GOVERNMENT OF INDIA
MINISTRY OF COMMERCE & INDUSTRY
DEPARTMENT OF COMMERCE
OFFICE OF THE DEVELOPMENT COMMISSIONER
NOIDA SPECIAL ECONOMIC ZONE
NOIDA DADRI ROAD, PHASE-II, NOIDA - 201305
DISTT. GAUTAM BUDH NAGAR (UTTAR PRADESH)

फा  सं  10/274/2009-एसईजेड/  
दिनांक: 13/07/2018

1. निदेशक (एसईजेड), वाणिज्य विभाग, वाणिज्य एवं उद्योग मंत्रालय, भारत सरकार, उद्योग भवन, नई दिल्ली -110001।
2. अतिरिक्त भागानिदेशक विदेश व्यापार, वाणिज्य एवं उद्योग मंत्रालय, "ए" विभा, इंदिरप्रस्त मंत्रालय, आई वी एसटे, नई दिल्ली - 110002।
3. मुख्य आयुक्त, सीखा शुल्क (निवासक), न्यू कॉर्ट राउंड, निजर आईजीआई एअरपोर्ट, नई दिल्ली - 110007।
4. मुख्य आयुक्त, कैंपस कर एवं उद्योग शुल्क, एस सी ओ पेड 407 & 408, सेक्टर- 8, पंचकुला (हरियाणा)।
5. आयुक्त, आवास, एवार्सआईआईकॉर्पोरेट बिल्डिंग, 4वे फ्लोर, उद्योग विभाग, पैक-5, गुडगांव (हरियाणा)।
6. आयुक्त, आवास, सेंटर सरकार- I, सी जी ऑ कॉम्प्लेक्स, एनएचए, 4, फरीदाबाद, (हरियाणा)।
7. उपसचिव (आई एफ - 1), वैकिंग प्रांगण, आर्थिक भागलो का विभाग, वित्त मंत्रालय, भारत सरकार, नूतन तहल, जीवन दीप विलिंग संसद मार्ग, नई दिल्ली।
8. निदेशक, उद्योग एवं वाणिज्य विभाग, हरियाणा सरकार, 30 बजे भवन, सेक्टर 17, चंडीगढ़।
9. प्रबंध निदेशक, हरियाणा राज्य वैश्विक विकास निगम, हरियाणा सरकार, प्लॉट नं. सी-13 व 14, सेक्टर 6 पंचकुला।
10. सीनियर टाइटल प्लान, टाइटल एंड कॉटी प्लानिंग (एच बक्स), एस सी ओ : 71-75, सेक्टर 17CB, चंडीगढ़।
11. संयुक्त निदेशक, डिजिल उद्योग केंद्र, प्लॉट नं 2, आई दी सी, गुडगांव (हरियाणा)।
12. संयुक्त विषय आर्थिक क्षेत्र विकासकारी / सह-विकासकारी।

विषय: दिनांक 06/07/2018 को अपवाद 12:30 बजे समाप्त होने पर, प्रशासनिक भवन, नोडा विषय आर्थिक क्षेत्र, नोडा में आयोजित हरियाणा राज्य में स्थित निजी विशेष आर्थिक क्षेत्रों की अनुमोदन समिति बैठक का कार्ययुक्त - पद्धति संबंधी।

महोदय,
उपरोक्त विषय के सन्दर्भ में 06 एन वी सिंगल, विकास आयुक्त, नोडा विषय आर्थिक क्षेत्र की अपवाद में दिनांक 06/07/2018 को अपवाद 12:30 बजे समाप्त होने पर, प्रशासनिक भवन, नोडा विषय आर्थिक क्षेत्र, नोडा में आयोजित हरियाणा राज्य में स्थित निजी विशेष आर्थिक क्षेत्रों की अनुमोदन समिति बैठक का कार्ययुक्त संबंध है।

भवदीय,
(राजेश कुमार)
उप विकास आयुक्त

संलग्न: उपरोक्त
Minutes of the Approval Committee meeting of SEZs in Haryana held on 06.07.2018 at NSEZ, Noida

The following members of Approval Committee were present during the meeting:-

1. Shri S.S. Shukla, Jt. Development Commissioner, NSEZ
2. Shri Jitender Singh, Dy. Commissioner, Income Tax, Gurgaon
3. Shri Mahesh Kumar, Asstt. Commissioner, Customs, Gurgaon
4. Shri R.L. Meena, Asstt. DGFT, New Delhi
5. Shri Dinesh Singh, IEO, Deptt. of Industries, Gurgaon
6. Shri Mahipal Singh, Planning Assistant, O/o. DTCP, Haryana
7. Representatives of SEZ Developers / Co-developers, Special Invitee.

