ltd	28,711	10,000	79,190	11,79,010
Intime Properties P) Ltd	34,490	10,000	98,150	14,26,400
Total amount to be invested				2,35,05,410

- b) “RESOLVED that consent of the Board be and hereby given to refer the issue of execution of Sale Deeds to the K.Raheja IT Park (P) Ltd., and its de-merged Companies and others, to the Government for necessary action as at APIIC level the issue is time barred and done within the knowledge of the APIIC.
- c) “RESOLVED that Managing Director be and is hereby authorized to do all necessary acts and deeds to give effect to the above Resolutions.

6. Approval of Allotment Regulations – 2012:

After the discussions, the Board advised as following;

- To conduct wider consultation on the new allotment regulations with Confederation Indian Industry (CII), Federation of Andhra Pradesh Chamber of Commerce and Industry (FAPCCI) and Federation of Andhra Pradesh Small Industries Associations (FAPSIA) from their branches at Hyderabad, Visakhapatnam, Vijayawada, Tirupati and Warangal.
- To place the draft allotment regulations -2012 in the website of APIIC for a period of 15 days inviting comments from the public.

After considering the comments received from the above organizations and public, the allotment guidelines shall be placed before the Board.

**7. To take notice of disclosure of interest by Directors
Under Section 299 (3) of the Companies Act, 1956:**

The Board has taken note of the Disclosure of Interest in Form No.24-AA for the financial year 2011-12, submitted by Smt. Pushpa Subrahmanyam, IAS.

**8. Allotment of land to M/s Lepakshi Knowledge Hub (P) Ltd –
Withdrawal of NOC**

After the discussion, the Board advised that whenever there is a legal notice/representation on the decisions of the Board, the same may be placed before the Board along with legal opinion and implications.

Vote of thanks:

There being no other business to be transacted, the meeting ended with a vote of thanks to the Chair.

**Sd/-
S.SIVA RAMA SUBRAHMANYAM
CHAIRMAN**

Place: Hyderabad
Date: 21 -01-2012

CONFIDENTIAL

MINUTES OF THE 191st MEETING OF THE BOARD OF DIRECTORS OF ANDHRA PRADESH INDUSTRIAL INFRASTRUCTURE CORPORATION LIMITED HELD ON SATURDAY, THE 5th MAY, 2012 AT 3:00 P.M. AT THE REGISTERED OFFICE OF THE COMPANY, HYDERABAD.

PRESENT:

The following Directors were present at the meeting:

- 1) Sri T.S.Appa Rao, IAS**
Chairman, APIIC Ltd &
Prl.Secretary to Govt. & CIP,
Industries & Commerce Dept.
- 2) Sri B.R.Meena, IAS**
Vice-Chairman & Managing Director
APIIC Ltd
- 3) Sri R.Karikal Valaven, IAS**
Commissioner of Industries

ON INVITATION

- | | | |
|----------------------------|-----|------------------------------|
| 1) Dr. C. Sreedhar | --- | Executive Director(S), APIIC |
| 2) Sri Dharma Reddy | --- | Executive Director(D), APIIC |

IN ATTENDANCE:

Sri M.Siva S. Reddy : Company Secretary

Sri B.R.Meena, IAS, VC & MD, informed the Board that the Government, vide G.O. Rt. No. 279 dated 04-05-2012 of Industries and Commerce (INF) Department, appointed Sri T.S.Appa Rao, IAS, Principal Secretary to Government & CIP, Industries and Commerce Department as Chairman of the Corporation and the Members of the Board welcomed Sri T.S.Appa Rao, IAS.

Quorum:

The Chairman ascertained that the requisite quorum for the Meeting was present and proceeded to take up the business

The Board placed on record their sincere appreciation for the contribution of Sri S. Siva Rama Subrahmanyam as Chairman and Sri M.Dana Kishore, IAS, as Director during their tenure.

1. Leave of absence:

Leave of absence was granted to Sri Sutirtha Bhattacharya, IAS, Smt. Pusha Subrahmanya, IAS, Sri T.Satyanarayana Rao, IAS and Sri Muddada Ravichandra, IAS.

2. Confirmation of the Minutes of the previous Meeting:

In connection with the agenda item on “**Allotment of land to Dr.Reddy Laboratories, at IP, Pydibhimavaram, Srikakulam District – Non implementation of the Unit – Allotment Cancelled – Requested for restoration of allotment**” as placed before the 188th and 189th meetings and comments of the Chairman recorded in the minutes of 190th Meetings under the heading “Confirmation of the Minutes” of the 190th Board Meeting Minutes, the Board passed the following resolutions

“Resolved that the resolution approved in 189th board meeting held on 30-12-2011 shall not be confirmed as there is no provision in the existing allotment rules for appeal to the Board against the order of VC & MD”.

With the above modification, the Minutes of the 190th Meeting of the Board of Directors of Andhra Pradesh Industrial Infrastructure Corporation Limited held on 18-01-2012, as circulated were confirmed.

3. Minutes of the Audit Committee of the APIIC Limited held on 28-03-2012:

The Board has taken note the Minutes of the Audit Committee of the APIIC held on 28-03-2012.

4. Taking note of Action taken on the Minutes of the 188th Meeting of the Board of Directors of APIIC:

The Board has taken note of the action taken on the Minutes of the 188th Meeting of the Board of Directors of APIIC Limited held on 20-12-2011.

5. Taking note of Action taken on the Minutes of the 189th Meeting of the Board of Directors of APIIC:

The Board has taken note of the action taken on the Minutes of the 189th Meeting of the Board of Directors of APIIC Limited held on 30-12-2011.

Adoption of land cost for the land allotted to APTPC:

When the Board was taking note of the action taken on the “Item No. 6 -Adoption of land cost for the land allotted to APTPC”, Sri R.Karikal Valaven, IAS, Director, brought to the notice of the Board that APTPC has addressed a letter to APIIC to reduce the land cost from Rs. 1500/- for Sqm to Rs. 1000/- for Sqm.

After discussions, in super secession of the earlier resolution passed in the 189th Board Meeting, the Board accorded its approval for adoption land cost at Rs. 1000/- per SQM as APTPC is a State Government Undertaking.

6. Taking note of Action taken on the Minutes of the 190th Meeting of the Board of Directors of APIIC:

The Board has taken note of the action taken on the Minutes of the 190th Meeting of the Board of Directors of APIIC Limited held on 18-01-2012.

7. PAPERS FOR PERUSAL:

The Board has taken note of the following:

- a) G.O.Rt.No.59 dated 02-02-2012 of Industries & Commerce (INF) Department, regarding nomination of Sri T.Satyanarayana Rao, IAS, Managing Director, APSFC as one of the Director on the Board of Directors of APIIC in place of Sri Vikas Raj, IAS, who is transferred

- b) G.O.Rt.No.235 dated 12-04-2012 of Industries & Commerce (INF) Department, regarding nomination of Sri Muddada Ravichandra, IAS, Member Secretary, A.P. Pollution Control Board as the Director on the Board of Directors of APIIC in place of Sri M.Dana Kishore, IAS, who is transferred
- c) G.O.Rt.No.145 dated 07-03-2012 of Industries & Commerce (INF) Department, regarding posting of Sri S. Satyanarayana, Special Grade Deputy Collector working as Additional Joint Collector (Non-cadre), Visakhapatnam as Executive Director, APIIC in the newly created post in APIIC Limited in the Head Quarters of Visakhapatnam
- d) G. O. Rt. No. 279 dated 04-05-2012 of Industries & Commerce (INF) Department, regarding appointment of Sri T.S.Appa Rao, IAS, Principal Secretary to Government & CIP, Industries and Commerce Department as Chairman of APIIC Limited.

8. Compliance under various Acts:

The Board has taken note of the compliance certificate under various Acts as given in the agenda.

9. To take notice of disclosure of interest by Directors Under Section 299 (3) of the Companies Act, 1956:

The Board has taken note of the Disclosure of Interest in Form No.24-AA for the financial year 2012-13 given by a) Sri B.R.Meena, IAS b) Sri T.S.Appa Rao, IAS c) Sri Sutirtha Bhattacharya, IAS d) Sri R.Karikal Valaven, IAS e) Smt. Pushpa Subrahmanyam, IAS and f) Sri T.Satyanarayana Rao, IAS

10. Progress Reports:

a) **Progress Report on Finance Wing:**
Noted.

b) **Progress Report on Personnel Wing:**
Noted.

c) **Progress Report on Lands Wing:**
Noted.

d) Progress Report on Asset Management Wing:

Noted.

e) Progress Report on Engineering Wing:

Noted.

f) Progress Report on Legal Wing:

Noted.

g) Progress Report on the Equity of Joint Venture Companies:

Noted.

11. Approval of Annual Accounts for the year 2010-11:

After discussions, the Board approved the Annual Accounts for the financial year 2010-11 and passed the following resolutions.

“RESOLVED that Balance Sheet as at 31st March, 2011 and Profit & Loss Account for the year ending 31st March, 2011 of the Company be and hereby approved”.

“RESOLVED THAT Sri B.R.Meena, IAS, VC & MD, Sri R.Karikal Valaven, IAS, Director and Sri M.Siva S.Reddy, Company Secretary be and hereby authorised to sign the Balance Sheet as at 31st March, 2011 and Profit & Loss Account for the year ending 31st March, 2011 on behalf of the Board of Directors and submit the same to the Auditors of the Company for their report thereon”.

12. Amendment to APIIC (Leave) Regulations, 1974:

The Board discussed the proposals as contained in the agenda note and approved the proposal to extend the benefit of Half Pay Leave to the employees of the Corporation at the time of retirement/death on par with Government Employees, as per the G.O.Ms.No.154, Finance (FR.I) Department dated 04-05-2010 with effect from 04-05-2010 instead of 31-07-2010,

13. Payment of Special Incentive to the Employees of the Corporation:

Deferred.

14. Sanction of Dearness Allowance to Corporation Employees on par with Government Employees:

The Board has taken note of the implementation of G.O.Ms.No.25 of Finance (PC.II) Department dated 02-02-2012, sanctioning the revised Dearness Allowance to the Employees of the Corporation including employees on deputation working in the Corporation, as indicated in the agenda.

15. Sanction of Special Leave to Women Employees who Undergo Hysterectomy Operation for a period of 45 days as recommended by the Civil Surgeon:

The Board discussed the proposal as contained in the agenda note and resolved, in supersession of earlier resolution of the 188th Board Meeting held on 20-12-2011 to adopt the G.O.Ms.No.52 dated 01-04-2011 of Finance (FR.I) Department to sanction of Special Leave as recommended by Civil Surgeon upto a maximum 45 days for Women Employees of the Corporation employees, who undergo Hysterectomy Operation, without debiting the same to the regular leave account of the individual and on payment of full pay and allowances with effect from 01-04-2011 on par with the Government employees.

16. Payment of TA Bill, Sitting Fee & Hire Vehicle Charges etc. to Sri S.Siva Rama Subrahmanyam, Ex- Chairman:

Noted.

17. Development of Financial Towers at Financial District Nanakramguda:

After discussions, the Board accorded it's in principle approval to the proposal of development of financial Towers at Financial District at Nanakramguda and advised to explore for the possibilities of implementation of the project on BOT (Build Operate Transfer) Model.

18. Details of land which requisitions have filed for proposals (Ratification)/to be filed for acquisition of patta lands:

- a) The Board approved the filing of requisition for acquisition of patta land at Vemagirivillage, Kadium Mandal East Godavari for an extent of 0.04 Cents in Sy.No.201.
- b) The Board ratified the action taken for acquisition of the following patta lands:

S.No.	Name of the Estate/ Village, Mandal & Dist.	Patta land in Acs.	Remarks
1.	<u>Ranga Reddy District</u> Khalsa Village, Ibrahimpatnam Mandal	Acs.26.22 Gts.	For establishment of Industrial Park
2.	<u>Ranga Reddy District</u> Adibatla Village, Ibrahimpatnam Mandal	Acs.14.34 Gts.	Expansion of Hardware Park
3..	<u>Guntur District:</u> Piduguralla Village and Mandal	Acs. 0.28 Cents	For widening of existing 30' road as 40' .

The Board deferred the ratification of the requisitions filed for the following lands as these lands are part of the new industrial parks to be developed as per the new land allotment policy and the approval of Controlling Department is required.

1.	<u>Ranga Reddy District</u> Meerkhanpet Village Kandukur Mandal	Acs.52.30 Gts	For establishment of Industrial Park
2.	<u>Krishna District:</u> <u>Nandamuru Village,</u> <u>Pedana Mandal</u>	Acs. 39.36 Gts.	For establishment of Textile/ Industrial Park

During the discussions, it was advised to avoid the acquisition of assigned lands as much as possible by the Corporation.

19. Integrated Project – Emaar Properties Issue:

Revised agenda note was circulating to the Members of the Board.

During the discussion on the revised agenda, the VC & MD brought to the notice of the Board the following as mentioned in the revised agenda:-

- WP 20098/2011 and a news item appeared in the 07.02.2012 Sakshi Telugu Daily publishing defamatory material against the present VC&MD , Ex- Chairman, APIIC and Government with regard to alleged claim of 2 villas being made by the VC & MD and Ex-Chairman and loss incurred by the actions of the Government.
- Filing and withdrawal of WPMP 4244 of 2012 in W.P 20098/2012.
- Sending of report by APIIC to the Government on 14-03-2012 and the reply sent by the Government, vide its Memo No.168/SC.X/A3/2012-1 dated 26-03-2012 permitting VC & MD to take all necessary legal actions including Criminal and Civil deformation cases against the persons who are making false and defamatory allegations against the officers APIIC and the Government.
- Filing of [C.C.No.](#) SR 297 of 2012 before the Special Judge for ACB Cases Cum Additional Chief Judge, City Civil Court, Hyderabad alleging offences under section 7 and 13 of P.C Act by one Sri V. Sai Raju with regard to the alleged demand for illegal gratification in the form of villas in Dubai as per the news item in Sakshi Daily newspaper dated 06.02.2012 in page 11.
- W.P 5143/2012 filed by one K. Bharat regarding stoppage of registration etc. and subsequent writ appeal by APIIC and Government.

- Filing of WP 20098,17618 of 2011 and WP 5143 of 2012 filed in the Hon'ble High Court challenging the notification under Section 22A Registration Act prohibiting registrations of lands in the said project, and interim order issued dated 14.03.2012 amongst other things allowing the registration of properties on deposit of Rs.15000/- per sq yard by the villa purchasers to APIIC subject to the outcome of the writ and the pending litigations.
- Receipt of confidential letter dated 03.04.2012 from M/s.Emaar Properties PJSC, Dubai on the subject of affidavit filed by Mr.Vijay Raghav. In the letter it was clarified that the allegations made by Mr.Vijay Raghav, Ex-Manager in his affidavit were never brought to the notice of M/s.Emaar Properties PJSC or the Board Member of M/s. EHTPL including the nominee directors. It was further clarified that neither Emaar nor EHTPL can endorse the allegations made by Mr.Vijay Raghav as they had no information of such allegations. The letter was concluded with a sentence that in view of the above neither Emaar Properties nor EHTPL will be a party to such filing by Mr.Vijay Raghav.
- Further M/s.Emaar Properties PJSC, Dubai have in addition to their earlier offers made by them through letters dated 03.02.2011 and 16.11.2011, made a fresh offer vide letter dated 12.04.2012 wherein they have made another offer to resolving the outstanding issues and made the some suggestions.
- Further VC & MD briefed the Board with analysis on the letter of the M/s.Emaar Properties PJSC, Dubai dated 12-04-2012.
- The Board was also briefed about pending cases on the Emaar issue in various courts.

After discussion, the Board resolved that the matter be referred to the Government of A.P for further examination and necessary instructions.

**20. Revised Estimates 2011-12 and
Budget Estimates for 2012-13:**

The Board discussed the proposals as contained in the agenda note and approved the Revised Estimates for the year 2011-12 and Budget Estimates for the year 2012-113 and authorised VC & MD to take necessary action.

ITEMS WITH THE PERMISSION OF THE CHAIR.

