

IMPACT KERALA LIMITED

7th Board Meeting at 10.00AM on 05thSeptember 2019

AGENDA ITEMS

SL. NO.	PARTICULARS
1.	Welcome to the Chairman and other Directors
2.	Leave of absence (if any)
3.	Confirmation of the Minutes of the 6 th Board Meeting held on 17 th May 2019
4.	Action taken report on 6 th Board Decisions
5.	To approve the Notice and date of AGM of the Company
6.	To consider hiring of space for shifting the Registered Office of the Company
7.	To consider hiring of vehicle for the Company
8.	Reporting Joining of Project Director and Project Manager
9.	To consider any other matter with the permission of the Chairman and Board members

For and on behalf of the Board

R. Girija IAS
Managing Director

SL.NO.	PARTICULARS
ITEM NO. 1	WELCOME TO THE CHAIRMAN AND OTHER DIRECTORS
ITEM NO. 2	LEAVE OF ABSENCE (IF ANY)
Notes	Requests for leave of absence, is any, may be placed before the meeting for its consideration
ITEM NO. 3	CONFIRMATION OF THE MINUTES OF THE PREVIOUS MEETING
	The minutes of previous Board meeting held on 17 th May 2019, is attached herewith. The meeting may consider the same and approve it with or without modifications.

ITEM NO. 4	ACTION TAKEN ON THE DECISIONS OF THE 6th BOARD MEETING	
	A report on the action undertaken so far on the Decisions of 6 th Board Meeting is appended below.	
	ITEM NO.1	Welcome to the Chairman and other Directors
	Action	Action not required.
	Item No. 2	Leave of absence, if any
	Action	Action not required
	Item No. 3	Submission of Form MBP -1
	Action	Action not required
	Item No.4	Confirmation of the minutes of the 5th Board Meeting
	Action	Noted
	Item No. 5	Consideration of Board Reconstitution
	Decision	The Board had decided to file necessary E Forms with the Registrar of Companies for the appointment of Sri. B.S.Thirumeni IAS and cessation of Sri.H.Dinesan IAS
	Action	Filed necessary E Forms with ROC
	Item No. 6	Action taken on the decisions of the 5th Board meeting of the Company
	Decision	Decision on hiring professionals for the Company The Board had directed the Managing Director to re advertise the posts and also to conduct practical tests for IT professionals apart from the oral interview.
	Action	The selection processes were completed and the list was submitted to Government for approval.
	Item No.7	Status of the Projects

	Action	<p>Aided and Reputed Private Engineering Colleges for this investigation and also to get the reports verified by the Engineering Department of LSGD.</p> <p>Directions were issued to concerned local bodies to obtain all statutory clearance including clearance from Pollution Control Board</p>
	Decision	<p>Establishing modern Crematoriums</p> <p>The DPR submitted in this regard were returned by KIIFB suggesting modification and the Board had directed the Managing Director to send the documents back to the concerned local bodies for making modifications.</p>
	Action	<p>Letter was sent to ACS,LSGD to issue direction to the Executive Director, Suchitwa Mission for incorporating modifications in the DPRs as recommended by KIIFB.</p>
	Item No.8	<p>Appointing Internal Auditor for the Financial Year 2018-19</p>
	Decision	<p>Board had accorded sanction to appoint M/s Devassy&Devassy, Chartered Accountants as Internal Auditors for the Financial Year 2018-19</p>
	Action	<p>Appointed M/s Devassy&Devassy accordingly.</p>
	Addtl Item 1	<p>Ratifying the proposal submitted to KIIFB for establishing a Technical Support Unit</p>
	Decision	<p>The Board hadratified the action taken by the Managing Director for placing request before KIIFB for establishing a Technical Support Unit.</p>

	Action	Action pending with KIIFB
	Addtl Item 2	Adopting Annual Accounts of the Company for the Financial Year 2017-18
	Decision	The Board had adopted the Annual Accounts of the Company for the Financial Year 2017-18
	Action	Accounts submitted to the Statutory Auditors for their report thereon.
	Addtl Item 3	Transferring funds parked with Treasury Savings Bank Account to the Account maintained with Canara Bank
	Decision	The Board had accorded sanction to transfer the fund to the Current Account held with Canara Bank, Nanthencode Branch for administrative convenience.
	Action	Cheque wasn't cleared owing to treasury ban.

ITEM NO. 5	TO APPROVE THE NOTICE AND DATE OF AGM OF THE COMPANY
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Section 96 (1) of the Companies Act stipulates on every Company conducting its Annual General Meeting within six months from the date of closing of the financial year. Board may discuss and decide a date on or before 30th September 2019, for conducting Annual General Meeting of the Company for the Financial Year 2018 -19.

Draft notice of the meeting is attached.