Besides, during the meeting i) Shri Rajesh Kumar, DDC, ii) Shri Satish C Gangar, Specified Officer, iii) Shri Harvinder Bawa, Specified Officer, iv) Shri Prakash Chand Upadhyay, ADC & v) Shri Mohan Veer Ruhella, ADC were also present to assist the Approval Committee.

At the outset, the Chairman welcomed the participants. After brief introduction, each items included in the agenda were taken up for deliberation one by one. After detailed deliberations amongst the members of the Approval Committee as well as interaction with the applicants / representatives of the developers / units, the following decisions were taken:-

01. Ratification of Minutes of last meeting of the Approval Committee held on 01.06.2018:

The Approval Committee was informed that no reference against the decisions of the Approval Committee held on 01/06/2018 was received from any of the members of the Approval Committee or Trade and therefore, Minutes of the Meeting held on 01/06/2018 were ratified.

02. Proposal of M/s. DLF Power & Services Ltd., Co-developer for approval of list of materials to carry on authorized operation in the IT/ITES SEZ of M/s. DLF Ltd, at Village Silokhera, Gurgaon (Haryana)

It was brought to the notice of Approval Committee that M/s. DLF Power & Services Ltd., Co-developer had submitted proposal for approval of list of materials to carry on following authorized operation in the IT/ITES SEZ of M/s. DLF Ltd, Sector-30, Silokhera, Gurgaon (Haryana):

<table>
<thead>
<tr>
<th>S. No.</th>
<th>Name of Authorized Operation</th>
<th>S. No. at default list of Auth. Opr. as per Inst. No. 50 &amp; 54</th>
<th>Estimated Cost (Rupees in lakhs)</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
Minutes of the Approval Committee meeting of SEZs in Haryana held on 06.07.2018 at NSEZ, Noida

<table>
<thead>
<tr>
<th>S. No.</th>
<th>Name of Authorized Operation</th>
<th>Estimated material cost (Rs. in Lakhs)</th>
</tr>
</thead>
</table>
| 1.     | Power (including power back up facilities) for captive use only.  
          - Electrical Energy- 1,88,24,678 KWH | Rs.2,445.33 Lakhs  
          (Indigenous / Imported) |

Shri Anil Nauriyal, G.M. & Shri Pitambar Sharma, Manager appeared before the Approval Committee on behalf of the co-developer and informed that the developer has proposed '20800 Ltrs. Lubricating Oil'.

Shri Anil Nauriyal, G.M. & Shri Pitambar Sharma, Manager appeared before the Approval Committee on behalf of the co-developer and explained the requirement of proposed materials.

After due deliberations, the Approval Committee approved the list of materials. The Approval Committee directed to the Specified Officer to see proper accounting of use of 'Lubricating Oil' by the Co-developer.

03. Proposal of M/s. DLF Assets Pvt. Ltd., Co-developer for approval of tax / duty free import / procurement of 'Electrical Energy' for authorized operation in the IT/ITES SEZ of M/s. DLF Ltd. at Village Silokhera, Gurgaon (Haryana).

It was brought to the notice of Approval Committee that M/s. DLF Assets Pvt. Ltd., Co-developer had submitted proposal for tax / duty free import / procurement of 'Electrical Energy- 1,88,24,678 KWH' carry on following authorized operation in the IT/ITES SEZ of M/s. DLF Ltd, Sector-30, Silokhera, Gurgaon (Haryana):-

Shri Anil Nauriyal, G.M. & Shri Pitambar Sharma, Manager appeared before the Approval Committee on behalf of the co-developer and informed the Approval Committee that another co-developer in said SEZ namely M/s. DLF Power & Services Ltd. is generating the electricity energy and M/s. DLF Assets Pvt. Ltd. is purchasing electricity energy from M/s. DLF Power & Services Ltd. for providing this electricity to the SEZ units for use in their authorized operation within the SEZ. The representative of the Co-developer further informed that earlier there was no duty levied on
Electricity energy, however, vide Notification 09/2016-Customs dated 16.02.2016 the Customs duty @ 100 Paise/Unit on import of Electricity Energy is levied with effect from February 16, 2016. Since, transaction from one co-developer to another co-developer treated as ‘Import’, hence, they have submitted request for approval of duty free import of ‘Electrical Energy’.