**21. Appointment of Chief General Manager (Finance)
In Finance Wing:**

After discussions, the Board resolved to:

- a) Amend the APIIC Staff Regulations, 1974, by adding the provision for filling of the post of Chief General Manager (Finance) on “deputation” under the head “Mode of recruitment”.
- b) Amend the Staff Regulations, 1974 governing qualifications for promotion, by substituting the existing Rule “Mode of recruitment to be determined on each occasion when vacancy in the post arises” with “two years of experience in General Manager (Finance) cadre, with qualification in CA/ICWA”.
- c) Take on deputation from State Government/Central Government/PSUs of State/Central Governments.
- d) Authorize the VC & MD for taking necessary action and finalize the terms and conditions and designation of the incumbent.

22. Appointment of external auditors for Concurrent Audit and Internal Audit:

After the discussions, the Board accorded its approval for appointment of Internal Auditors through Tender Process ie by calling Bids from the Chartered Accountants/Chartered firms and authorized VC & MD to do all that is required to give effect to this resolution.

23. Review of New Allotment Regulations:

After discussions, the Board approved the New Allotment Regulations of APIIC subject to the following and it was also decided that these regulations will come in to force with effect from **1st June, 2012**.

- a) Under clause No.2 (Layouts) the area to be earmarked for Micro, Small and Medium Enterprises (MSME) in the large industrial parks to be kept at 50% instead of 20-25% as suggested in the Draft Allotment Regulations.
- b) Under clause No. 6.19 (Fixation of land cost) instead of following "Pioneer Entrepreneur Approach", as detailed in the Draft Allotment Regulations, the system of giving 20% rebate for MSME entrepreneurs who occupy and commence commercial production within a period of two years from the date of possession of the plot may be followed. However, this rebate will be limited to 10% of the plot area in the industrial park.
- c) While allotting plots to MSME Units in the new industrial parks, 50% of the cost of infrastructure may be taken in to account for calculating the cost of land. Govt of Andhra Pradesh may be requested to provide grant for development of infrastructure so that the MSME units may be given the above benefit in the land cost on receipt from the Government.

d) Another regulation may be added stating that “the directions issued by Govt of Andhra Pradesh in respect of any project will override these regulations.”

These regulations, after modifications, may be placed in the website of APIIC and Commissioner of Industries also will be requested to place these regulations on their website.

Vote of thanks:

There being no other business to be transacted, the meeting concluded with a vote of thanks to the Chair.

**Sd/-
T.S.APPA RAO, IAS
CHAIRMAN**

Place: Hyderabad
Date: 23-05-2012

CONFIDENTIAL

MINUTES OF THE 192nd MEETING OF THE BOARD OF DIRECTORS OF ANDHRA PRADESH INDUSTRIAL INFRASTRUCTURE CORPORATION LIMITED HELD ON FRIDAY, THE 7th SEPTMBER, 2012 AT 11:30 A.M. AT THE REGISTERED OFFICE OF THE COMPANY, HYDERABAD.

PRESENT:

The following Directors were present at the meeting:

- 1) **Sri K.Pradeep Chandra, IAS**
Prl.Secretary to Govt. & CIP,
Industries Prl.Secretary to Govt. & CIP,
- 2) **Sri B.R.Meena, IAS**
Vice-Chairman & Managing Director
APIIC Ltd
- 3) **Smt. Pushpa Subrahmanyam, IAS**
Prl.Secretary to Govt.
Finance (IF) Department
- 4) **Sri Sunil Sharma, IAS**
Secretary to Govt. & CIP,
Infrastructure & Investment Dept.
- 5) **Sri Muddada Ravichandra, IAS**
Member Secretary, APPCB
- 6) **Sri Rajat Kumar, IAS**
Commissioner of Industries
(as a Special Invitee)

ON INVITATION

Dr. C. Sreedhar : Executive Director(S), APIIC

IN ATTENDANCE:

Sri M.Siva S. Reddy : Company Secretary

Vice-Chairman and Managing Director informed the Board that Sri K. Pradeep Chandra, IAS, Principal Secretary to Government & CIP, Industries & Commerce Department and Sri Sunil Sharma, IAS, Secretary to Government, Infrastructure and Investment Department have been appointed as Directors in place of Sri T.S.Appa Rao, IAS (Retired) and Sri Sutirtha Bhattacharya, IAS, respectively.

The Board has taken note of the G.O.Rt.No.602 of Industries and Commerce (INF) Department dated 30-08-2012 and G.O.Rt.No.612 of Industries and Commerce (INF) Department dated 03-09-2012 regarding appointment of Sri K. Pradeep Chandra, IAS and Sri Sunil Sharma, IAS,

Thereafter, at the request of Sri B.R.Meena, IAS, V C & MD, Sri K.Pradeep Chandra, IAS, Principal Secretary to Government & CIP, Industries and Commerce Department occupied the Chair of the Chairman and proceeded to take up the business.

The Board placed on record their sincere appreciation for the contribution of Sri T.S.Appa Rao, IAS (Retired) as Chairman and Sri Sutirtha Bhattacharya, IAS, as Director during their tenure.

1. Leave of absence:

Leave of absence was granted to Sri T.Satyanarayana Rao, IAS.

2. Confirmation of the Minutes of the previous Meeting:

The Minutes of the 191st Meeting of the Board of Directors of APIIC Limited held on 05-05-2012, as circulated were confirmed.

3. Taking note of Action taken on the Minutes of the 191st Meeting of the Board of Directors of APIIC:

The Board has taken note of the action taken on the Minutes of the 191st Meeting of the Board of Directors of APIIC Limited held on 05-05-2012.

4. Change – Board of Directors of APIIC Limited:

Noted.

5. Progress Reports:

A) Progress Report on Personnel Wing:

Noted.

B) Progress Report on Lands Wing:

Noted.

C) Progress Report on Finance Wing:

Noted.

D) Progress Report on Asset Management Wing:

Noted.

E) Progress Report on Legal Wing:

Noted.

During the review the Board advised that corporate plan for the corporation be prepared as per the guidelines of the PE department

6. Convening of the 39th Annual General Meeting of the Company for the financial year 2011-12:

The Board discussed the proposal as contained in the Agenda note and approved the convening of 39th Annual General Meeting and passed the following Resolution.

“RESOLVED that the 39th Annual General Meeting be convened on Saturday the 29th September, 2012 at 3.00 P.M. at the Registered Office of the Company”.

FURTHER RESOLVED that Sri M.Siva S.Reddy, Company Secretary be and is hereby authorized to sign and issue the notices on behalf of the Board”.

7. Report of Statutory Auditors and comments of the Comptroller and Auditor General of India (C&AG) on the accounts of the Corporation for the year ended 31-03-2011:

The Board has taken note of the report of the Statutory Auditors and comments of the Comptroller and Auditor General of India and approved the replies furnished by the Company to the comments of the Comptroller and Auditor General of India and Statutory Auditors for the financial year 2010-11.

8. Approval of Directors' Report for the year 2010-11:

The Board has approved the Directors' Report for the year 2010-2011 and passed the following Resolution.

“RESOLVED that the Directors' Report for the year ended 31st March, 2011 along with replies to the comments of the Statutory Auditors and Comptroller and Auditor General of India, be and hereby approved and the same may be signed by Sri K. Pradeep Chandra, IAS, Chairman of the Meeting on behalf of the Board”.

9. Convening of the Adjourned 38th Annual General Meeting of the Company for the financial year 2010-11:

The Board has approved the convening of Adjourned 38th Annual General Meeting and passed the following Resolution.

“RESOLVED that the Adjourned 38th Annual General Meeting be convened on Saturday the 29th September, 2012 at 3.30 P.M. at the Registered Office of the Company to consider and adopt the Annual Accounts for the financial year 2010-11”.

FURTHER RESOLVED that Sri M.Siva S.Reddy, Company Secretary be and is hereby authorized to sign and issue the notices on behalf of the Board”.

10. Action taken report on the directions of the Board in its 186th Meeting held on 07-05-2011 on the disciplinary action against the officials of APIIC in connection with appointment/ absorption of Sri P.Phani Bhushan Reddy, as Asst. Manager (Accounts):

The Board has taken note of the information as mentioned in the agenda.

11. Sanction of Dearness Allowance to the Corporation Employees on par with Government Employees:

The Board has taken note of the implementation of G.O.Ms.No.178 of Finance (PC.II) Department dated 04-07-2012, sanctioning the revised Dearness Allowance to the Employees of the Corporation including employees on deputation working in the Corporation, as indicated in the agenda.

12. Payment of Special Incentive to the Employees of the Corporation (Deferred Item No.16 on 191st Board Meeting held on 05-05-2012):

After the discussions, the Board advised to put up agenda item along with the approval of annual accounts for the financial year 2011-12.

13. Sanction of Notional increment for the employee's whose date of increment falls due on the day following his/her retirement:

The Board discussed the proposal as contained in the Agenda note and adopted the G.O.Ms.No.235 dated 27-10-1998 of Finance & Planning (FW-FR.II) Department to extend the benefit of notional increment to the eligible employees working in APIIC w.e.f 1st July, 2012, as indicated in the agenda.

14. APIIC Employees Welfare Trust request for grant of Rs. 1.00 Crore towards Corpus Fund:

After discussions, the Board desired that a detailed report on the functioning and activities of the APIIC Employees Welfare Trust including last three years audited Balance Sheets be placed in the next Board Meeting.

15. Reimbursement of Medical Expenses as Special Sanction to Sri D.K.V.Subrahmanyam, Manager (AM):

The Board discussed the proposal as contained in the Agenda note and approved the reimbursement of balance amount of Rs.1,20,002/-, to Sri D.K.V. Subrahmanyam, Manager (AM), as a special case.

16. Allotment of land in Industrial Parks/SEZs to Scheduled Caste and Scheduled Tribe entrepreneurs on lease basis:

The Board discussed the proposal as contained in the Agenda note and approved the guidelines w.e.f. 19-06-2012.

17. Approval for setting up of Logistic Hub at APSEZ Atchutapuram, Visakhapatnam on PPP Model – Placing of Expert Opinions/Options:

After discussion, the Board resolved as follows:

- a) Development of logistic hub be deferred and the possibility of development of logistic hub by the Japanese investors be examined.
- b) Development of railway connectivity to Atchutapuram Branching of NTPC railway station at Desapathrulipalem was approved and authorized the VC&MD to appoint RITES as transaction advisory consultant and to take all the necessary action in the matter.

18. Foreign Visits:

The Board has taken note of the following foreign visits as mentioned in the agenda:

- A) Study Tour to Petro Chemical Complex in Amsterdam and Rotterdam in Europe and Toronto in Canada for information.
- B) Participation of 11th CII Biotechnology Mission to USA and India Pavilion at Bio- 2012 at Boston, MA USA from June 18 – 21, 2012 for ratification.
- C) Visit to Japan by Sri B.R.Meena, IAS, VC & MD as Member of Delegation led by Hon'ble Union Minister for Chemicals & Fertilizers, Government of India for information.

19. Waiver of interest for the Land Allotted to M/s APTPC:

After discussions, the Board approved the waiver of interest 16.72 lakhs, as APTPC is a wholly-owned by Government of Andhra Pradesh.

20. Details of land which requisitions have filed for proposals(ratification)/to be filed for acquisition of patta lands:

- A) i) Acquisition of Land at Gopalapuram Village for an extent of Acs. 223.97 gts. Was deferred and advised to place along with detailed project report on the proposed industrial park.

ii) The Board has discussed the proposal and approved the acquisition of the following patta lands.

Sl. No.	Name of the Estate/	Patta land in Acs.
1.	Molakaladinne Vg, Madanapalli Mandal, Chittoor Dist.	2.18
2.	Thumukunta Vg. Zaheerabad Mandal, Medak Dist.	208.38

B) The Board discussed the proposal and ratified the acquisition of the following Patta Lands.

Sl. No.	Name of the Estate/	Patta land in Acs.
1.	Ibrahimpatnam Bhgayat, Ibrahimpatnam Mandal Ranga Reddy Dist.	1.21
2.	Chinnapendyal Vg. Ghanapur Mandal, Warangal Dist.	55.37
3.	DL Puram Vg., Vempadu Vg., Chandanada Vg. and Rajayyapeta Vg., Nakkapalli Mandal, Visakhapatnam Dist.	240.44

21. Extension of benefit of 33.33% rebate on land cost upto a maximum of Rs.10.00 lakhs to SC/ST entrepreneurs having 100% share in Partnership/Private Limited Companies:

The Board discussed the agenda and approved the following:

- a) To extend the benefit of 33.33% rebate on land cost subject to a maximum of Rs. 10.00 lakhs to the Companies registered under Companies Act, which are 100% owned by SC/ST entrepreneurs or a combination of SC and ST Promoters as per G.O.Ms.No.61 dated 29-06-2010 (IIPP-2010-2015), on par with Proprietary/Partnership concerned.

- b) To extend the above rebate to the allottee Company M/s. Victoria Ferro Alloys Private Limited, as the allotment was made after release of subject G.O.Ms.No.61 of Industries and Commerce (IP) Department dated 29-06-2010 i.e., on 10-06-1011.

22. Further developments on the issues of JV with M/s. K.Raheja IT Park (Hyderabad) – Orders of the Government for restoration of 11% Equity Share of the APIIC in JV Companies:

The Board was briefed by the VC&MD about the latest developments and Memo No.441/IT&C/Prom2/2012 dated 22-08-2012 issued by the Government of Andhra Pradesh permitting APIIC to restore 11% Equity in the M/s. K.Raheja IT Park (Hyderabad) pvt. Ltd. and its de-merged Companies.

After discussions, the Board passed the following resolutions;

“RESOLVED that pursuant to section 292 (1)(d) of the Companies Act,1956 and Memo No.441/IT&C/Prom2/2012 dated 22-08-2012 of Information Technology & Communications Department, consent of the Board be and hereby given for making investment of Rs. 2,35,05,410 to restore the 11% of the equity of APIIC in K.Raheja IT Park (P) Ltd and its de-merged companies by subscribing to the preferential allotment of equity shares and acquiring existing equity shares from the K.Raheja IT Park (P) Ltd and K.Raheja Corp. Group”.

“RESOLVED further that Managing Director be and is hereby authorized to do all necessary acts and deeds to give effect to the above Resolution”.

23. New Allotment Regulations – Implementation:

After discussions, the Board approved the modifications to the new allotment regulations -2012 as mentioned in the agenda note and the New allotment rules 2012 shall come in to force with effect from 1.10.2012.

24. Construction of Pylon for COP 11 and other developmental works in Biodiversity Park at Raidurg – Taking up of additional works with the existing agency at tendered rates:

After the discussions, in view of the urgency, timelines and circumstances mentioned in the agenda, the Board permitted VC & MD to entrust balance work to existing agencies. Further resolved that the particulars of work be placed before the Board for ratification.

25. Construction of APIIC Centre at Masab Tank – Legal notice issued by the contractor:

After the discussions, the Board authorized VC & MD to make payments to the contractor and to bring the building to useful and serviceable except the auditorium.

Vote of Thanks:

There being no other business to be transacted, the meeting concluded with a vote of thanks to the Chair.

**K.PRADEEP CHANDRA, IAS
Chairman of the Meeting**

Place: Hyderabad
Date : 12.09.2012

CONFIDENTIAL

MINUTES OF THE 193rd MEETING OF THE BOARD OF DIRECTORS OF ANDHRA PRADESH INDUSTRIAL INFRASTRUCTURE CORPORATION LIMITED HELD ON SATURDAY, THE 22ND DECEMBER, 2012 AT 11:30 A.M. AT THE REGISTERED OFFICE OF THE COMPANY, HYDERABAD.

PRESENT:

The following Directors were present at the meeting:

- 1) **Sri K.Pradeep Chandra, IAS**
Prl.Secretary to Govt. & CIP,
Industries and Commerce
- 2) **Sri B.R.Meena, IAS**
Vice-Chairman & Managing Director
APIIC Ltd
- 3) **Smt. Pushpa Subrahmanyam, IAS**
Prl.Secretary to Govt.
Finance (IF) Department
- 4) **Sri Rajat Kumar, IAS**
Commissioner of Industries
- 5) **Sri Muddada Ravichandra, IAS**
Member Secretary, APPCB
- 6) **Sri T.Satyanarayana Rao, IAS**
Managing Director, APSFC

ON INVITATION

- | | |
|------------------------------|--------------------------------|
| 1. Dr. C. Sreedhar | : Executive Director(S), APIIC |
| 2. Sri R.Dharma Reddy | : Executive Director(D), APIIC |

IN ATTENDANCE:

Sri M.Siva S. Reddy : Company Secretary

At the request of Sri B.R.Meena, IAS, V C & MD and other Directors present, Sri K.Pradeep Chandra, IAS, Principal Secretary to Government & CIP, Industries and Commerce Department occupied the Chair of the Chairman and proceeded to take up the business.

