

MEGHALAYA POWER GENERATION CORPORATION LIMITED

Corporate Identification Number: U-10101ML2009SGC008392

Registered Office: Lumjingshai, Short Round Road, Shillong-793001

Telephone No: 0364-2591074; Fax no: 0364-2590355; Website address: www.meecl.nic.in

Annexure
XXI(a,5)

RELEVANT EXTRACT OF THE MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF MEGHALAYA POWER GENERATION CORPORATION LIMITED HELD ON TUESDAY THE 23RD DAY OF APRIL, 2013 AT 5-15 P.M. IN THE OFFICE OF THE CHIEF SECRETARY, GOVERNMENT OF MEGHALAYA, AT THE SECRETARIAT BUILDING, MEGHALAYA, SHILLONG-1

Resolution No. 8

APPROVAL OF ANNUAL ACCOUNTS FOR THE FINANCIAL YEAR 2011-12

The Company Secretary, MeECL informed the Board that pursuant to the relevant provisions of the Companies Act, 1956, the Annual Accounts of the Company is required to be approved and signed on behalf of the Board of Directors by at least two Directors of the company one of whom shall be the Managing Director, where there is one and by the Manager or secretary, if any, before its submission with the Auditors for their report thereon.

He placed before the Board the draft Annual Accounts of the Company for the financial year 2011-12 for kind consideration and approval.

The Board discussed the matter and passed the following resolutions:

"RESOLVED that the draft Balance Sheet as on 31st March, 2012 and the draft Profit and Loss Account for the year ended on that date together with the schedules and notes thereon be and are hereby approved by the Board of Directors of the Company

FURTHER RESOLVED that Sri. Winston Mark Simon Pariat, Chairman-Cum-Managing Director and Sri. Donald Phillips Wahlang, Director (Finance) be and are hereby authorized to authenticate the said accounts for and on behalf of the Board in terms of Section 215 of the Companies Act, 1956 and the said accounts be submitted to the Auditors for their report thereon."

CERTIFIED TO BE TRUE COPY
FOR, MEGHALAYA POWER GENERATION CORPORATION LTD


17/04/15
COMPANY SECRETARY



MEGHALAYA ENERGY CORPORATION LIMITED

Corporate Identification Number: U40101ML2009SGC008374

Registered Office: LumJingshai, Short Round Road, Shillong – 793001

Telephone No: 0364-2591074; Fax No: 0364-2590355; Website address: www.meecl.nic.in

RELEVANT EXTRACT OF THE MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF MEGHALAYA ENERGY CORPORATION LIMITED HELD ON TUESDAY THE 27TH DAY OF MAY, 2014 AT 3:30 P.M. IN THE COMMITTEE ROOM NO. 2, AT THE SECRETARIAT BUILDING, MEGHALAYA, SHILLONG-1.

Resolution No. 2

APPROVAL OF THE REVISED ANNUAL ACCOUNTS FOR THE FINANCIAL YEAR 2011-12.

The Director(Finance) explained before the Board that the Board had earlier approved the Accounts of the Company for the Financial year 2011-12 . Consequent to the Audit observations of the Statutory Auditors on the Accounts for the year 2010-11 the Accounts for the 2011-12 has been modified and the same requires approval of the Board again.

The Company Secretary informed the Board that the Audit Committee held prior to this Board meeting has approved revised annual accounts of the company for the financial year 2011-12 and the committee has recommended the said annual accounts to the board for its kind consideration and approval.

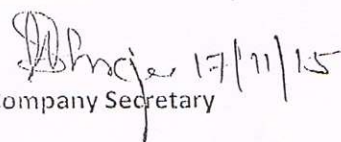
After discussion, the Board approved the revised annual accounts for placement before the Statutory Auditors for audit and for subsequent placement before the Comptroller and Auditor General of India for conducting the supplementary audit.

The Board thereafter passed the following resolution:

"Resolved that the revised Balance Sheet as on 31st March, 2012 and the revised Profit and Loss Account for the year ended on that date together with the revised schedules and notes thereon be and are hereby approved by the Board of Directors.

Further resolved that Sri P.B.O. Warjri, IAS ,Chairman-cum-Managing Director, Sri P. Jain, IAS, Director (Finance) and Sri G. S. Mukherjee ,Company Secretary be and are hereby authorised to authenticate the said accounts for and on behalf of the Board in terms of Section 134 of the Companies Act, 2013 and the said accounts be submitted to the Statutory Auditors and subsequently to the Comptroller & Auditor General of India for their report thereon."

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FOR, MEGHALAYA ENERGY CORPORATION LTD


Company Secretary

RELEVANT EXTRACT OF THE MINUTES OF THE 37TH MEETING OF THE BOARD OF DIRECTORS OF MEGHALAYA POWER GENERATION CORPORATION LIMITED HELD ON WEDNESDAY THE 6TH DAY OF MAY, 2015 AT 3:00 P.M. IN THE OFFICE OF THE CHIEF SECRETARY, GOVERNMENT OF MEGHALAYA, AT THE SECRETARIAT BUILDING, MEGHALAYA, SHILLONG.

Resolution No. G

APPROVAL ON THE ANNUAL ACCOUNTS FOR THE FINANCIAL YEAR 2012-13.

The Company Secretary informed the Board that the company had already prepared the provisional Annual Accounts for the financial year 2012-13, however the finalization was pending due to the pending opening balances required to be derived from the transfer values as on 1.4.2012 to be notified by the State Government.