The Approval Committee observed that the authorised operation approved by BoA in respect of the said Co-developer is “Developing, operating & maintaining various kinds of Infrastructure facilities”. The instant proposal of the co-developer is in fact ‘trading of power’ which is not an approved authorised operation of Co-developer.

After due deliberations, the Approval Committee asked the representative of the co-developer to clarify as to how it has been doing trading of power which is not included in its LOA as Authorised Operations. The Committee also directed to know since when they have been doing so. The representative of the Co-developer submitted that he requires some time to check the factual position and submit requisite clarifications. In the circumstances the Approval Committee decided to defer the proposal and directed the SEZ division of this office to examine the activities being carried out by the co-developer in light of Authorised Operations / SEZ Rules, since inception. The Approval Committee also directed to the Specified Officer to examine the case and submit a factual report.

04. Proposal of M/s. DLF Assets Pvt. Ltd., Co-developer for approval of list of materials to carry on approved authorized operations of IT/ITES of M/s. DLF Cyber City Developers Ltd. at Sector-24 & 25A, DLF Phase-III, Gurgaon (Haryana).

It was brought to the notice of Approval Committee that M/s. DLF Assets Pvt. Ltd., Co-developer had submitted proposal for approval of list of materials to carry on following authorized operation in the IT/ITES SEZ of M/s. DLF Cyber City Developers Ltd. at Sector-24 & 25A, DLF Phase-III, Gurgaon (Haryana):

<table>
<thead>
<tr>
<th>S. No.</th>
<th>Name of Authorized Operations</th>
<th>Sl. No at default list of materials as per Inst. No.50 and 54</th>
<th>Estimated Cost (Rs. in lakhs)</th>
</tr>
</thead>
<tbody>
<tr>
<td>1.</td>
<td>Access Control and Monitoring System</td>
<td>24</td>
<td>8.28</td>
</tr>
</tbody>
</table>

Shri Anil Nauriyal, G.M. & Mr. Pitambar Sharma, Manager appeared before the Approval Committee on behalf of the co-developer and explained the requirement of proposed materials.

After due deliberations, the Approval Committee **approved** the list of materials.
05. **Proposal of M/s. ASF Insignia SEZ Pvt. Ltd., developer for approvals of list of materials to carry on authorized operation in its IT/ITES SEZ at Vill. Gwal Pahari, Tehsil Sohna, Distt. Gurgaon (Haryana).**

It was brought to the notice of Approval Committee that M/s. ASF Insignia SEZ Pvt. Ltd., Developer of IT/ITES SEZ at Village- Gwal Pahari, Distt- Gurgaon (Haryana) had submitted proposal for approval of list of materials to carry on following default / approved authorized operations in their SEZ:-

<table>
<thead>
<tr>
<th>S. No.</th>
<th>Name of Authorized Operation</th>
<th>S. No. at default list of Auth. Opr. as per Inst. No. 50 &amp; 54</th>
<th>Estimated Cost (Rupees in lakhs)</th>
</tr>
</thead>
<tbody>
<tr>
<td>(i)</td>
<td>Electrical, Gas and Petroleum Natural Gas Distribution Network including necessary substations of appropriate capacity, pipeline network etc.</td>
<td>04</td>
<td>3.80</td>
</tr>
<tr>
<td>(ii)</td>
<td>Air Conditioning of Processing Area (as approved by BoA)</td>
<td>Approved by BoA</td>
<td>35.32</td>
</tr>
<tr>
<td>(iii)</td>
<td>Solid and liquid waste collection, treatment and disposal plants including pipelines &amp; other necessary infrastructure for sewage and garbage disposal, sewage treatment plants.</td>
<td>3</td>
<td>14.57</td>
</tr>
<tr>
<td>(iv)</td>
<td>Construction of all types of building in processing area as approved by the UAC.</td>
<td>22</td>
<td>0.53</td>
</tr>
<tr>
<td>(v)</td>
<td>Roads with Street lighting, Signals and Signage.</td>
<td>01</td>
<td>22.00</td>
</tr>
<tr>
<td></td>
<td><strong>Total:</strong></td>
<td></td>
<td><strong>76.22</strong></td>
</tr>
</tbody>
</table>

Shri Ashok Singh, AGM appeared before the Approval Committee on behalf of the developer and explained the requirement of proposed items.