The Board placed on record their sincere appreciation for the contribution of Sri R.Karikal Valaven, IAS, as Director during his tenure.

1. Leave of absence:

Leave of absence was granted to Sri Sunil Sharma, IAS.

2. Confirmation of the Minutes of the previous Meeting:

The Minutes of the 192nd Meeting of the Board of Directors of APIIC Limited held on 07-09-2012, as circulated were confirmed.

3. Taking note of Action taken on the Minutes of the 192nd Meeting of the Board of Directors of APIIC:

The Board has taken note of the action taken on the Minutes of the 192nd Meeting of the Board of Directors of APIIC Limited held on 07-09-2012.

4. Papers for perusal:

The Board has taken note of the G.o.Rt.No.757 dt.31-10-2012 of Industries & Commerce (INF) Department, regarding nomination of Sri Rajat Kumar, IAS, Commissioner of Industries as Director on the Board of APIIC Limited in place of Sri R. Karikal Valaven, IAS.

5. Disclosure of interest U/s 299(3) of the Companies:

The Board has taken note of the Disclosure of Interest by Directors under Section 299(3) of the Companies Act, 1956 in Form No.24-AA for the financial year 2012-13 given by a) Sri K.Pradeep Chandra, IAS, Principal Secretary to Government & CIP, Industries & Commerce Department b) Dr. Rajat Kumar, IAS, Commissioner of Industries and c) Sri Muddada Ravichandra, IAS, Member Secretary, A.P.Pollution Control Board.

6. Sanction of Dearness Allowance to the Corporation Employees on par with Government Employees:

The Board has taken note of the implementation of G.O.Ms.No.297 of Finance (PC.I) Department dated 14.11.2012, sanctioning the revised Dearness Allowance to the Employees of the Corporation including employees on deputation working in the Corporation, as indicated in the agenda.

7. Revision of minimum service required for promotion from the cadres of Jr. Asst. to Asst. from 5 years to 3 years on par with other cadres of the corporation:

After the discussions, it was decided not to consider the proposal as contained in the agenda note.

8. Reimbursement of Medical Expenses as Special Sanction to Dr.C.Sreedhar, Executive Director (S),APIIC Limited:

The Board discussed the proposal as contained in the Agenda note and approved the reimbursement of medical expenses for an amount of Rs.1,61,110/-, to Dr.C.Sreedhar, Executive Director (S), APIIC Limited, as a special case.

9. Funds released under Corporate Social Responsibility (CSR):

The Board discussed the proposal in detailed and considered and ratified the action taken by the VC & MD to release the amounts to the District Collectors for financial support under Corporate Social Responsibility (CSR) through welfare fund. The Board further advised that a policy, in line with the provisions of the Companies Act on Corporate Social Responsibility, on the utilization of the funds be placed before the Board for approval.

10. Amendment to Allotment Regulations, 2012 - Clause No.24.14 - Collection of the cost of the structures of erstwhile allottees from the prospective allottees:

Vice-Chairman and Managing Director placed a revised agenda note. After discussions, the Board approved the following amendment to clause No.24.14 of New Allotment Regulations, 2012 in the place of earlier provision.

“1) In the case of plots/land allotted along with the buildings/structures raised by the erstwhile allottees and the said structures are useful to the re-allottee, the cost of the same will be collected by the Corporation from the re-allottee and may be reimbursed to the erstwhile allottees. In case, such structures are not useful to the re-allottees, the same are to be removed by the re-allottees at their cost and no amount will be reimbursed to the erstwhile allottees.

2) If compound wall is constructed by the erstwhile allottees around the plots, while re-allotting such plots, the cost of the compound wall will be assessed by the Corporation and after realization of the cost of the same from the re-allottees, the same will be reimbursed to the erstwhile allottees.

3) In cases where the cost of structures, existing in the plot/land, is loaded in the land cost of the said Industrial Parks, the cost of such structures need not be demanded for payment by the allottees. The allottees may utilize such structures for their project or otherwise remove the same at their cost”.

The above amendment shall come into force with effect from 22-12-2012.

11. Somasila drinking water supply scheme – Closing of contracts by APIIC with the contractors – Handing over the scheme to Govt. of A.P, as is where is condition:

After the discussions, the Board accorded its approval for closure of both the contracts executed with the Contractors and the same shall be informed to the Government for release of the funds.

12. Foreign Visits:

The Board has ratified the Foreign visit of Sri K. Dharma Reddy, E.D, APIIC for participation in the Joint Business Council and “Made in India Show” held at Kyiv, Ukraine from 4th September to 8th September, 2012 and taken note of the Foreign visit of Dr. C. Sreedhar, E.D, APIIC - Participation in the proposed delegation to UK & UAE in animation and Gaming Sector held from 4th to 10th November, 2012

13. Details of land which requisitions have filed for proposals(ratification)/to be filed for acquisition of patta lands:

A) The Board discussed the proposal and approved the acquisition of the following patta lands as mentioned in the agenda note.

Sl. No.	Details of Location	Patta land in Acs.	Remarks
1.	Pileru (Valmikipuram Mandal), Chittoor District	12500 each (Govt. & Patta lands)	Setting up for three NIMZs proposed by APIIC in Chittoor, Prakasham and Medak Districts.
2.	Near Ramayyapatnam (Pamuru & C.S.Puram Mandals), Prakasham District		
3.	Zaheerabad Nyakal, Raikod and Jarasangam Mandals Medak District		
4.	Chinnapendyal Vilalge, Ghanpur Mandal, Warangal District	62	For establishment of Petroleum Storage Terminal (M/s. BPCL)
5.	Adibatla & Bangaloor Villages, Ibrahimpattanam Mandal RR District	4.22 ³ / ₄ Gts.	Improvement to approach road from ORR to Adibatla

B) After the Discussion the Board approved the proposals for withdrawal of 4.26 Gts., and 46.23 Gts. of Ankenapally Village, Sadasivpet Mandal, Medak District from land acquisition as approved by the Board in its meetings held on 29.06.2009 and 18.08.2009.

C) The Board discussed the proposal and ratified the acquisition of the following Patta Lands as mentioned in the agenda note.

Sl. No.	Details of Location	Patta land in Acs.	Remarks
1.	Peddapalli Village, Sidhout Mandal, Kadapa District	0.05	Allotment to M/s. HPCL.
2.	Kalikirireddivaripalem Village, Kalikiri Mandal, Chittoor District	9.54	To make a compact block of Govt. Land.
3.	Epurru-I A, Pantapalem Village, Muthukur Mandal, SPSR Nellore, Nellore District	56.29	For establishment of Industrial Park as Multi Model Logistic Park
4.	Kongara Khurd (A&B) Villages, Maheshwaram Mandal, RR District.	5.38 Gts.	For laying approach road to Industrial Park.

Acquisition of Govt., and Assigned land:

During the discussions, the Board resolved that any proposal for resumption of assigned lands and alienation of Government lands shall be placed before the Board for approval.

14. Restoration of 11%equity of APIIC in K.Raheja IT Park (Hyderabad) Pvt. Ltd and its de-merged companies and receipt of ex-gratia for loss of corporate benefits:

The Board has taken note of the restoration of the 11% equity of the APIIC in M/s. K.Raheja IT Park (Hyderabad) Private Limited, Sundew Properties Private Limited and Intime Properties Limited, as mentioned in the agenda note.

15. Corporate Plan for five years 2012-13 to 2016-17:

The Board discussed the proposal as contained in the agenda note, the Board of Directors were informed that every Public Sector undertakings has required to prepare a five year Corporate Plan and get it approved by concerned administration department and is required to enter an MOU with the Government. The Institute of Public Enterprises has prepared a draft Corporate Plan of the Corporation with the consultation of all departments/Wings.

The draft Corporate Plan is placed before the Board of Directors for approval with a request to authorize Managing Director for modification in the plan in consultation with the Government and enter an MOU with the Government.

During the discussions, the Board opined that the plan should contain measurable performance indicators/mile stones to be achieved for next five years in tune with the RFP Scheme of Government.

After discussions, the board authorized the Managing Director to finalise the corporate plan after taking the comments of the Commissioner of Industries and the same be submitted to the Government for entering an MOU.

16. Extending concession to the SC/ST entrepreneurs:

The Board discussed the proposals and recommended to send a proposal to the Government for necessary directions.

17. Allotment of land to Dr.Reddy Laboratories at IP-Pydibhimavaram, Srikakulam District – Non implementation of the unit – Allotment Cancelled – Requested for restoration of allotment:

After discussions, the Board opined that Dr.Reddy laboratories may be advised to make a fresh application after withdrawing the case.

18. Allotment of land to M/s. Vivek Vardhani Education Society at IP, Madikonda, Warangal District:

After discussions, it was decided to not consider the proposal.

19. Considering restoration of allotment and extending of concessions under G.O.Ms.No.102 to the SC/ST allottee M/s.Lakshmi Pharma, Gajulamandhyam, Chittoor District:

After discussions, the board resolved that individual cases shall be disposed off as per the policy framed by the Corporation or directions of the Government in that regard.

20. Allotments of 250 acres of land to M/s. Indu Tech Zone Tech Pvt. Limited and others:

After discussions, the Board resolved that the surrender of land offered by the Brahmani Infratech Private Limited be accepted by the Corporation and legal options be explored to take back the land from Indu Tech Zone Private Limited and Staragaze Properties Private Limited.

21. M/s.Emaar Properties Issue:

The Board considered the agenda note as placed and taken note of the same.

22. Report on the board Meetings of investment Companies of APIIC:

The Board considered the agenda note as placed and taken note of the same. The Board resolved that the shareholding in the each Company be placed in the next Board Meeting.

23. Conversion from the status of Private Limited to Public Limited – Sundew Properties & Intime Properties:

The Board considered the agenda note as placed and taken note of the same.

24. Execution of committed infrastructure in Industrial Parks – Strength of Engineering Wing:

After the discussions, the Board accorded its approval for engaging the manpower for strengthening the Engineering Wing through Manpower Consultancy Company which provides manpower in the Field of Engineering Sector and authorized the Managing Director to do all the things in this matter.

25. Allotment of land to the applicants by District Industries Promotion Committee (DIPC) and State Level Allotment Committee (SLAC):

After the discussions, the Board accorded its approval to withdraw such applications for allotment of land which are pending for more than 2 months in District Industries Promotion Committee and such applications for allotment of land shall be placed before the State Level Allotment Committee for speedy disposal.

The Board further authorized the Managing Director to issue necessary orders to amend the guidelines already issued pursuant to the G.O.Ms.No.137 of Industries & Commerce (IP) Department, dt.05.03.2012.

26. Review of Legal cases handling – Forming of panel of Advocates:

After discussions, the Board recommended to send a letter to the Government seeking for appointment of panel of advocates as there is a lot of adverse publicity relating to major issues & number of long pending cases and authorized Managing Director to take necessary action in this matter.

27. APIIC Employees Welfare Trust request for grant of Rs.1.00 Crore towards Corpus Fund:

During the discussion, the Board observed that the object and purpose of the Trust for which it was registered in the year 1987 was amended in the year 2012 without the approval or even information of APIIC. Further the amendment provides for the continuation of trustees after cession of their employment in the APIIC. The amendment was carried out after taking Rs 1.00 crore from APIIC.

During the discussion, the board opined that Managing Director APIIC or his nominee shall be the Chairman of the trust as huge amount of corporation money is given to the trust.

After discussion, keeping in view of the observations made during the discussions, the board resolved that legal opinion be obtained with regard to the trust, amendment to the trust deed, utilization of the Money already given by the corporation and the fresh request of the Trust for money & land and the same be placed in the next board meeting.

Vote of Thanks:

There being no other business to be transacted, the meeting concluded with a vote of thanks to the Chair.

Sd/-

**K.PRADEEP CHANDRA, IAS
Chairman of the Meeting**

Place: Hyderabad
Date : 28.12.2012

CONFIDENTIAL

MINUTES OF THE 194th MEETING OF THE BOARD OF DIRECTORS OF ANDHRA PRADESH INDUSTRIAL INFRASTRUCTURE CORPORATION LIMITED HELD ON FRIDAY, THE 22ND MARCH, 2013 AT 11:30 A.M. AT THE REGISTERED OFFICE OF THE COMPANY, HYDERABAD.

PRESENT:

The following Directors were present at the meeting:

- 1) Sri K.Pradeep Chandra, IAS**
Prl.Secretary to Govt. & CIP,
Industries and Commerce
- 2) Sri Jayesh Ranjan, IAS**
Vice-Chairman & Managing Director
APIIC Ltd
- 3) Dr. Rajat Kumar, IAS**
Commissioner of Industries

ON INVITATION:

Sri Sanjay Kumar, IAS
Member Secretary, APPCB

IN ATTENDANCE:

- | | |
|-------------------------------|--------------------------------|
| 1. Dr. C. Sreedhar | : Executive Director(S), APIIC |
| 2. Sri R.Dharma Reddy | : Executive Director(D), APIIC |
| 3. Sri M.Siva S. Reddy | : Company Secretary |

At the request of Sri Jayesh Ranjan, IAS, VC & MD and other Directors present, Sri K.Pradeep Chandra, IAS, Principal Secretary to Government & CIP, Industries and Commerce Department occupied the Chair of the Chairman and proceeded to take up the business.

The Board placed on record their sincere appreciation for the contribution of Sri B.R.Meena, IAS, as Vice-Chairman and Managing Director during his tenure.

1. Leave of absence:

Leave of absence was granted to Smt.Pushpa Subrahmanyam, IAS, Sri Sunil Sharma, IAS and Sri Muddada Ravichandra, IAS

2. Confirmation of the Minutes of the previous Meeting:

The Minutes of the 193rd Meeting of the Board of Directors of APIIC Limited held on 22-12-2012, as circulated were confirmed.

3. Taking note of Action taken on the Minutes of the 193rd Meeting of the Board of Directors of APIIC:

The Board has taken note of the action taken on the Minutes of the 193rd Meeting of the Board of Directors of APIIC Limited held on 22-12-2013.

4. Papers for perusal:

The Board has taken note of the following G.Os;

- a) G.o.Rt.No.170 dated 09-01-2013 of General Administration (Special. A) Department, regarding transfer of Sri B R Meena, IAS, VC & MD, APIIC.
- b) G.o.Rt.No.41 dated 16-01-2013 of Industries & Commerce (INF) Department, regarding relieve of Sri B R Meena , IAS, VC & MD, APIIC and Sri T Satyanarayana Rao, IAS, MD, APSFC as in charge of VC & MD, APIIC.
- c) G.o.Rt.No.519 dated 02-02-2013 of General Administration (Special. A) Department, regarding appointment of Sri Jayesh Ranjan, IAS, as VC & MD, APIIC.

5. Approval of Annual Accounts for the year 2011-12:

After detailed discussions and seeking various clarifications, the Board has approved the Annual Accounts for the financial year 2011-12 and passed the following resolutions.

“RESOLVED that the Balance Sheet as at 31st March, 2012 and Profit & Loss Account for the year ending 31st March, 2012 of the Company be and hereby approved”.

“RESOLVED THAT Sri Jayesh Ranjan, IAS, VC & MD, Sri K. Pradeep Chandra, IAS, Chairman, and Sri M.Siva S.Reddy, Company Secretary be and hereby authorised to sign the Balance Sheet as at 31st March, 2012 and Profit & Loss Account for the year ending 31st March, 2012 on behalf of the Board of Directors and after receiving the report of the Auditors of the Company, the same may be submitted to the Comptroller and Accountant General of India for supplemental audit”

6. Revised Estimates for the year 2012-13 and Budget Estimates for the year 2013-14:

The Board discussed the proposals as contained in the agenda note and approved the Revised Estimates for the year 2012-13 and Budget Estimates for the year 2013-14 and authorized VC & MD to take necessary action.

7. Constitution of Internal Committee to review existing Staff Regulations governing promotions and sanctioned strength of the Corporation:

After discussions, the Board has approved to constitution of the Internal Committee for reviewing the cadre strength, staffing pattern and promotion policy and authorized the VC&MD to finalise the recommendations of the committee and then forward to the Government for further action.