The Power Department, Government of Meghalaya has issued the Fourth Amendment Notification on the 'Meghalaya Power Sector Assets Transfer Scheme, 2010' on 29.04.2015 containing the transfer values/opening values of Assets and liabilities as on 1.04.2012 for the MeECL and its three subsidiary companies.

Now, the draft annual accounts for the year ending 31.03.2013 is placed before the Board for its consideration and approval.

He apprised the Board that as per the provisions section 292A (6) of the Companies Act, 1956 & similar provision of section 177 of the Companies Act 2013, the Annual Accounts is required to be placed before the Audit Committee for their comments for subsequent placement before the Board for its approval.

He informed that the Board of MeECL in its last Board meeting held on 23.02.2015 had noted the requirement for the constitution of the Audit committee for the three subsidiary companies of MeECL, with the appointment of Independent Directors as its members, in compliance to the provisions of section 177 of the companies Act, 2013.

He explained that as per the provisions of Section 177 of the Companies Act, 2013, the Audit Committee is required to be constituted with minimum 3 directors with independent directors forming a majority. The time period for meeting the above compliance was upto 31st March, 2015. The above non-compliance is attracting the provisions under section 178(8) of the Companies Act, 2013.

The Board after considering the above passed the following resolution:

RESOLVED that the draft Balance Sheet as on 31st March, 2013 and the draft statement of Profit & Loss Account for the year ended on that date together with the schedules and notes thereon be and are hereby approved by the Board of Directors of the Company.

FURTHER RESOLVED that Sri P.S.O. Warji, the Chairman-Cum-Managing Director, Sri Pankaj Jain, the Director (Finance) & CFO and Sri GouriSankar Mukherjee, the Secretary be and are hereby authorized to authenticate the said accounts for and on behalf of the Board in terms of Section

Signature

IN THE 25TH GROUP
MEGHALAYA POWER GENERATION CORPORATION LIMITED

Corporate Identification Number: U-10101MH 2009SGC 008302

Registered Office: Lumjingshak, Shun Round Road, Shillong-793001

Telephone No: (Ind-25) 0364; Fax no: (Ind-25) 03635; Website address: www.megplc.co.in

215 of the Companies Act, 1956 and the said accounts be submitted to the Statutory Auditors and subsequently to the Comptroller & Auditor General of India for their report thereon."

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FOR, MEGHALAYA POWER GENERATION CORPORATION LTD

[Signature]
13/11/15
COMPANY SECRETARY



MEGHALAYA ENERGY CORPORATION LIMITED

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Registered Office: Lumsinghai, Short Round Road, Shillong - 793001

Telephone No: 0364-2591074; Fax No: 0364-2590355; Website address: www.meecl.nic.in

Xxi(d)

RELEVANT EXTRACT OF THE MINUTES OF THE 42ND MEETING OF THE BOARD OF DIRECTORS OF MEGHALAYA ENERGY CORPORATION LIMITED HELD ON WEDNESDAY THE 6TH DAY OF MAY, 2015 AT 2:30 P.M. IN THE OFFICE OF THE CHIEF SECRETARY, GOVERNMENT OF MEGHALAYA, AT THE SECRETARIAT BUILDING, MEGHALAYA, SHILLONG - 1.

Resolution No. 11

APPROVAL ON THE ANNUAL ACCOUNTS FOR THE FINANCIAL YEAR 2012-13

The Company Secretary informed that the Board had already prepared the provisional Annual Accounts for the financial year 2012-13, however the finalization was pending due to the pending opening balance required to be derived from the transfer values as on 1.4.2012 to be notified by the State Government.

The Power Department, Government of Meghalaya has issued the Fourth Amendment Notification on the 'Meghalaya Power Sector Reforms Transfer Scheme, 2010' on 29.04.2014 containing the transfer values/opening values of Assets and liabilities as on 1.04.2012 for the MeECL and its three subsidiary companies.

Now, the draft annual accounts for the year ending 31.03.2013 is placed before the Board for its consideration and approval.

He mentioned that as per the provisions of section 292A (6) of the Companies Act, 1956 & similar provision of section 177 of the Companies Act 2013, the Annual Accounts is required to be placed before the Audit Committee for their comments for subsequent placement before the Board for its approval.

He apprised that the Board in its last meeting held on 23.02.2015 had noted for the requirement of re-constitution of the existing Audit committee of the MeECL with the appointment of Independent Directors as its members, in compliance to the provisions of section 177 of the companies Act, 2013.

He informed the Board that as per the provisions of Section 177 of the Companies Act, 2013, that the Audit Committee is required to be constituted with minimum 3 directors with independent directors forming a majority. The time period for meeting the above compliance was upto 31st March, 2015. The above non-compliance is attracting the provisions under section 178(8) of the Companies Act, 2013.

The Board after discussion passed the following resolution:

[Signature]



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"Resolved that the draft Balance Sheet as on 31st March, 2013 and the draft statement of Profit & Loss Account for the year ended on that date together with the schedules and notes thereon be and are hereby approved by the Board of Directors of the Company.

Further Resolved that Sri P.B.O. Warjri, the Chairman-Cum-Managing Director, Sri Pankaj Jain, the Director (Finance) & CFO and Sri GouriSankar Mukherjee, the Secretary be and are hereby authorized to authenticate the said accounts for and on behalf of the Board in terms of Section 215 of the Companies Act, 1956 and the said accounts be submitted to the Statutory Auditors and subsequently to the Comptroller & Auditor General of India for their report thereon."

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FOR, MEGHALAYA ENERGY CORPORATION LTD


Company Secretary