After due deliberations, the Approval Committee approved the list of materials.

06. **Proposal of M/s. G.P. Realtors Pvt. Ltd. (Ascendas) for approval of list of materials to carry on authorized operations in the Electronics Hardware & IT/ITES SEZ at Village Behrampur, Distt. Gurgaon (Haryana).**

It was brought to the notice of Approval Committee that M/s. G.P. Realtors Pvt. Ltd., Developer of IT/ITES SEZ at Village- Behrampur, Distt- Gurgaon (Haryana) had submitted proposal for approval of list of materials to carry on following default authorized operations in their SEZ:-

<table>
<thead>
<tr>
<th>S. No.</th>
<th>Authorized Operation</th>
<th>Sl. No. at default list of Authorised Operations as per Inst. No. 50 &amp; 54</th>
<th>Estimated Cost (Rs. in lakhs)</th>
</tr>
</thead>
<tbody>
<tr>
<td>1.</td>
<td>Cafeteria / Canteen for staff in processing area.</td>
<td>27</td>
<td>874.84</td>
</tr>
</tbody>
</table>
It was informed that in Chartered Engineer's Certificate the name of SEZ has been mentioned as 'International Tech Park Gurgaon (ITPG)' instead of G.P. Realtors Pvt. Ltd..

Shri Dinesh Sikka, AVP & Shri Rishi Pawah, AVP appeared before the Approval Committee on behalf of the developer and explained the requirement of proposed items.

After due deliberations, the Approval Committee approved the proposed list of materials subject to submission of revised CE Certificate giving correct name of SEZ.

07. Approval of revised Building plans of Tower-8, SEZ & Custom Office/Tower-10 falling in the Processing area of IT/ITES SEZ of M/s. Candor Gurgaon One Realty Projects Pvt. Ltd. at Village Tikri, Sector-48, Gurugram (Haryana).

It was brought to the notice of the Approval Committee that District Town Planner (HQ), O/o. DTCP Haryana, Chandigarh vide its Memo No. SEZ-5/SD(BS)/2018/16242 dated 29.05.2018 had forwarded its recommendation on the approval of revised Building plan of Tower-8, SEZ & Custom Office/Tower-10 falling in the processing area of IT/ITES SEZ of M/s. Candor Gurgaon One Realty Project Ltd. at Village Tikri, Sector-48, Gurugram (Haryana). It was informed that DTP (HQ) has informed that developer has proposed 12% additional FAR, which is within permissible limits on account of IGBC Gold Rating and has submitted the certificate with regard to aspiring for gold rating for the project. It was informed that DTP (HQ) has recommended that the building plans may be approved with the conditions mentioned in his aforesaid Memo dt.29.05.2018. It was further informed that three sets of certified building plans have also been received with Memo dt. 29.05.2018, however, signature of STP(M), HQs was not there at 07 building plan drawing sheets which have been returned to DTP(HQ) with request to return the same after getting it signed by Sr. Town Planner (M)HQ.

Shri Mahipal Singh, Planning Assistant, representative of O/o. DTCP Haryana, Chandigarh gave his consent for approval of aforesaid building plan. He mentioned that building plan has already been approved by DTCP. However in 7 copies of drawing signature of Senior Town Planner is not there. He also assured to return 07 building plan drawing sheets after getting it signed by Sr. Town Planner (M)HQ.