8. Strengthening of Engineering Wing – Recruitment on Contract Basis for Execution of Engineering Works:

After the discussions, the Board has felt that the decision taken earlier regarding taking additional Engineering staff from Manpower Agency on outsourcing basis holds good and should be tried out before re-examining the issue.

9. Creation of communication and marketing wing in APIIC:

After discussions, the Board has agreed for the proposal of Creation of communication and marketing wing as contained in the agenda and authorized the Vice Chairman and Managing Director to appoint professional agency/Professionals on such terms and conditions as deemed fit, including fixing the remuneration payable to the professionals engaged and other employment conditions and to inform to the Board.

Extension of time for project implementation – One Time Settlement Scheme:

The Board discussed the proposal as contained in the agenda note and was briefed about the status of various land allotment cases wherever show-cause notices/ cancellation notices were issued due to non implementation of the project within the prescribed time frame. During the discussions, the Board has felt that in view of the severe slump in the industrial growth in the State caused by various global and local factors, genuine entrepreneurs should be given opportunity to commence their activities by extending the time as a one last chance, which will result in industrialization and employment generation in the State. After discussions, the following basic guidelines were approved by the Board.

The entrepreneur shall commence the construction activity within six months with all the requisite approvals.

1. The entrepreneur shall be allowed time of one year to three years for implementation of the project, as a last chance, duly condoning the past delays involved, depending on the nature and size of the project.
2. The entrepreneur shall be asked to give specific implementation plan.
3. The entrepreneur shall submit bi-monthly progress report along with photographs of the development made in the direction of project implementation on the allotted land.
4. In case of failure to meet the bi-monthly progress targets for 3 consecutive months, the offer of extension of time shall be cancelled and the allotment stands cancelled.
5. The entrepreneur/allottee shall give a notarized undertaking on Rs.100/- Non-judicial Stamp Paper with the following :
 - a) that allottee will commence the construction activity within six months with requisite approvals and furnish the bi-monthly progress reports along with the photographs
 - b) if allottee fails to meet the bi-monthly progress targets for (3) consecutive months and/or fails to implement the project within the extended time limit granted to him as a last chance, he shall irrevocably undertake to hand over possession of land back to the Corporation without any claim whatsoever against APIIC and that he shall not approach Courts against APIIC in this regard.
 - c) The allottee shall also authorize APIIC to execute and register all the documents that may be essential including cancellation deeds in case of failure to implement the project within the extended time.
6. Vice-Chairman and Managing Director has been authorized to decide the time limits for receiving applications and the quantum of the fee under the scheme.
7. All cases where the resumption of allotted lands has not taken place can be considered and the applications received shall be scrutinized by a 3 member committee consisting of officers from AM wing, Engineering and legal wing in terms of the following classification and the detailed guidelines finalized by the VC&MD and a case by case view will be taken as to which of the case will be given extension.
 - I. The delay period i.e the time from the date of allotment
 - II. Previous extensions already given to the allottee

- III. The reasons submitted by the allottee to explain delay
- IV. The specific implementation plan, the ground factual position and the actual efforts made by the allottee to implement the project in time.
- V. Past track record of the entrepreneur/allottee
- VI. Nature of the project/industry
- VII. Impact of the extension to be granted including the legal effect on the authority/right of the Corporation to cancel and resume lands
- VIII. Size of the plot/ lands.

The Board further authorized the VC & MD to finalize the specific guidelines based on the above norms set by the Board and to do all such acts and deeds as necessary in this regard.

10. Waiver of restoration / delay condonation fee to M/s. Oil & Natural Gas Corporation Limited in IT Park, Nanakramguda:

After discussions, the Board has agreed for waiver of restoration / delay condonation fee as mentioned in the agenda note since it is a nationally important project and delay has taken place because of the reasons beyond their control.

11. Waiver of delay condonation fee to M/s. State Bank of Hyderabad:

After discussions, the Board has agreed for waiver of 50% of the restoration / delay condonation fee as mentioned in the agenda item as State Bank of Hyderabad has proposed to construct a green building with highest platinum rating.

12. Trade Tower & Business District at Manchirevula, Hyderabad:

The Board was briefed about the report given by the Consultant M/s.K.Narsimha Murthy & Co. The Board felt that the report of M/s.K.Narsimha Murthy & Co. has not given any specific observations regarding commercial, financial, real estate and legal aspects of the restructuring proposals as resolved in the previous Board Meetings. After discussions, the Board resolved that a Consultancy Agency having expertise in these matters should be asked to examine the restructuring proposal and give specific remarks with regard to the above aspects and the report of the new consultancy agency be put up in the next Board meeting.

13. M/s. Brandix India Apparel City Private Limited – Visakhapatnam- Extension to the Lease period and conversion of lease hold land to free hold land:

The Board was briefed about the representation made by M/s. Brandix India Apparel City Pvt Ltd. After discussions, the Board resolved as follows;

- a) M/s.Brandix India Apparel City Pvt Ltd will be given right of refusal after the expiry of the lease period for another 25 years period provided they have satisfactorily complied with the terms of conditions of the lease agreement including employment requirements and completing 100% allotment of land. At the time of renewal, the lease terms and conditions including lease rentals /lease rates will be re-calculated afresh.
- b) Based on the Manpower Audit Certificate provided by the NIFT, it is agreed to convert lease hold of land into free hold basis in the same proportion as provided in the land lease agreement for employment contracts.

The Board authorized the VC & MD to do all such acts and deeds in this regard.

14. Establishment of Employment facilitation centers at APSEZ and other Industrial Parks:

After the discussions, it was felt that since an exclusive State Level Society Rajiv Education and Employment Mission in Andhra Pradesh (REEMAP) is mandated to take up employment facilitation, this task may be coordinated by REEMAP instead of APIIC.

15. Establishment of IP/ Industrial Corridors, etc – Acquisition/ Alienation of land – Approval of proposals:

After discussions, the Board accorded its approval for acquisition of the land as mentioned in the agenda note.

16. Construction of APIIC Centre at Masab Tank:

After discussions, the Board directed that detailed discussions may first be conducted with Tourism Dept and the outcome of the discussions be placed in the next Board meeting

17. Waiver of interest on belated payment to M/s Kakatiya Textiles & Weavers Welfare Podupu and Parapathi Paraspara Sahayaka Sahakara Sangam Limited, Madikonda, Warangal District:

After discussions, the Board has agreed for waiver of 50% of the interest on belated payment as mentioned in the agenda item.

18. Power Corridor/Utility Corridors in all IPs/SEZs of APIIC:

The Board discussed the proposal as contained in the agenda note and accorded its approval for insertion of the guidelines issued, vide circular No.CE(Elec.)/APIIC/F-ZAPSEZ:VSP/2007-08 dated 16-05-2011, with regard to Power Corridor/Utility Corridors in all IPs/SEZs of APIIC in the Allotment Regulations 2012 and authorized the VC & MD to do all such acts and deeds as necessary in this regard.

19. Draft Citizen's Charter of APIIC:

After discussions, the Board has approved the revised citizen charter, as placed in the agenda and permitted to implement w.e.f. 1.4.2013.

20. Restoration of Heritage Building - Devidi Nawab Muqarrab Jung Palace as the Office Campus of Commissioner of Industries at Chirag Ali Lane, Abids, Hyderabad – Taking up of work by APIIC with APIIC Funds initially and seek reimbursement of expenditure from Government:

After discussions, the Board ratified the action of Vice Chairman & Managing Director, APIIC in according Administrative Sanction for Rs.3.50 Crores, utilizing the funds of APIIC initially, for the restoration of Heritage building ie., present Office Campus of Commissioner of Industries at Chirag Ali Lane, Abids, Hyderabad and directed to seek reimbursement from Government.

21. Disposal of four (4) old cars and Purchase of New Vehicles:

After discussions, the board has accorded its approval to submit proposals to Govt. to dispose off four vehicles by auction and purchase of three Scorpio Type vehicles in place of disposed off old vehicles.

With regard to purchase of 15 new Bolero SLX vehicles for the Zonal Managers, the Board approved the purchase of the vehicles for implementation and monitoring of projects being implemented in the Zones. The cost and maintenance of the vehicles will be charged to the works and projects. The Board further resolved that no new drivers shall be taken on the rolls of the corporation.

22. APIIC – Acquisition /alienation of land for APSEZ expansion in Achuthapuram & Rambilli Mandals of Visakhapatnam District – R & R – Additional benefits under R & R -Approval of the Board:

The Board has examined this issue in detail. After discussions, the Board accorded its approval for payment of appropriate additional compensation in lieu of developed plots in consultation with the District Collector, Visakhapatnam and authorized the VC & MD to do all such acts and deeds as necessary to give effect to the resolution.

23. Approval for attending shareholders meetings of investment companies of APIIC during the period 01.04.2013 to 31.03.2014:

After the discussions, the Board approved the following Resolution:

“RESOLVED THAT Vice-Chairman & Managing Director or Executive Directors / Company Secretary as decided by the VC&MD, be and are hereby authorized, pursuant to the provisions of Section 187 of the Companies Act, 1956, to attend and vote at all shareholders meetings of the bodies corporate of which APIIC is a member or at any adjournments thereof as an authorized representative of APIIC Ltd., such authority to include signing of letters of consent pursuant to the provisions of Section 171 and 219 of the Act during the period from 01.04.2013 to 31.03.2014.”

“RESOLVED FURTHER THAT a certified copy of this resolution be forwarded to each body corporate of which APIIC is a member.”

24. Approval for making application for IEC (Importer Exporter Code):

After the discussions, the Board approved the following Resolution:

“**RESOLVED THAT** the consent of the Board of Directors of the Company is hereby accorded to make an application to the concerned authority for obtaining Importer Exporter Code (IEC) on behalf of the Company.”

“**RESOLVED FURTHER THAT** Sri M.Siva S.Reddy, Company Secretary is authorized to sign necessary application, provide various documents and give clarifications and to appear before or liaise with the Jt.DGFT / Development Commissioner, SEZs to give effect to the above resolution.”

**25. Orders of the Secretary to Government, IT &C Dept., AP –
On Sub-leasing the excess office space available to other
IT/IES companies at Madhurawada, Visakhapatnam:**

The Board examined this issue and resolved to charge lease premium whenever allottees are sub-leasing their extra spaces to third parties, after fulfilling all the obligations in the MoUs, in proportion of the built-up space leased to third parties vis-a-vis the built-up space being utilized by the original allottee for their own purpose and authorized the VC & MD to finalize the guidelines in this regard.

**26. Payment of Special incentive to employees of
Corporation for the Financial Year 2011-12:**

The Board discussed the proposal as contained in the agenda note and approved the payment of Incentive of one month Basic pay plus DA to all the employees, including contract and out-source employees for the financial year 2011-12, as implemented in the past.

Vote of Thanks:

There being no other business to be transacted, the meeting concluded with a vote of thanks to the Chair.

**Sd/-
K.PRADEEP CHANDRA, IAS
Chairman of the Meeting**

Place: Hyderabad
Date : 25-03-2013.

CONFIDENTIAL

MINUTES OF THE 195th MEETING OF THE BOARD OF DIRECTORS OF ANDHRA PRADESH INDUSTRIAL INFRASTRUCTURE CORPORATION LIMITED HELD ON FRIDAY, THE 21st JUNE, 2013 AT 11:00 A.M. AT THE REGISTERED OFFICE OF THE COMPANY, HYDERABAD.

PRESENT:

The following Directors were present at the meeting:

- 1) Sri K.Pradeep Chandra, IAS**
Prl. Secretary to Govt. & CIP,
Industries and Commerce Dept.
- 2) Sri Jayesh Ranjan, IAS**
Vice-Chairman & Managing Director
APIIC Ltd
- 3) Sri T.Satyanarayana Rao, IAS**
Managing Director,
A.P. State Finance Corporation
- 4) Dr. Rajat Kumar, IAS**
Commissioner of Industries

IN ATTENDANCE:

- 1. Dr. C. Sreedhar** : Executive Director(S), APIIC
- 2. Sri R.Dharma Reddy** : Executive Director(D), APIIC
- 3. Sri M.Siva S. Reddy** : Company Secretary

At the request of Sri Jayesh Ranjan, IAS, VC & MD and other Directors present, Sri K.Pradeep Chandra, IAS, Principal Secretary to Government & CIP, Industries and Commerce Department occupied the Chair of the Chairman and proceeded to take up the business.

1. Leave of absence:

Leave of absence was granted to Sri Smt.Pushpa Subrahmanyam, IAS, Sri Sanjay Kumar, IAS, and Sri Rajiv Ranjan Mishra, IAS.

2. Confirmation of the Minutes of the previous Meeting:

The Minutes of the 194th Meeting of the Board of Directors of APIIC Limited held on 22.03.2012, as circulated were confirmed.

3. Taking note of Action taken on the Minutes of the 193rd Meeting of the Board of Directors of APIIC:

The Board has taken note of the action taken on the Minutes of the 194th Meeting of the Board of Directors of APIIC Limited held on 22.03.2013.

Constitution of Audit Committee

During the discussions, the Board felt that as part of Corporate Governance, Company shall have an Audit Committee and all the matters relating to the Annual Accounts shall be placed before the committee. Accordingly, the following resolution was passed.

“RESOLVED THAT the consent of the Board be and is hereby accorded to constitute an audit committee with the following members of the Board.

- a) Smt. Pushpa Subrahmanyam, IAS
Principal Secretary to Govt.
Finance (IF) Department
- b) Sri Dr.Rajat Kumar, IAS,
Commissioner of Industries.
- c) Sri Sanjay Kumar, IAS,
Member Secretary, APPCB.

The members of the Audit Committee shall elect the Chairman from amongst themselves. The quorum of the meeting is two members.

4. Papers for perusal:

Appointment of Statutory Auditors for the financial year 2012-13.

The Board has taken note of appointment of M/s. Laxminivas Neeth & Co as Statutory Auditors of the Company for the financial year 2012-13 with a remuneration of Rs. 1.50,000/-.

5. Re-constitution of the Board of Directors of APIIC Limited:

The Board has taken note of G.O.Rt.No.255 dated 20.04.2013 regarding Re-constitution of the Board of Directors of APIIC Limited with effect from 20-04-2013 to 19-04-2015.

6. To take notice of disclosure of interest by Directors Under Section 299 (3) of the Companies Act, 1956:

The Board has taken note of the Disclosure of interest in Form No.24-AA for the financial year 2013-14 pursuant to Section 299(3) of the Companies Act, 1956 given by the Directors a) Sri K.Pradeep Chandra, IAS b) Sri Rajiv Ranjan Mishra, IAS c) Smt. Pushpa Subrahmanyam, IAS d) Dr. Rajat Kumar, IAS e) Sri T.Satyanarayana Rao, IAS e) Sri Jayesh Ranjan, IAS and f) Sri Sanjay Kumar, IAS.

7. Transfer of Equity Shares as per Government Order:

The Board discussed the proposals as contained in the agenda note and approved the transfer of one equity share of Rs.1000/- in favour of Smt.K.V.Lalitha, Assistant Secretary to Government, Industries and Commerce Department, as a Shareholder of APIIC Limited in place of Sri V.Pochaiah (Retired), vide G.O.Rt. No.264 dated 22-04-2013 of Industries and Commerce (INF) Department.

The company Secretary was authorized to make necessary endorsement required to affect the above transfer in the Share Certificate and relevant registers of the Company.

8. Allotment of plots/land to the SC and ST Entrepreneurs on lease basis – Modification of guidelines:

After the discussions, the Board approved the following;

- a) Pavala Vaddi Scheme for SC and ST Entrepreneurs to be implemented by APIIC and proposal shall be sent to the Government for seeking reimbursement from the Sub-Plan Funds.
- b) Extension of time for reservation of plots from 3 years to 5 years.

Further, during the discussions, It has been brought to Board's notice that SC/ ST entrepreneurs who are availing benefits under G.O. 102 and G.O.32 are finding it difficult to avail the loans from financial institutions, as they do not have mortgage title for the plot allotted. The Board has advised to constitute a committee consisting of representatives from APSFC, APIIC, SLBC and DICCI for examination of this issue.