POINTS FOR DECISION

Board may :

(i) Provide a convenient date and time for conducting the 2nd Annual General Meeting.

(ii) Approve the draft notice attached herewith

(iii) Pass the following resolutions with or without modifications

“RESOLVED THAT the Notice for the 2nd Annual General Meeting of the Company for the year ended 31st March 2019 to be held at AM/PM on (.....date.....) at ----- (Venue) , be and is hereby approved.”

“RESOLVED FURTHER THAT the Managing Director of the Company be and is hereby authorised to do all necessary actions to make the above resolution effective.”

“RESOLVED FURTHER THAT any of the Directors of the Company be and is hereby authorized to file Annual Returns of the Company for the Financial Year 2018-19 in E – Form No. MGT 7 or such other applicable form from time to time with the Registrar of Companies / Ministry of Corporate Affairs by affixing Digital Signature thereto.”

(Draft Notice)

NOTICE TO SHAREHOLDERS

Notice is hereby given to the Shareholders of IMPACT Kerala Limited that the 2nd Annual General Meeting of the Company will be held at the (Venue) , Thiruvananthapuram at (Time) on (Day) the (Date) day of September, 2019 to transact the following business.

A. ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended on March 31, 2019 together with the Report of the Directors and the Auditors along with the comments of Comptroller and Auditor General of India.
2. To consider declaration of dividend for the Financial Year ended 31.03.2019.
3. To take note of the appointment of Statutory Auditors of the Company for the Financial Year 2019-20

By order of the Board

R.GIRIJA IAS

Managing Director

Thiruvananthapuram

Notes:

1. The accounts for the year ended 31st March 2019 is not ready for placing before the Annual General Meeting. The Annual General Meeting has to be adjourned to a future date when the Annual Accounts along with Director's Report and Auditor's Report will be ready.
2. The appointment of Auditors for the Company will be made by C & AG. The General Meeting may authorize the Board to fix the remuneration for the Auditor so appointed.
3. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member of the Company. Form for appointing proxy should be send to the Company duly completed not later than 48 hours before the commencement of the meeting.

Item No. 6	TO CONSIDER HIRING OF SPACE FOR SHIFTING THE REGISTERED OFFICE OF THE COMPANY
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Since incorporation IMPACT Kerala Limited is functioning in a space allocated by the Directorate of Urban Affairs. Hiring of professionals on deputation and contract is underway and the Company is expected to operate in full swing in a couple of months. In order to facilitate smooth flow of operations an office space the 2nd Board Meeting of the Company held on 07th August 2018 had directed the Managing Director to identify a suitable location. Accordingly an office space is located at the third floor of Municipal Building, Vazhuthacaud, Thiruvananthapuram.

The hiring will cost a monthly rent of Rs.25 per square feet. Board may consider entering in to agreement for hiring the office space.

Points for Decision

1. Hiring Office space of at the 3rd Floor of the Municipal Building at a rent of Rs.25 per square feet per month.
2. Authorizing the Managing Director to enter into agreement for hiring the office space
3. Authorize the Managing Director to release an amount as required towards advance payment.

Item No. 7	TO CONSIDER HIRING OF VEHICLE FOR THE COMPANY
	<p>Impact Kerala Limited from its incorporation is functioning along with the office of the Director of Urban Affairs and all the infrastructure needs of the Company at present is being met by the Directorate. The Company is planning to shift its operation to a new office and appointment of professionals is in the final stage. In these circumstances, hiring a vehicle for official use is of high priority. Board may consider hiring a vehicle up to 2000CC along with driver.</p> <p>POINTS FOR DECISION</p> <ol style="list-style-type: none"> 1. Board may consider authorizing the Managing Director to hire a vehicle up to 2000CC 2. Board may stipulate the terms and conditions of such hiring.

ITEM	Reporting Joining of Project Director and Project Manager
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NO.8	
	<p>The 2nd Board meeting of the Company held on 07th August 2019 had authorized the Managing Director to appoint suitable professionals from Government Service for some posts in the Company. Accordingly, the following personnel have joined duty.</p> <ol style="list-style-type: none"> 1. Sri. Abdul Malik V.K., Town Planner (HG), Town and Country Planning Department has joined duty as Project Director of the Company on 19th August 2019 as per the G.O.(Rt) No. 1713/2019/LSGD dated 08/08/2019. 2. Smt. Sumitha G.K. ,Asst Engineer, LSGDDivision , Kottayam has joined duty as Project Manager of the Company on 29th August 2019 as per the G.O.(Rt) No.1818/2019/LSGD dated 22nd August 2019.
ITEM NO 9	TO CONSIDER ANY OTHER MATTER WITH THE PERMISSION OF THE CHAIRMAN AND BOARD MEMBERS