After due deliberations, the Approval Committee approved the revised Building plan of Tower-8, SEZ & Custom Office/Tower-10 on the basis of recommendation received from District Town Planner (HQ), O/o. DTCP Haryana, Chandigarh vide Memo No. SEZ-5/SD(BS)/2018/16242 dated 29.05.2018 subject to the terms & conditions mentioned in aforesaid Memo dt. 29.05.2018.
08. Proposal of M/s. R1 RCM Global Pvt. Ltd., a unit in Candor Gurgaon One Realty Projects Pvt. Ltd. IT/ITES SEZ at Village Tikri, Sector-48, Gurgaon (Haryana) for setting up additional 'Pantry' and 'Cafeteria' in premises of its unit.

It was brought to the notice of the Approval Committee that M/s. R1 RCM Global Pvt. Ltd. had submitted requests for grant of approval for setting up a 'Pantry' by M/s. Spice & Bite Naturetru Marketing Services over an area of 110 Sqft. and a 'Cafeteria' by M/s. Aglow Hospitality Services Pvt. Ltd. over an area of 2100 Sqft. in unit's premises at 5th floor, Building No.1 in the IT/ITES SEZ of M/s. Candor Gurgaon One Realty Projects Pvt. Ltd. at Village Tikri, Sector-48, Gurgaon (Haryana), for use by its employees / personnel.

It was informed that the Approval Committee in its meeting held on 05.01.2018 had approved the proposal of the said unit for setting up 'Pantry' by M/s. Spice & Bite over an area of 135 Sqft. in its premises at 2nd floor, Building No. 1 on the basis of 'NOC' given by the SEZ Developer. It was further informed that unit is already running a Cafeteria at 2nd floor w.e.f. 01.07.2017 & applied for its regularization which is being examined separately along with other similar cases. It was informed that the unit has submitted copy of 'No Objection' dated 20.06.2018 issued by the developer, M/s. Candor Gurgaon One Realty Projects Pvt. Ltd. for setting up of 'Pantry' in unit's premises.

Shri Uday Goel, AGM appeared before the Approval Committee on behalf of the unit and explained the proposal. He informed that one Pantry and one Cafeteria would be insufficient to cater to the numbers of employees once its 5th floor premises become operational. Further, employees will lose a lot of time in case they come from 5th floor to 2nd floor to having their meal / refreshment and this would further lead to hampering of productivity of the employees and operations would get affected.

After due deliberations, the Approval Committee approved the proposal for setting up a 'Pantry' by M/s. Spice & Bite Naturetru Marketing Services over an area of 110 Sqft. and a 'Cafeteria' by M/s. Aglow Hospitality Services Pvt. Ltd. over an area of 2100 Sqft. in unit's premises at 5th floor, Building No.1, under Rule 11(5) of SEZ Rules, 2006, subject to the condition that no tax / duty benefits shall be available to the unit & Spice & Bite Naturetru Marketing Services and M/s. Aglow Hospitality Services Pvt. Ltd. to setup, operate & maintain such facility in the unit's premises. They shall also not serve Cigarette & Alcoholic beverages in such facility. This facility shall be used exclusively by the employees of said unit.

09. Proposal of M/s. Jones Lang Lasalle Property Consultants (India) Pvt. Ltd. for enhancement in the value of indigenous capital goods of the unit located in the IT/ITES SEZ of M/s. DLF Ltd. at Village Silokhera, Sector-30, Gurugram (Haryana) and monitoring of performance of the unit in terms of Rule 54 of SEZ Rules, 2006.

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Minutes of the Approval Committee meeting of SEZs in Haryana held on 06.07.2018 at NSEZ, Noida

It was brought to the notice of the Approval Committee that M/s. Jones Lang Lasalle Property Consultants (India) Pvt. Ltd. had submitted proposal for enhancement in the value of indigenous capital goods of the unit located in the IT/ITES SEZ of M/s. DLF Ltd. at Village Silokhera, Sector-30, Gurugram (Haryana) as given below:

<table>
<thead>
<tr>
<th>Particulars</th>
<th>Existing Projections</th>
<th>Revised Projections</th>
</tr>
</thead>
<tbody>
<tr>
<td>Projected FOB value of exports</td>
<td>30030.00</td>
<td>30030.00</td>
</tr>
<tr>
<td>Foreign Exchange Outgo</td>
<td>675.67</td>
<td>675.67</td>
</tr>
<tr>
<td>NFE over a period of 5 years</td>
<td>29354.33</td>
<td>29354.33</td>
</tr>
<tr>
<td>Imported Capital Goods</td>
<td>675.67</td>
<td>675.67</td>
</tr>
<tr>
<td>Indigenous Capital Goods</td>
<td>33.19</td>
<td>1043.62</td>
</tr>
</tbody>
</table>

Further, it was informed that no change in Export/NFE projections have been proposed by the unit.