9. Extending benefits to Micro and Small Scale industrial Units as extended to SC/ST entrepreneurs:

After discussions, the board advised the APIIC to:

- a) Assess the demand of micro entrepreneurs who are located in the residential areas for moving into Industrial Estates
- b) Study the practices followed in other States regarding micro units
- c) Develop built up space for micro units if there is a demand to shift to the Industrial Estates

10. Providing Special Incentive to Entrepreneurs with disabilities on par with SC/ST entrepreneurs:

After the discussions, the board accorded its approval to provide special incentive to the entrepreneurs with disabilities on par with SC/ST entrepreneurs after consultation with WDCW & DW Department.

11. Development of Women Indl.Park in each District – ALEAP/COWE in Collaboration with APIIC to promote Women entrepreneurship in the State:

After discussions, the Board accorded its approval to Collaborate/Partner with M/s. ALEAP and M/s COWE for the services as mentioned in the agenda note to develop Women Entrepreneurs Industrial Park at Jadcherla, Kadapa and Visakhapatnam and authorized the VC & MD to finalize the terms and conditions of agreement including management fee to be paid to the M/s. ALEAP and M/s COWE.

Further, the Board directed to develop all Women Industrial Parks as green parks and tap funding support available from KFW, a funding agency working in Association with GIZ.

12. Approval for Acquisition of Patta lands/Alienation of Govt., / DKT land:

a) Proposals for acquisition of Patta land and alienation of Govt., /DKT land to be filed with the District Collector, Chittoor:

After discussions, the board approved the proposal for acquisition of patta land at Mallavaripalem Village land and alienation of Govt.DKT land at Chilamathur village as mentioned in the agenda note.

b) Establishment of IPs / Industrial Corridors etc., - Acquisition / alienation of land – Approval of Proposals:

After discussions, the board approved the proposal for acquisition of patta and alienation of Govt./DKT land at the following places as mentioned in the agenda note.

Sl. No.	Name of the Zone	District/Mandal/ Village	Details of land proposed for acquisition/ alienation in Acs.		
			Patta	Govt., land	
				Un- Assigned	Assigned
1	2	3	4	5	6
1	Kurnool	Chamaluru(V), Narpala (M) & Chekrayapeta (V), Singanamala (M), Ananthapur Dist	393.56	9.72	359.7
2	Kurnool	Orvakal (V)&(M)	19.24	356.46	552.02
3	Jeedimetla	Duddeda (V), Kondapak (M), Medak Dist.	15.525	0	0
4	Jeedimetla	Karkapatla (V), Mulugu (M), Medak Dist	3.63	0	0
5	Shamshabad	Ibrahimpattanam Khalsa (V), Ibrahimpattanam(M), R.R. Dist	26.2	0	0
6	Patancheru	Isnapur (V), Patancheru (M), Medak Dist	127.475	0	0
7	Vizag- Regular	Nadupuru (V), Pedagantyada(M), Visakhapatnam Dist.	0	206.66	0
8	Vizag- Regular	Rachapalli (V), Makavaripalem(M), Visakhapatnam Dist	0.97	0	0
		Total	586.6	572.84	911.72

**c) Establishment of IP / Industrial Corridors etc., -
Acquisition / alienation of land – Ratification orders:**

After discussions, the board has ratified the alienation proposals filed with the district Collector, Nellore for establishment of industrial corridor as mentioned in the agenda note.

13. Withdrawal proposals for requisition filed for alienation of Acs.1200.00 in Poletitippa (V), Machilipatnam (M) and surrendering back to the Revenue Department:

The Board has approved the withdrawal of requisition of 1200 acres of land in Poletitippa Village, Machilipatnam Mandal, as mentioned in the agenda note.

14. Withdrawal of Land Acquisition Proceedings in Cheepurupalli (East & West) Villages of Parawada Mandal, Visakhapatnam District;

After discussions, the Board directed to furnish the information of present basic value, market value and demand for industrial activities in that area etc., to the Government.

15. Exchange of Acs.0.92 cts of APIIC land in F-block layout in Tunglam Village of Gajuwaka Mandal, Visakhapatnam District:

After discussions, the Board agreed for the proposal of exchange of 0.92 cts of land covered by Plot No.44 & 45 in F-Block in lieu of equal extent of land in Sy.No.70/1B@/E belong to Smt.M.Shantha Lakshmi as mentioned in the agenda note.

16. Handing over Acs.0.26 Cts. Of APIIC land in Sy.No.119(P) in Vadlapudi Village of Gajuwaka Mandal, Visakhapatnam District to SGDC(LP) & Spl. Officer (R&R), Gangavaram Port:

After discussions, the Board gave its approval for handing over of Acs.0.26 of land in Sy.No.119(P) in Vadlapudi village of Gajuwaka Mandal to SGDC(LP) & Special Officer (R&R), Gangavaram Port for construction of 9 Goddess temple for PDFs of Gangavaram Port.

Further, the board directed to take necessary steps immediately for allotment of remaining bits of lands for appropriate purpose.

17. Request of companies/industries for acquisition of land – Filing of requisition for acquisition of patta land and alienation of Govt. land under new allotment policy by APIIC – LA for others Policy:

After discussions, the Board approved, in principle, the guidelines for the New Policy of “LA for others” and directed to develop Check-list for the applicants indicating the parameters of evaluation, before commencing the LA.

18. Implementation of R & R for the Projects for which APIIC procure land:

After the discussions, the Board advised that APIIC should seek clarification regarding the applicability of G.O.Ms.No.68 related to R & R policy as some of the provisions of the G.O. are not relevant for industrial land acquisition.

19. Sanction of 4 Special LA Units for land acquisition for National Investment Manufacturing Zone (NIMZ):

After discussions, the Board accorded its approval for establishment of four Special LA Units for NIMZs Land Acquisition and authorized the VC & MD to decide the manpower requirements and send proposals to Revenue Department accordingly.

20. Allotment of land to APTRANSCO for establishment of Sub-Station at Cost of acquisition – Modification of allotment regulations:

The Board discussed the proposal and decided to approve the revised procedure of allotment of land to APTRANSCO/DISCOMs.

21. IP Madikonda – M/s. Sri Kanaka Durga Industries, Plot No.177 request for waiver / refund of interest already paid:

After discussions, the Board resolved that subsidy component can be considered as per New Industrial Policy 2010-2015, as final allotment letter was given in 2013 and proposals shall be sent to Government accordingly.

- 22. Health City, Visakhapatnam - M/s. Apollo Hospitals - Waiver of interest on land cost for a period of Court Stay orders i.e. for (263) days):**

After discussions, the Board resolved that proposal be sent to the Government for consideration.

- 23. Industrial Park, Thammavaram - M/s. Aishwaraya Infrastructure & Services - To consider effective possession date as 1.4.2009 instead of physical possession date 28.3.2008 - for calculation of delays & penalties:**

After discussions, the Board has agreed for reckoning the project implementation period from 01-04-2009 as mentioned in the agenda note for the purpose calculation of penalty/delay condonation.

- 24. APSEZ, Visakhapatnam - M/s Vasanth Chemicals Private Limited - Waiver of annual lease rentals for the period between November, 2010 and March, 2012:**

After discussions, the Board has agreed for the proposal of waiver Rs. 4, 01, 303/- as mentioned in the agenda note.

- 25. Development of IT/ITES SEZ at Keesarapally village, Vijayawada - Approval for waiver of conditions for execution of sale deed:**

After discussions, the Board approved the proposal of Waiver of development of balance 42000 SFT built up area, since this construction could not be taken up because of objection from Airport Authorities.

Further resolved that the proposal of execution of sale deed be placed before the next Board meeting clearly explaining the conditions of letter of approval and development agreement etc.

- 26. M/s. L&T Infocity Limited - Request for allotment of land near Urdu University for development of Residential Project:**

After discussions, the Board resolved that bids shall be called for the land and First right of refusal be given to the L & T Info city Ltd, if it

matches the highest price bid, as L & T Infocity Ltd. is Joint Venture Company of APIIC.

27. Revision of Concession Agreement – State Support Incentives to RPCIL – Additional land request by RPCIL at JNPC, Visakhapatnam:

After discussions, the Board resolved as follows;

- a) To work out the revisions and modifications required in the Concession Agreement and submit the same to the Government for its approval.
- b) To furnish details of State support scheme as per Concession Agreements to Commissioner of Industries for consideration.
- c) Not to consider the proposal of additional land allotment at present as sufficient lands are still available for allotment.

28. Engagement of consultants for PPP projects, Architects, structural consultants, Interior consultants, and financial analysts:

After discussions, the Board accorded its approval for engaging panel of consultants of Architects, structural consultants, Interior consultants, and financial analysts for PPP Projects and authorized the VC&MD to do all such acts and deeds to give effect to this resolution.

29. Status note on the activities of APGIC & APGDC:

The Board was briefed about the Andhra Pradesh Gas Infrastructure Corporation Limited and Andhra Pradesh Gas Distribution Corporation Limited and noted the same.

30. Cancellation of the project and termination of the agreements entered into between APIIC and RAK Investment Authority:

The Board was briefed about the Hyderabad Economic Project, termination of the agreements and opinion of the Attorney General and noted the same.

31. Relaxation of maximum age limit for appointment on Compassionate Grounds:

After discussions, the Board directed to seek clarifications from Department of Women and Child Welfare whether G.O.Ms.No.22 dt.25.5.2011 is applicable for compassionate appointment cases also or not.

32. Promotion to the posts of Chief Engineers:

After the discussions, the Board advised to refer the matter to the DPC of the Corporation for its examination.

33. Amendment to APIIC Staff Regulations:

After discussions, the Board has approved the amendments to APIIC Staff Regulations with regard to direct recruitment/promotion to the post of Assistant with a modification of Government recognition to the course in Diploma in Computers” instead of “institution”. The Board approved the following resolution:

a) For direct recruitment to the post of Assistant:

“Minimum graduation from any recognized university or its equivalent qualification with “Diploma Course in Computers” which is recognized by the Government”. If Computers is a subject in graduation, qualification in Diploma is not required.

b) For promotion to the post of Assistant:

“Minimum three (3) years experience as Jr. Assistant, with a pass in intermediate and above, with “Diploma course in Computers” which is recognized by the Government”. If computers is a subject in Graduation/Intermediate, Diploma qualification is not required”.

Provided those Jr. Assistants who are already in service prior to 29.10.1987, shall be eligible for appointment to the post of Assistant by promotion, if they passed SSC or equivalent examination with 5 years of experience in the Jr. Assistant cadre. However, for promotion to the next higher cadre i.e. Sr. Assistant, they have to acquire minimum Degree qualification.

34. Information on Foreign visits:

Noted.

35. Approval for incorporation of Project Specific Special Purpose Vehicles (SPVs) for Electronic Hardware Manufacturing Clusters (EHMCs) as per the EMC Guidelines issued by DeitY, MoC&IT, GoI:

The Board was briefed about the EHMCs and applications filed by the APIIC. It was further informed to the board that Project Specific Special Purpose Vehicles (SPVs) would be incorporation only after the approval of the project by the DeitY, MoC&IT, GoI. Thereafter, the Board passed the following resolutions;

A) Electronic City (E-City) at FAB City, Hyderabad

“RESOLVED THAT pursuant to the provisions of Sections 292 and other applicable provisions of the Companies Act, 1956, consent of the Board be and is hereby accorded for the formation of a 100% subsidiary company in the name and style of APIIC Electronic City Private Limited or such other name as may be made available by the Registrar of Companies, Andhra Pradesh for carrying out the activities of development of Electronics Hardware Manufacturing Sector park as per the guidelines of GoI.”

“RESOLVED FURTHER THAT the said new company initially upon incorporation shall have authorised share capital of Rs.1,00,000/- (Rupees one Lakh rupees Only) comprising of 10,000 (Ten Thousand equity shares Only) Equity Shares of Rs.10/- (Rupees Ten Only) and paid up share capital of Rs1,00,000/- (Rupees one Lakh rupees Only) comprising of comprising of 10,000 (Ten Thousand equity shares Only) Equity Shares of Rs.10/- (Rupees Ten Only Equity Shares of Rs.10/- (Rupees Ten Only).”

“RESOLVED FURTHER THAT Sri Jayesh Ranjan, IAS, Vice Chairman & Managing Director of the Company be and is hereby authorised to subscribe on behalf of the Company an amount of Rs.99,000/-- (Rupees ninety nine thousands only) comprising of 9900 (nine thousand nine hundred only) Equity Shares of Rs.10/- (Rupees Ten Only) in the proposed Company and to execute, sign Memorandum and Articles of Association representing on behalf of the Company and do all such other acts, deeds matters and things as may be considered expedient and necessary to give effect to the above said resolution.”

“RESOLVED FURTHER THAT Sri Jayesh Ranjan, IAS, Vice Chairman & Managing Director of the Company be and is hereby authorised to subscribe an amount of Rs.10/- (Rupees Ten Only) comprising of 1 (One Only) equity share of Rs.10/- (Rupees Ten Only) in the proposed Company as ostensible owner and the beneficial interest in the said shares lies in favour of Andhra Pradesh Industrial Infrastructure Corporation Limited.”

“RESOLVED FURTHER THAT Sri Jayesh Ranjan, IAS, Vice Chairman & Managing Director of the Company be and is hereby authorised to apply for name availability with the Registrar of Companies, Andhra Pradesh; give power of attorney to a consultant for the purposes of incorporation of the new company and do all such other things, deeds as may be necessary to give effect to the above resolution.”

B) EHMC Maheshwaram, Hyderabad

“RESOLVED THAT pursuant to the provisions of Sections 292 and other applicable provisions of the Companies Act, 1956, consent of the Board be and is hereby accorded for the formation of a 100% subsidiary company in the name and style of APIIC Maheshwaram EMC Private Limited or such other name as may be made available by the Registrar of Companies, Andhra Pradesh for carrying out the activities of development of Electronics Hardware Manufacturing Sector park as per the guidelines of GoI .”

“RESOLVED FURTHER THAT the said new company initially upon incorporation shall have authorised share capital of Rs.1,00,000/- (Rupees one Lakh rupees Only) comprising of 10,000 (Ten Thousand equity shares Only) Equity Shares of Rs.10/- (Rupees Ten Only) and paid up share capital of Rs1,00,000/- (Rupees one Lakh rupees Only) comprising of comprising of 10,000 (Ten Thousand equity shares Only) Equity Shares of Rs.10/- (Rupees Ten Only Equity Shares of Rs.10/- (Rupees Ten Only).”

“RESOLVED FURTHER THAT Sri Jayesh Ranjan, IAS, Vice Chairman & Managing Director of the Company be and is hereby authorised to subscribe on behalf of the Company an amount of Rs.99,000/-- (Rupees ninety nine thousands only) comprising of 9900 (nine thousand nine hundred only) Equity Shares of Rs.10/- (Rupees Ten Only) in the proposed Company and to execute, sign Memorandum and Articles of Association representing on behalf of the Company and do all such other acts, deeds matters and things as may be considered expedient and necessary to give effect to the above said resolution.”

“RESOLVED FURTHER THAT Sri Jayesh Ranjan, IAS, Vice Chairman & Managing Director of the Company be and is hereby authorised to subscribe an amount of Rs.10/- (Rupees Ten Only) comprising of 1 (One Only) equity share of Rs.10/- (Rupees Ten Only) in the proposed Company as ostensible owner and the beneficial interest in the said shares lies in favour of Andhra Pradesh Industrial Infrastructure Corporation Limited.”

“RESOLVED FURTHER THAT Sri Jayesh Ranjan, IAS, Vice Chairman & Managing Director of the Company be and is hereby authorised to apply for name availability with the Registrar of Companies, Andhra Pradesh; give power of attorney to a consultant for the purposes of incorporation of the new company and do all such other things, deeds as may be necessary to give effect to the above resolution.”

C) At EHMC at Parawada, Visakhapatnam

“RESOLVED THAT pursuant to the provisions of Sections 292 and other applicable provisions of the Companies Act, 1956, consent of the Board be and is hereby accorded for the formation of a 100% subsidiary company in the name and style of APIIC Parawada EMC Private Limited or such other name as may be made available by the Registrar of Companies, Andhra Pradesh for carrying out the activities of development of of Electronics Hardware Manufacturing Sector park as per the guidelines of GoI .”

“RESOLVED FURTHER THAT the said new company initially upon incorporation shall have authorised share capital of Rs.1,00,000/- (Rupees one Lakh rupees Only) comprising of 10,000 (Ten Thousand equity shares Only) Equity Shares of Rs.10/- (Rupees Ten Only) and paid up share capital of Rs1,00,000/- (Rupees one Lakh rupees Only) comprising of comprising of 10,000 (Ten Thousand equity shares Only) Equity Shares of Rs.10/- (Rupees Ten Only Equity Shares of Rs.10/- (Rupees Ten Only).”

“RESOLVED FURTHER THAT Sri Jayesh Ranjan, IAS, Vice Chairman & Managing Director of the Company be and is hereby authorised to subscribe on behalf of the Company an amount of Rs.99,000/-- (Rupees ninety nine thousands only) comprising of 9900 (nine thousand nine hundred only) Equity Shares of Rs.10/- (Rupees Ten Only) in the proposed Company and to execute, sign Memorandum and Articles of Association representing on behalf of the Company and do all such other acts, deeds matters and things as may be considered expedient and necessary to give effect to the above said resolution.”

“RESOLVED FURTHER THAT Sri Jayesh Ranjan, IAS, Vice Chairman & Managing Director of the Company be and is hereby authorised to subscribe an amount of Rs.10/- (Rupees Ten Only) comprising of 1 (One Only) equity share of Rs.10/- (Rupees Ten Only) in the proposed Company as ostensible owner and the beneficial interest in the said shares lies in favour of Andhra Pradesh Industrial Infrastructure Corporation Limited.”

“RESOLVED FURTHER THAT Sri Jayesh Ranjan, IAS, Vice Chairman & Managing Director of the Company be and is hereby authorised to apply for name availability with the Registrar of Companies, Andhra Pradesh; give power of attorney to a consultant for the purposes of incorporation of the new company and do all such other things, deeds as may be necessary to give effect to the above resolution.”

36. Reimbursement of Medical expenses as a Special sanction to Sri Ibrahim Khan, DGM (Lands), Head Office:

The Board discussed the proposal as contained in the agenda note and approved the reimbursement of medical expenses for an amount of Rs.1,87,696/- to Sri Ibrahim Khan, Dy.General Manager (Lands), Head Office, as a special case.

37. Sanction of Dearness Allowance to Corporation employees on par with Government Employees:

The Board has taken note of the implementation of G.O.Ms.No.136 of Finance (PC.I) Department dated 11-06-2013, sanctioning the revised Dearness Allowance to the Employees of the Corporation including employees on deputation working in the Corporation, as indicated in the agenda note.

Vote of Thanks:

There being no other business to be transacted, the meeting concluded with a vote of thanks to the Chair.

Sd/-
K.PRADEEP CHANDRA, IAS
Chairman of the Meeting

Place: Hyderabad
Date : 29-06-2013.

CONFIDENTIAL

MINUTES OF THE 196th MEETING OF THE BOARD OF DIRECTORS OF ANDHRA PRADESH INDUSTRIAL INFRASTRUCTURE CORPORATION LIMITED HELD ON FRIDAY, THE 27th SEPTEMBER, 2013 AT 11:30 A.M. AT THE REGISTERED OFFICE OF THE COMPANY, HYDERABAD.

PRESENT:

The following Directors were present at the meeting:

- 1) Sri K.Pradeep Chandra, IAS**
Prl. Secretary to Govt. & CIP,
Industries and Commerce Dept.
- 2) Sri Jayesh Ranjan, IAS**
Vice-Chairman & Managing Director
APIIC Ltd
- 3) Dr. Rajat Kumar, IAS**
Commissioner of Industries
- 4) Sri Sanjay Kumar, IAS**
Member Secretary
A.P.Pollution Control Board.

IN ATTENDANCE:

- 1. Sri Rahul Bojja, IAS** : Executive Director(R), APIIC
- 2. Sri K.Dharma Reddy** : Executive Director(D), APIIC
- 3. Sri M.Siva S. Reddy** : Company Secretary

At the request of Sri Jayesh Ranjan, IAS, VC & MD and other Directors present, Sri K.Pradeep Chandra, IAS, Principal Secretary to Government & CIP, Industries and Commerce Department occupied the Chair of the Chairman and proceeded to take up the business.

1. Leave of absence:

Leave of absence was granted to Smt. Pushpa Subrahmanyam, IAS and Sri T.Satyanarayana Rao, IAS.

2. Confirmation of the Minutes of the previous Meeting:

The Minutes of the 195th Meeting of the Board of Directors of APIIC Limited held on 21.06.2013, as circulated were confirmed.

3. Taking note of Action taken on the Minutes of the 195th Meeting of the Board of Directors of APIIC:

The Board has taken note of the action taken on the Minutes of the 195th Meeting of the Board of Directors of APIIC Limited held on 21.06.2013 and while taking note of ATR the board passed the following

- i. While taking note of the action taken report on Agenda Item No.8, "Allotment of plots/land to the SC and ST Entrepreneurs on lease basis – Modification of guidelines" the Board advised that instead of seeking reimbursement from Government for the subsidy portion given to SC/ST entrepreneurs, APIIC can implement the entire incentive scheme presently handled by Commissioner of Industries which includes incentives not only for plant and machinery, but also for land cost, as the APIIC monitors the project implementation and eligibility for incentive is applicable only after commencement of production by the unit.
- ii. While taking note of the action taken report on Agenda Item No. 21 "IP, Manikonda – M/s. Sri Kanaka Durga Industries, Plot No.177, request for waiver/refund at interest already paid": the Board accorded its approval to allow further rebate of Rs. 1,69,256/- on the letter of the Government, vide letter dated 27.08.2013, as the guidelines for incentive to SC/ST entrepreneurs have been revised subsequent to the original allotment.

4. Papers for perusal:

The Board has taken note of the appointment of Sri Rahul Bojja, IAS appointed as Executive Director, APIIC, vide G.O.Rt.No.523 dated 30.08.2013 of Industries and Commerce (INF) Department and G.O.Rt.No.3891 dated 30.08.2013 of General Administration (Special. A) Department.

5. To take note of Circular Resolutions:

The Board has taken note of the following Resolutions approved by the Circulation U/s 289 of the Companies Act, 1956, as mentioned in the agenda.

a) Consideration of the Report of the Statutory Auditors & comments of the Comptroller & Auditor General of India (C&AG) on the accounts of the Corporation for the year ended 31-03-2012 and approval of replies of the Management:

After discussions, the following resolution was passed.

“RESOLVED THAT the Board has taken note of the Audit report of the statutory auditors M/s D.V. Ramana Rao & Co., and the final comments of the O/o C & AG and shall be laid before the share holders of the company”.

b) Approval of Directors’ Report for the year 2011-12:

After discussions, the following resolution was passed.

“RESOLVED that Directors’ Report for the year ended 31st March, 2012 along with the replies to the comments of the Statutory Auditors (Annexure-A) and the comments of the Comptroller and Auditor General of India (Annexure-B) be and is hereby approved and the same be signed by Sri K. Pradeep Chandra, IAS, Director, Sri Jayesh Ranjan, IAS, VC & MD and Sri M.Siva S.Reddy, Company Secretary for and on behalf of the Board of APIIC”.

c) Approval for fixation of date and time for convening the Adjourned 39th Annual General Meeting of the Company for the financial year 2011-12 by shorter notice and notice of Adjourned 39th AGM:

After discussions, the following resolution was passed.

“RESOLVED that the Adjourned 39th Annual General Meeting of the company will be convened on 27-08-2013 at 3-00 p.m. at the Registered Office of the Company and approved the agenda as placed before the board”

“FURTHER RESOLVED that Sri M. Siva S. Reddy, Company Secretary be and is hereby authorised to sign and issue the notices on behalf of the Board”.

d) Convening of the 40th Annual General Meeting of the Company for the financial year 2012-13 and notice of AGM:

After discussions, the following resolution was passed.

“RESOLVED that the 40th Annual General Meeting of the Company will be convened on 23-09-2013 at 3-00 p.m. at the Registered Office of the Company and approved the agenda as placed before the board”

“FURTHER RESOLVED that Sri M. Siva S. Reddy, Company Secretary be and is hereby authorised to sign and issue the notices on behalf of the Board”.

The Board, while taking note of above resolutions, directed that finalization of accounts for the financial year 2012-13 should be expedited and suggestions of the audit committee shall be compiled with. It is further resolved that the accounts should be placed before the audit committee before placing in APIIC Board Meeting.

6. Deposit of amounts required for payment of land compensation in acquisition cases and ex-gratia amount in resumption of assigned lands with District Collectors/LAOs concerned – Proposal to deposit the amounts in Joint Accounts:

After discussions, keeping in view of the system followed in the land acquisition for NHAI, the Board resolved that the amounts deposited by APIIC for land acquisition shall be maintained in one Joint Savings Bank account in a Schedule Bank with Joint Signature of Zonal Manager, APIIC and other co-signatory as decided by the District Collector concerned.

7. Reorganization of Zones:

After discussions, the Board approved the merger of Moula Ali Zone with Shamshabad zone and ratified the merging of West Godavari District to Kakinada zone from Vijayawada zone with effect from 06.08.2013.

8. Revision in fixation of cost of Undeveloped Land, Revision of Administrative Charges in Land Acquisition Cost and Creation of Infrastructure development Fund:

After discussions, the Board resolved as following;

- i) Regarding price fixation of UDL lands, it is directed that 10% of the lands be set aside for the purpose of open spaces, while collecting the payment for the entire extent.
- ii) Further, the enhancement proposed in administrative charges and processing fee can be re-examined by APIIC at an appropriate time.
- iii) For redevelopment of infrastructure in old Industrial Parks, APIIC should explore the funding from the Government like IIDF.

9. Hyderabad Convention Visitors Bureau (HCVB) – Request for Associate Membership in HCVB:

After discussions, the Board accorded its approval to take Associate Membership in Hyderabad Convention Visitors Bureau.

10. Water Allocation for M/s.GMR Urban Infrastructure, Kakinada SEZ Pvt. Ltd from Samalkot Canal:

After discussions, the Board approved the proposal of allocation of 5.00 MGD of water to M/s. Kakinada SEZ Private Limited from the balance quantity of 16.59 MGD available with APIIC, subject to actual development and locating of industrial units in the SEZ.

11. Development of GAME City (Gaming, Animation, Media and entertainment) & GAME Tower at Hyderabad Knowledge City, Raidurg, RR District:

The Board was briefed about the Game City & Game Tower Project. Thereafter, the Board accorded in principle approval for the project to be taken up by APIIC.

12. Suspension Bridge Project for improvement of connectivity to Hi-Tech City, Financial District, Gachibowli and surrounding areas:

The Board was briefed about the suspension bridge project. After discussions, the Board accorded its in principle approval to take a Suspension Bridge for improvement of connectivity to Hitech City, Financial District, Gachibowli and surrounding area along with GHMC by utilizing IALA funds.

13. Status note progress on completion of construction of the building of APIIC Centre, Masab Tank, Hyderabad:

After discussions, the Board directed to complete the construction of APIIC Centre Building in Masabtank by first taking up the office portion and leasing them out on commercial rates. The theatre portion can be taken up subsequently.

14. Status note on the activities of Fab City SEZ (Fab City SPV (India) Private Limited):

Noted.

15. Equity participation of APIIC in various JV companies – Option for disinvestment of equity - Status of Project Companies:

The Board was briefed about the various Joint Venture Companies of APIIC as mentioned in the agenda. After the discussions, the board accorded its approval to engage the services of a firm of Chartered Accountants for valuation of APIIC Equity in JVC along with conducting performance audit in all JVC where APIIC has equity.

16. Proposals for acquisition of Patta land and alienation of Govt., / DKT land for NIMZs to be filed with the District Collectors:

The Board was briefed about the latest development of the NIMZs project. After discussion, the board approved proposal of acquisition of the lands for the NIMZs as mentioned below and indicated in the agenda.

1. NIMZ at Medak District

Classification of the land	Extent in Acs, Gts.	Percentage
Govt. land	817.10	6.50
Assigned Land	3045.00	24.10
Patta Land	8773.04	69.40
Total	----- 12,635.14 -----	

2. NIMZ at Chittoor District

Classification of the Land	Area in ACs. Cents.	Percentage
Patta land(Settlement)	4714.57	36.71
DKT Lands	3296.20	25.66
Dotted DKT lands	3329.62	25.92
Govt. Lands	1503.96	11.71

17. Proposals for acquisition of Patta land and alienation of Govt., /DKT land to be filed with the District Collector, for establishment of Industrial Parks:

After discussions, the board the approved proposal for acquisition of Patta land and alienation of Govt., /DKT land to be filed with the District Collector, for establishment of Industrial Parks, as indicated below.

S. No.	District/Mandal/ Village	Total Extent
1	Stambampalli(V) Dharampuri (M), Karimnagar District.	250
2	Pothepalli (V), Machilipatnam (M), Krishna District.	1.19
3	Kothapatnam Village, Kota (M), SPSR Nellore District.	7.9
4	Mucherla (V), Kandukuru (M), RR District	250.00
5	Gomaram Village, Shivampet Mandal, Medak District.	397.00

18 Establishment of IPs / Auto Nagars - Acquisition / Alienation of land – Ratification orders:

The Board ratified the acquisition /alienation of lands, as mentioned below.

Sl. No.	District/Mandal/ Village	Total Extent
1	Nadikudi (V), Dachepalli (M), Guntur District.	14.47
2	Edulabad Vg., Ghatkesar Mandal, RR District.	131.13

19 Establishment of IPs / Auto Nagars – For information:

Noted.

20 Establishment of IPs, Autonagars – For information Revised Guidelines for the functioning of Industrial functioning of Industrial Area Local Authorities (IALAs) and Service Societies:

The Board was briefed about the IALA guidelines for the functioning of Industrial Area Local Authorities (IALAs) and Service Societies, as mentioned in the agenda. After discussions, the Board accorded its approval for revised guidelines except Section-XI which deals with the staffing pattern of IALAs. Each IALA shall take permission of APIIC for their staff, which will be examined by APIIC as per the norms indicated in Section-XI.

21 APIIC-IALA-Uppal-Allotment of land cancelled to Health Care Centre and lease agreement determined-Request to meet the Salaries of staff & employees of Health Care Centre from IALA Funds:

After discussions, the Board resolved that APIIC can decided on case to case basis on the utilization of CFC area and IALA's own funds for the purpose of creating health care facilities for the industrial workers.

22 Transfer of allotment - from Aditya Birla Nuvo Ltd to SKI Carbon Black India Pvt., Ltd., – Ratification:

After discussions, the Board ratified the transfer of allotment from Aditya Birla Nuvo Company Limited to SKI Carbon India Private Ltd, as mentioned in the agenda.

23 Restoration of allotment at CFC, Wood Complex, Ongole cancelled for Non-payment of Land Cost even after 2 years of allotment:

After discussions, the Board ratified the restoration of allotment of land to M/s. Sri Venkata Sai Enterprises at CFC, Wood Complex, Ongole, as mentioned in the agenda note.

24 Waiver of interest - M/s Sri Datta Sai Shilpa Industries - IP Ph-III, Pashamylaram – Allotment of Plot No.289/A – Charging of interest for delayed payment of land cost:

After discussions, the Board has agreed the proposal of waiver of charging of interest for delayed payment of land cost to M/s Sri Datta Sai Shilpa Industries, Plot No.289/A at I.P, Ph-III, Pashamylaram.

25 Waiver of interest - SEIE, Kurnool – Allotment of Shed No.F-14, F-15 & Plot No.32 to M/s. Seema Asbestos Cement Products:

After discussions, the Board accorded its approval to the proposal of waiver of interest to M/s. Seema Asbestos Cements products, as mentioned in the agenda note.

**26 Reduction of penalty - Industrial Park, Thammavaram –
M/s. Aishwaraya Infrastructure & Services:**

After discussions, the Board resolved that a detailed enquiry shall be conducted on the grounds under which further benefit is being sought by unit.

27 Fixation of pay scales to the cadres of Engineer-in-Chief and Chief Engineer in RPS, 2010:

After discussions, the Board directed to engage a subject matter expert to review the proposal regarding fixation of pay scales for Engineer-in-Chief and Chief Engineers.

28 Payment of maternity leave salary to outsourcing employees of APIIC Limited:

After discussions, the Board advised the Corporation to forward the proposal to the Government.

29 Proposal for enhancement of remuneration to outsourcing employees:

After discussions, it was decided to defer the proposal.

30 Existing land cost details of all Industrial Parks:

Noted.

ANY OTHER ITEMS WITH THE PERMISSION OF THE CHAIR.

31 Request of M/s. Jindal Power for transfer of land allotted to M/s. Kineta Power P Ltd., at Krishnapatnam Village, Nellore District - Prior to implementation – Approval:

After discussions, the Board accorded its approval to the proposal of transfer of ownership of original company to M/s. Jindal Power Limited, who will be required to implement the Kineta Power Project as it is.

32 IP,PH-II, Pashamylaram – M/s. Proven Chemicals Ltd – Plot No.217 – Non-implementation of the project – Cancellation of allotment and resumption of plot – Request for restoration of allotment and extension of time for implementation of the project.

The Board directed the Company to provide a detailed action plan with specific milestone to consider the request.

33 Restoration of adaptive reuse of Heritage Building of Commissionerate of Industries at Chirag Ali lane, Abids – Carrying out additional works and inclusion of Green Building concepts – Proposal by COI, Hyderabad:

The Board has agreed the proposal as contained in the agenda note.

34 Incorporation of Special Purpose Companies for Setting up of Agri Warehouse at Krishnapatnam Port, SPSR Nellore:

It is brought to the notice of the Board that ASIDE funds cannot be treated as equity as per the Companies (Accounting Standards) Rule, 2006 – AS12 Accounting for Government Grants. The Board discussed the proposal and advised that the financial structure of the Special Purpose Companies shall be finalized in consultation with the Government/Commissioner of Industries to facilitate investment of the moneys given by the Government/Commissioner of Industries, as equity of APIIC.

Vote of Thanks:

There being no other business to be transacted, the meeting concluded with a vote of thanks to the Chair.

**Sd/-
K.PRADEEP CHANDRA, IAS
Chairman of the Meeting**

Place: Hyderabad
Date : 03-10-2013.

CONFIDENTIAL

**MINUTES OF THE 197th MEETING OF THE BOARD OF DIRECTORS OF
ANDHRA PRADESH INDUSTRIAL INFRASTRUCTURE CORPORATION
LIMITED HELD ON FRIDAY, THE 20th DECEMBER, 2013 AT 11:00 A.M.
AT THE REGISTERED OFFICE OF THE COMPANY, HYDERABAD.**

PRESENT:

The following Directors were present at the meeting:

- 1) Sri K.Pradeep Chandra, IAS**
Prl. Secretary to Govt. & CIP,
Industries and Commerce Dept.
- 2) Sri Jayesh Ranjan, IAS**
Vice-Chairman & Managing Director
APIIC Ltd
- 3) Dr. Rajat Kumar, IAS**
Commissioner of Industries
- 4) Sri Sanjay Kumar, IAS**
Member Secretary
A.P.Pollution Control Board.

SPECIAL INVITEES:

- 1 Sri M.T.Krishna Babu, IAS**
Secretary to Government
Infrastructure & Investment Dept.

IN ATTENDANCE:

- | | |
|---------------------------------------|--------------------------------|
| 1. Sri Rahul Bojja, IAS | : Executive Director(R), APIIC |
| 2. Sri K.Dharma Reddy | : Executive Director(D), APIIC |
| 3. Sri E.Venkat Narsimha Reddy | : Executive Director(N), APIIC |
| 4. Sri M.Siva S. Reddy | : Company Secretary |

At the request of Sri Jayesh Ranjan, IAS, VC & MD and other Directors present, Sri K.Pradeep Chandra, IAS, Principal Secretary to Government & CIP, Industries and Commerce Department occupied the Chair of the Chairman and proceeded to take up the business.

1. Leave of absence:

Leave of absence was granted to Sri T.Satyanarayana Rao, IAS.

2. Confirmation of the Minutes of the previous Meeting:

The Minutes of the 196th Meeting of the Board of Directors of APIIC Limited held on 27.09.2013, as circulated were confirmed.

3. Taking note of Action taken on the Minutes of the 196th Meeting of the Board of Directors of APIIC:

The Board has taken note of the action taken on the Minutes of the 196th Meeting of the Board of Directors of APIIC Limited held on 27.09.2013.

4. Papers for perusal:

The Board has taken note of the following;

- A) G.O.Rt.No.1230, dated 09-10-2013 of Agriculture & Cooperation (COO.II) Department, regarding appointment Sri E.Venkat Narsimha Reddy, Joint Registrar of Cooperative Societies, as Executive Director, APIIC,
- B) Appointment of M/s. Jawahar and Associates, Chartered Accountants, as Statutory Auditors of the Company for the financial years 2013-14 with a remuneration of Rs.1,50,000/-.

5. Sanction of Dearness Allowance to Corporation employees on par with Government employees:

The Board has taken note of the implementation of G.O.Ms. No.294 of Finance (PC.I) Department dated 26-10-2013 sanctioning the revised Dearness Allowance to the Employees of the Corporation including employees on deputation working in the Corporation, as indicated in the agenda note.

6. Re-designation of the post of Company Secretary and General Manager (LAW):

Keeping in view of the length of service in General Manager cadre and persons with lesser services having already got promotions to CGM/equivalent cadres and no promotional avenues coupled with marginal financial implications, the Board resolved to extend the scale of CGM to the Company Secretary and General Manager (Law) as per their eligibility. The

VC & MD was authorized to do all that is required including the fixation in the appropriate scale accordingly and report action taken with financial implications to the Board.

7. Request for grant of Rs.1.00 Crore to APIIC Employees Welfare Trust towards Corpus Fund:

The Board discussed in detail and has taken note of the opinion rendered by Sri S.Ravi, Advocate. Since the Trust Deed is modified changing the objectives, eligibility criteria of the Trustees/office bearers and public money is involved, the board resolved not to consider the proposal till rectifications are made. The Board Further resolved as following;

- a) The Corporation should take all the necessary steps for restoration of original Trust Deed as amendment is not legal and valid.
- b) Proper checks and balances should be suggested by the Corporation to safe guard the funds of the Trust and audit of the expenditure and the activities of the Trust periodically by the Internal Auditors of the Corporation, as public money is involved.

8. Constitution of CSR Committee for formulation of CSR Policy:

The Board has constituted the CSR Sub-Committee with the following three directors.

1. Dr.Rajat Kumar, IAS
Commissioner of Industries
2. Sri Sanjay Kumar, IAS
Member Secretary,
A.P.Pollution Control Board
3. Sri M.T.krishna Babu, IAS
Secretary to Government
Infrastructure & Investment Department.

The Members of the sub-committee will elect the Chairman and quorum for the sub-committee is two.

CSR Committee shall:

- a) Formulate and recommend to the Board, a CSR Policy which shall indicate the activities to be undertaken by the company as specified in Schedule VII;
- (a) Recommend the amount of expenditure to be incurred on the activities referred to in clause (a);

and

- (b) Monitor the CSR Policy of the company from time to time.

9. Approval for filing requisitions for acquisition/alienation of lands with District Collectors concerned for establishment of IPs., Autonagars, etc:

After discussions, the Board approved the proposal for filing requisitions for acquisition/ alienation of lands with the District Collectors concerned for establishment of IPs., Autonagars, etc, as mentioned in the agenda note.

Sl. No.	Name of the Zone	District/Mandal/ Village	Total (in Acres)
1	Jeedimetla	Duddeda (V), Kondapaka (M), Medak District.	25.45
2	Shamshabad	KT Doddi, Aloor, Kuchinerla & Rayapuram (Vgs), Ghattu (M), Mahabubnagar Dist.	5622.05

10. Ratification for requisitions filed for acquisition/ alienation of lands with the District Collectors concerned for establishment of IPs., Autonagars, etc:

The Board discussed the proposal and ratified the requisitions filed for acquisition/ alienation of lands with the District Collectors concerned for establishment of IPs., Autonagars, etc, as mentioned in the agenda note.

Sl. No.	Name of the Zone	District/Mandal/ Village	Total (in Acres)
1	Patancheru	Isnapur (V), Patancheru (M), Medak Dist	11.04gts 69.00 Sq.yds.
2	Shamshabad	Kongarakhurd (V), Maheshwaram (M), R.R. Dist	14-05 gts
3	Nellore	Epuru IB Pantapalem (V), Muthukur (M), Nellore Dist.	88.79
4	Tirupati	GD Nellore (V & M), Chittoor Dist.	0.90

11. Status Report on (3) NIMZs in the State and sanction of (2) Special L.A.Units for NIMZs at Prakasam:

The Board has taken note of the progress on the NIMZs, and approved the proposal of sanctioning to (2) Special LA Units for NIMZs at Prakasam, to be recommended to the Government.

12. Status Note on ITIR:

Noted.

13. Allotment of Regulations, 2012 – Certain Amendments:

1. After discussions, the Board approved incorporation of the following clause as regulation - 39 to the Allotment Regulations, 2012.

“Notwithstanding anything contained in the above Regulations, the Vice Chairman & Managing Director, may, with the prior approval of the Board of Directors, take decisions in respect of all the issues covered in the Allotment Regulations 2012, in deviation of the same, depending on the justification for such a deviation.”

2. In connection with proposed Amendment to regulation-24.4 to 24.16 the Board approved the following amendments

No. of years from the date possession.	% of occupation charges to be deducted from the allottee, cumulatively
0-2	1% per annum
3 rd year	2% per annum
4 th year	3% per annum
5 th year and above	5% per annum

VC & MD authorized to do all that is required.

14. Extension of Time for project implementation in resumption cases:

- a) Validity of EOT scheme: - The time limit for making applications under the EOT Scheme approved by the Board shall be on or before 30th April, 2014.
- b) Applicability of EOT scheme to resumption cases: - The Board approved the proposal of extending the facility of EOT scheme to resumption cases, by charging penalty equivalent to 30% of the differential land cost, i.e., present land cost minus land cost already paid as on date of the approval of restoration/grant of extension of time or on the basis of interest cost, whichever is higher. While examining the case under EoT, it should be ensured that the allottee is able to provide the evidence of certain action already taken like financial closure, approvals and clearances etc. Decision should be made based on clear implementation plan with time lines.

15. Approval for Allotment of land to Muslim Community for Grave Yard:

After discussions, the Board approved the proposal of handing over 5.000 sq.yards of land at AN, Hyderabad to GHMC for uses of Muslim Community as Grave Yard at free of cost, subject to withdrawal of case by the Muslim community and approval of Government.

16. Waiver of penalty imposed towards restoration of allotment 5.00 acres of land to M/s. Linus Infotech India Private Limited at IT Park, Madikonda, Warangal District:

After discussions, the Board advised to address a letter to IT & C department for reimbursement of penalty amount out of its budget sanction as the allottee continuously failed to fulfill the obligations of the allotment.

17. Fixation of lease rentals on the land measuring 5382.12 Sq.yards – Falling under FTL awarded to M/s. Ravi Teja Restaurant & Resorts (P) Ltd for development of Greenery by YAT & C Department:

After the discussions, the Board has directed to seek clarification from YAT & C Dept., whether reduction of lease rentals from 5% to 1.5% for the FTL area will be violating any terms and conditions of the bid

document. If it is not so, then the proposal can be accepted and necessary action can be taken by the VC&MD.

18. Approval for Development of Solar Energy Park in Joint Venture with Solar Energy Corporation of India and New and Renewable Energy Development Corporation of AP (NREDCAP) through Special Purpose Company (SPC):

The Board was briefed about the Solar Energy Corporation and its proposal, as mentioned in the agenda. Thereafter, the following resolutions were passed.

“RESOLVED THAT the consent of the Board be and is hereby accorded to form a Special Purpose Vehicle (Joint Venture) with SECI and NREDCAP for the establishment of Solar Park at Gattu Mandal, Mahaboobnagar District, Andhra Pradesh with an Authorized and Paid up Share capital of Rs.1,00,000/- (Rupees One Lakh Only) divided into 10,000 (Ten Thousand Only) Equity Shares of Rs.10/- (Rupees Ten Only) each.”, subject to approval of the Government.

“RESOLVED FURTHER THAT the Company (APIIC) is authorized to subscribe to the extent of 40% in the equity of the said SPV i.e., Rs.40,000/- (Rupees Forty Thousand Only) divided into 4,000 (Four Thousand Only) Equity Shares of Rs.10/- (Rupees Ten Only) each.”

“RESOLVED FURTHER THAT the Managing Director, APIIC is authorized to negotiate and finalize the terms & conditions of equity sharing, the roles and responsibilities of the equity participants, executing subscription sheets and other necessary documents and do all the things necessary to bring the above resolution into being.”

19. Approval to Participation in the equity of Special Purpose Company (SPV) for development of Quality Laboratories cum Advanced Testing Facilities at JN Pharmacy, Visakhapatnam under ASIDE Scheme in JV with M/s. Ramky Pharmacy India Limited:

The Board was briefed about the project and the ASIDE grant. Thereafter, the following resolution was passed;

“RESOLVED THAT the consent of the Board be and is hereby accorded to participate in the equity of Special Purpose Vehicle (Joint Venture) formed for development of Quality Laboratories cum

Advanced Testing Facilities at JN Pharma city, Visakhapatnam under ASIDE Scheme in Joint Venture with M/s. Ramky Pharmacy India Limited, subject to the approval of the Government.”

“**RESOLVED FURTHER THAT** the Managing Director, APIIC is authorized to negotiate and finalize the terms & conditions of equity sharing, the roles and responsibilities of the equity participants, executing the necessary Share Holders Agreement and other documents and do all the things necessary to bring the above resolution into being.”

20. Approval to participate in the equity of Special Purpose Company (SPV) for development of Agri Warehouse at Krishnapatnam Port, SPSR Nellore under ASIDE Scheme in Joint Venture with Krishnapatnam Port.

The Board was briefed about the project and the ASIDE grant. Thereafter, the following resolution was passed;

“RESOLVED THAT the consent of the Board be and is hereby accorded to participate in the equity of Special Purpose Vehicle (Joint Venture) to be formed for development of Agri Warehouse at Krishnapatnam Port, SPSR Nellore under ASIDE Scheme in Joint Venture with Krishnapatnam Port Company Limited subject to approval of the Government.”,

“RESOLVED FURTHER THAT the Managing Director, APIIC is authorized to negotiate and finalize the terms & conditions of equity sharing, the roles and responsibilities of the equity participants, executing the necessary Share Holders Agreement and other documents and do all the things necessary to bring the above resolution into being.”

21. Placing of Report of Consultant (M/s. Ernst & Young) on the restructuring proposal of CBD Towers Pvt. Ltd:

The members of the Board were briefed about the report of the E& Y by its representative.

After discussions, the Board resolved to constitute a sub-committee with the following members to study the re-structuring proposal along with E& Y report for its recommendations to the Government regarding further course of action.

1. Sri Jayesh Ranjan, IAS
VC & MD, APIIC
2. Dr.Rajat Kumar, IAS
Commissioner of Industries
3. Sri M.T.krishna Babu, IAS
Secretary to Government
Infrastructure & Investment Department.
4. Sri Rahul Bojja, IAS
Executive Director, APIIC

22. Hyderabad Knowledge City, Raidurg – M/s. Puravankara Project Ltd – Allotment of alternate plot No. 16/A in lieu of Plot No.15/A:

After discussions, the Board resolved to refer the matter to the Government.

23. Lanco Hills – Registration of balance lands:

After discussions, the Board resolved to extend the time period of project implementation for two years or resolution of litigation by the High Court/ Supreme Court which is earlier. In case the litigation persists even after two years, further extension will be examined at that point of time.

Vote of Thanks:

There being no other business to be transacted, the meeting concluded with a vote of thanks to the Chair.

Sd/-
K.PRADEEP CHANDRA, IAS
Chairman of the Meeting

Place: Hyderabad
Date : 23-12-2013.

CONFIDENTIAL

MINUTES OF THE 198th MEETING OF THE BOARD OF DIRECTORS OF ANDHRA PRADESH INDUSTRIAL INFRASTRUCTURE CORPORATION LIMITED HELD ON FRIDAY, THE 14th MARCH, 2014 AT 11:00 A.M. AT THE REGISTERED OFFICE OF THE COMPANY, HYDERABAD.

PRESENT:

The following Directors were present at the meeting:

- 1) **Sri K.Pradeep Chandra, IAS**
Prl. Secretary to Govt. & CIP,
Industries and Commerce Dept.
- 2) **Sri Jayesh Ranjan, IAS**
Vice-Chairman & Managing Director
APIIC Ltd
- 3) **Sri T.Satyanarayana Rao, IAS**
Managing Director, APSFC
- 4) **Sri M.T.Krishna Babu, IAS**
Secretary to Government
Infrastructure & Investment Dept.

IN ATTENDANCE:

- | | |
|---------------------------------------|---------------------------------|
| 1. Sri K.Dharma Reddy | : Executive Director(D), APIIC |
| 2. Sri E.Venkat Narsimha Reddy | : Executive Director(N), APIIC |
| 3. Sri M. Surender | : Executive Director (S), APIIC |
| 4. Sri M.Siva S. Reddy | : Company Secretary |

At the request of Sri Jayesh Ranjan, IAS, VC & MD and other Directors present, Sri K.Pradeep Chandra, IAS, Principal Secretary to Government & CIP, Industries and Commerce Department occupied the Chair of the Chairman and proceeded to take up the business.

1. Leave of absence:

Leave of absence was granted to Sri Dr. Rajat Kumar, IAS, Sri Sanjay Kumar, IAS and Sri L.Premchandra Reddy, IAS.

2. Confirmation of the Minutes of the previous Meeting:

The Minutes of the 197th Meeting of the Board of Directors of APIIC Limited held on 20.12.2013, as circulated were confirmed with the following modifications:

1. In connection with Resolution 14(b), the words “on the basis of interest cost” are substituted with the words “on the basis of delay condonation fee” and the scheme for EOT for resumption cases should be limited to allotments made during the last 10 years, i.e. allotments made after 01.01.2004.

2. In connection with Resolution No.21, Sri Sanjay Kumar, IAS, Member Secretary, has been appointed in the place of Sri Rahul Bojja, IAS, who was transferred as a Member on the Sub-Committee for CBD Towers.

3. Confirmation of the Minutes of the CSR Sub-Committee Meeting:

The Board has taken note of the Minutes of the CSR Sub-Committee Meeting of APIIC Limited held on 21.01.2014, as placed before the Board.

4. Taking note of Action taken on the Minutes of the 197th Meeting of the Board of Directors of APIIC:

The Board has taken note of the action taken on the Minutes of the 197th Meeting of the Board of Directors of APIIC Limited held on 20.12.2013.

5. Papers for perusal:

The Board has taken on record the following GOs issued by the Government with effect from the issuance of G.Os.

- a) G.O.Rt.No.46 dated 03-02-2014 of Principal Secretary to Govt. & CIP, Industries and Commerce (INF) Department, regarding nomination of Sri L.Premchandra Reddy, IAS and Sri M.T.Krishna Babu, IAS as Directors on the Board of APIIC in place of Smt.Pushpa Subrahmanyam,IAS and Sri Rajiv Ranjan Mishra, IAS.
- b) G.O.Rt.No.98 dated 06-03-2014 of Industries & Commerce (INF) Department, regarding posting of Sri M.Surender, Additional Registrar of Co-operative Societies as Executive Director, APIIC in place of Sri Rahul Bojja, IAS.

6. Revised Estimates 2012-13 and Budget Estimates for the year 2013-14:

The Board was briefed about the revised estimates for the year 2013-14 and Budget Estimates for the year 2014-15. After discussions, the Board felt that the estimates of 2014-15 may be prepared more realistically and presented in the next Board Meeting. Meanwhile, VC & MD is authorized to incur necessary expenditure on day-to-day activities beyond 31-03-2014.

7. Approval of Annual Accounts for the year 2012-13:

After discussions, the Board advised to place the Provisional Accounts for the year 2012-13 along with the recommendations of the Audit Committee.

The Board has approved the replacement of Sri L. Premchandra Reddy, IAS as a Member of the Audit Committee in the place of Smt. Pushpa Subrahmanyam, IAS.

**8. Statutory Audit for the financial year 2012-13
Fixation of remuneration:**

After discussions, the Board ratified the action taken by the VC & MD in fixing the Statutory audit fee of Rs. 3,00,000/- plus Service Tax and out of pocket expenses at actuals not exceeding Rs. 50,000/- and approved the payment of fee for consolidation of accounts of Rs. 1,50,000/- plus Service Tax, as mentioned in the agenda note.

9. Recommendation of CSR Sub-Committee:

The Board ratified the action taken by the VC & MD in releasing Rs.2.00 Crores to District Collector, Medak as mentioned in the agenda and authorized VC & MD to formulate CSR Trust as per the recommendations of CSR Committee. Further, in the current bifurcation scenario, formulation of separate CSR Trust for Telangana and residuary state of Andhra Pradesh may be examined.

10. Ratification of Interim Relief to Corporation Employees on par with Government employees:

After discussions, the Board ratified the action taken by the VC & MD for implementation of Interim Relief at 27% of the Basic Pay to the employees of the Corporation with effect from 01-01-2014, as indicated in the agenda note.

11. Approval for Development of International Trade Centre on PPP basis at Visakhapatnam & Selection of developer through competitive bidding - 26% Equity participation of APIIC without cash investment:

After discussions, the Board approved the following resolution: "Resolved that consent of the Board be and is hereby given for development of the Trade Fair Centre at Madhurawada in Vizag on PPP model, as per the proposal as placed before the Board through selection of a private developer on competitive and transparent bidding process. APIIC will participate in the Special Purpose Company (SPC) with 26% equity without cash investment".

"Further resolved that VC & MD is hereby authorized to finalize the terms & condition of the RFP, if required and all such agreement(s) to be signed with private developer".

"Further resolved that, VC & MD or his nominee is authorized to sign all such agreement(s) with private developer selected through competitive and transparent bid process".

12. Approval for Development of Logistic Park on PPP basis at Nellore District & Selection of developer through competitive bidding - 26% Equity participation of APIIC without cash investment:

The Board discussed and approved the following resolutions;

“Resolved that consent of the Board be and is hereby given for development of the logistic park in Nellore District on PPP model, as per the proposal as placed before the Board through selection of a private developer on competitive and transparent bidding process. APIIC will participate in the Special Purpose Company (SPC) Company with 26% equity, without cash investment”.

“Further resolved that VC & MD is hereby authorized to finalize the terms & condition of the RFP, if required and all such agreement(s) to be signed with private developer”.

“Further resolved that VC & MD or his nominee is authorized to sign all such agreement(s) with private developer selected through competitive and transparent bid process”.

13. Approval for formation of Special Purpose Company (SPC) for establishment of World Pharma Trade Centre at Hyderabad in Joint Venture with Pharmexcil:

After discussions, the Board accorded in principle approval for Establishment of World Pharma Trade Centre at Hyderabad under ASIDE Scheme in Joint Venture with Pharmexcil through a Special Purpose Company (SPC) and authorization to VC & MD to negotiate and finalize the terms & Conditions of Joint Venture and the roles and responsibilities of the Joint Venture participants. After finalizing the terms and conditions of SPC, the same shall be place before the Board for its approval.

14. Execution of sale deed in favour of L & T Infocity Ltd - Developer of IT/ITES SEZ at Keesarapally, Vijayawada:

Deferred to the next meeting.

15. Allotment of land to Income Tax Department at Gachibowli, Hyderabad:

Board has taken note of allotment of land to Income Tax Department. Further the Board directed to collect the land value indicated in the G.O before handing over the advance possession of the land and conditions of GO should be strictly followed. Specific permission from the Government shall be taken for deviating from the G.O.

16. Delegation of certain powers to Commissioners /Eos for execution of certain maintenance/AM works in IALAs:

The Board was briefed about the delegation of the powers to Commissioners /Eos for execution of certain maintenance/AM works in IALAs as mentioned in the agenda. While ratifying the action taken by the VC& MD, the Board directed to indicate financial ceiling for each item of work (for each Maintenance work and Capital Expenditure work) and authorized VC & MD to issue necessary orders in this regards.

17. Additional sanction for Commissioner of Industries Heritage Building:

After discussions, the Board directed to take specific approval of the Government for additional works proposed for Rs.217 lakhs and additional contingent works for Rs.111 lakhs. Further Board directed to defer additional structures like canteen, toilet block, North side new block etc., for Rs.182 lakhs for the present.

18. Allotment of land Common Facilities Area in Industrial Parks / Special Economic Zones for setting up Skill Development Centres:

After discussions, the Board accorded its approval to take up one pilot project on lease cum revenue sharing model for development of Skill Development Centre at a suitable location. The selection of the Developer shall be through competitive bidding process.

Further the Board authorized the VC& MD to finalize the terms and conditions of business model and Bid Conditions.

19. Allotment of land to M/s. KPR Chemicals Limited at Bhalabhadrapuram & Dontamuru Villages of E.G.District – Request for extension of time for implementation of project and waiver of penalty for delay condonation fee:

During the discussions, the Board felt that the agendas note did not contain the information regarding quantum of waiver amount, justification for waiver etc. After the discussions, the Board directed that the request for waiver of penalty & delay condonation fee has to be examined by the EoT Committee and detailed agenda shall be place before the board with the following information

- Justification with specific remarks for waiver of penalty and delay condonation fee.
- Quantum of waiver amount

20. Allotment of Plot Nos.42 to 52, 54,55,64 to 68 to M/s. Gland Pharma Ltd – Extension of time for project implementation – Waiver of delay condonation fee at PP, Pashamylaram:

During the discussions, the Board felt that the agendas note did not contain the information regarding quantum of waiver amount, justification for waiver etc. After the discussions, the Board directed that the request for waiver of penalty & delay condonation fee has to be examined by the EoT Committee and detailed agenda shall be place before the board with the following information

- Justification with specific remarks for waiver of penalty and delay condonation fee.
- Quantum of waiver amount

21. Ratification on adopting Clause No.11.3 of APIIC Allotment Regulations instead of Clause No.11.4:

After discussions, the Board ratified the action taken by the VC&MD in allotting alternate plot in de-notified area of Atchuthapuram in lieu of the plot allotted at IC Pudi as the present land cost i.e., Rs.1090/- per sqm at IC Krishnampalem is higher than the present land cost of de-notified area of Atchuthapuram i.e., Rs.1000/- per sqm.

22. Ratification for granting extension beyond the stipulated period for payment of land cost:

After discussions, the Board ratified the action taken by the VC&MD for granting the extension of time beyond the stipulated period for payment of land cost for the companies mentioned in the agenda as applicable interest for such period beyond 90 days was collected.

23. LA in Makavaripalem (ANRAK Aluminium) – Payment of monetary benefit in lieu of allotment of land for construction of cattle shed:

After discussions, the Board accorded its approval for payment of appropriate additional compensation as decided by the District Collector, Visakhapatnam in lieu of allotment of Acs. 0.02 cents of land each to land loser families of Makavarapalem Land Acquisition for construction of Cattle Shed subject to recovery of the same amount from the ANRAK Aluminium who is the allottee of the land.

24. Payment of Special Incentive to employees of Corporation for the Financial Year 2012-13:

Deferred, since accounts have not been completed.

25. Retrofitting of existing Industrial Parks and development of Green Industrial Parks:

Noted.

26. The existing land cost details of all Industrial Parks:

Noted.

27. Approval for exemption from attaching reports of subsidiaries to the Balance Sheet:

The Board accorded its approval for not to attach the statements and reports of the Subsidiary companies specified under section 212 of the companies Act, to the balance sheet of APIIC subject to compliance of Circular No. 2/2011 dated 08.02.2011 issued by the ministry of corporate Affairs.

28. Approval for attending for shareholders meetings of Investment Companies of APIIC during the period from 01-03-2014 to 31-03-2015:

After discussions, the Board has approved the following resolution:

“RESOLVED THAT Vice-Chairman & Managing Director or Executive Directors / Company Secretary as decided by the VC&MD, be and are hereby authorised, pursuant to the provisions of Section 187 of the Companies Act,1956, to attend and vote at all shareholders meetings of the bodies corporate of which the Company is a member or at any adjournments thereof as an authorized representative of APIIC Ltd.,, such authority to include signing of letters of consent pursuant to the provisions of Section 171 and 219 of the Act during the period from 01.04.2014 to 31.03.2015.”

“RESOLVED FURTHER THAT a certified copy of this resolution be forwarded to each body corporate of which the company is a member.”

29. Approval of acquisition /alienation of lands with the District Collectors concerned for establishment of IPs/Industrial Corridors etc:

The Board approved the following proposals for land acquisition as mentioned in the agenda note.

I. Details of lands for which requisition has to be filed for acquisition/alienation with District Collectors concerned for establishment of IPs, Autonagars etc.

Sl. No.	Name of the Zone	District/Mandal/ Village	Total (in Acres)
1	Visakhapatnam (R)	Pedagantya (V&M), Visakhapatnam Dist.	17.00
		Kunchangi (V), Anakapalli (M), Visakhapatnam Dist.	80.00
2	Warangal	Lakshmiddevipalli (V), Kothagudem (M), Khammam Dist.	48.325
3	Visakhapatnam (R)	Kuppali (V), Yetcherla (M), Srikakulam Dist.	50.00

II. Details of lands for which requisitions for acquisition/ alienation were filed with the District Collectors concerned for establishment of IPs, Autonagars, etc. (for ratification)

Sl. No.	Name of the Zone	District/Mandal/ Village	Total (in Acres)
1	Kurnool	Palasamudram (V), Gorantla (M), Anantapur Dist.	973.21
2	Shamshabad	Adibatla (V), Ibrahimpatnam(M), RR Dist	0.11

III. Land proposed to revert to Revenue Department and to withdraw alienation requisition filed by APIIC

Sl. No.	Name of the Zone	District/Mandal/ Village	Total (in Acres)
1	Nellore	Yeruru (V), Chillakuru (M)	64.94

30. Amendment to Allotment Regulations, 2012 on collection of cost of the structures in the Plots /land from the prospective allottees:

The Board has approved amendment to the Allotment Regulations by providing an exit option to units which commence civil construction but are not complete and make the unit operational as placed in the agenda. Further, the Board directed to take necessary safeguards for valuation of the structures, to avoid the legal implications etc., before giving effect to this regulation.

31. Allotment of Plot No.7 infavour of M/s. Lakshmi Tool Tech at Industrial Park, Kucharam, Medak District:

During the discussions, VC & MD brought to the notice of the Board that the time limit for payment of land cost/lease premium was extended, in certain cases, beyond 90 days subject to payment of interest. Thereafter, the Board has given its approval for payment of land cost beyond 90 days subject to payment of applicable interest in the present case also.

32. Relocation of plot allotted to M/s. Sulekha Industries:

After deliberations, the Board agreed for allotment of alternate plot to M/s Sulekha Industries in de-notified area of Atchuthapuram in lieu of the plot allotted at IC Krishnampalem as the present land cost i.e., Rs.1090/- per sqm at IC Krishnampalem is higher than the present land cost at de-notified area of Atchuthapuram i.e., Rs.1000/- per sqm.

33. Sanction of Special Grade post to the employees on completion of Five Years in particular cadre/scale:

During the discussions, the Board pointed out that the employees mentioned in the agenda note have got stagnation in the same posts, due to lack of vacancies in the higher posts and lack of qualifications. The Board felt that the proposal made now is already covered in the existing Government orders which can be examined further.

Further, the Board clarified that extending the scale of pay of Chief General Manager to the Company Secretary and General Manager (Law) was approved earlier, keeping in view of the length of service, professional qualifications of incumbents, no further promotional avenues to the post of Company Secretary and General Manager (Law) coupled and marginal financial implications. Hence, the resolution of the Board shall be implemented.

34. Status note on the issues of M/s. K.Raheja IT Park (Hyderabad):

Board has perused the opinion given by the Solicitor General of India and instructed to forward the same to the ITE&C Dept for directions.

35. Land Acquisition and Alienation under process - Rationalization of proposals - Withdrawal of certain cases from acquisition and alienation - Permission:

Board was informed of the detailed exercise carried out on rationalization of land acquisition and alienation cases as placed before the Board. After discussions, the Board advised to place the same before the respective Boards after bifurcation of the State of A.P.

36. Allotment of land/plots to the SC&ST entrepreneurs in Industrial Parks on lease basis - Sanction of term loan by APSFC/Banks:

The Board has taken note of the suggestions given by the financial institutions like APSFC and Andhra Bank for providing term loan on the plots allotted on lease basis to the SC/ST entrepreneurs and advised to send the proposal to the Government.

Vote of Thanks:

There being no other business to be transacted, the meeting concluded with a vote of thanks to the Chair.

Sd/-
K.PRADEEP CHANDRA, IAS
Chairman of the Meeting

Place: Hyderabad
Date: 21-03-2014.