Ms. Pooja Shah, Tax Manager & Shri Abhishek Arora, Manager appeared before the Approval Committee on behalf of the unit and explained the proposal. The representative of the unit informed that they have proposed for enhancement of indigenous capital goods from Rs.33.19 lakhs to Rs.1043.62 lakhs, besides, value of imported capital good has been proposed to be reduced from Rs.675.67 lakhs to Rs.322.93 lakhs.

However, the Approval Committee observed that the unit has not mentioned the reduction of the value of the imported capital goods in its letter dated 25.06.2018. Further, list of indigenous & imported capital goods also not submitted.

After due deliberations, the Approval Committee approved the proposal for enhancement in the value of indigenous capital goods from Rs.33.19 lakhs to Rs.1043.62 lakhs subject to submission of list of indigenous & imported capital goods. The Approval Committee also approved reduction in value of import capital goods from Rs.675.67 lakhs to Rs.322.93 lakhs subject to submission of revised projections. The Approval Committee also monitored the performance of the unit on the basis of APRs upto 2016-17 and noted achievement of positive NFE by the unit.

10. M/s. Clairvolex Knowledge Processes Pvt. Ltd. (Unit-l), a unit in the IT/ITES SEZ of M/s. Gurgaon Infospace Ltd. at Village- Dundahera, Sector-21, Gurgaon (Haryana) for change of name of the company to “M/s. Clairvolex IP Solutions Pvt. Ltd.” and change in shareholding pattern.

It was brought to the notice of the Approval Committee that M/s. Clairvolex Knowledge Processes Pvt. Ltd. (Unit-l), a unit in the IT/ITES SEZ of M/s. Gurgaon Infospace Ltd. at Village-Dundahera, Sector-21, Gurgaon (Haryana) has submitted proposal for change of name of the
company to "M/s. Clairvolex IP Solutions Pvt. Ltd.". It was informed that the unit has submitted following supporting documents:


(ii) List of present directors of the company, as given below:

<table>
<thead>
<tr>
<th>List of directors as intimated vide letter dated 17.06.2016.</th>
<th>Present Directors</th>
</tr>
</thead>
<tbody>
<tr>
<td>i) Mr. Arun Kumar Pillai</td>
<td>i) Mr. Arun Kumar Pillai</td>
</tr>
<tr>
<td>ii) Mr. Manoj Vashudevan Nair</td>
<td>ii) Mr. Manoj Vashudevan Nair</td>
</tr>
<tr>
<td>iii) Mr. Sriram Viswanathan</td>
<td>iii) Mr. Sriram Viswanathan</td>
</tr>
<tr>
<td>iv) Mr. Robert Carlo Romeo</td>
<td>iv) Mr. Robert Carlo Romeo</td>
</tr>
<tr>
<td>v) Mr. Nicholas Earle Brathwaite</td>
<td>v) Mr. Nicholas Earle Brathwaite</td>
</tr>
</tbody>
</table>

(iii) Copy of e-PAN No. AACCC8420F in the name of M/s. Clairvolex IP Solutions Pvt. Ltd.

(iv) Copy of Board Resolution dated 06.04.2018 deciding filing application for change of name of the company with ROC and authorization in favour Mr. Manoj Vasudevan Pillai, Managing Director & Ms. Sweta Sapra, Company Secretary on behalf of the company.

It was further informed that the unit had mentioned that there is no change in shareholding pattern of the company before & after change of name w.e.f. 13.04.2018. However, it was informed that there has been 40.69% changes in shareholding pattern of the company in comparison to the shareholding details (as on 31.01.2013) submitted by the unit at the time of project application, which are as under:

<table>
<thead>
<tr>
<th>Shareholding pattern (as on 31.01.2013) submitted at the time of project application</th>
<th>Shareholding Pattern submitted by the unit as on 13.04.2018</th>
</tr>
</thead>
<tbody>
<tr>
<td>Name of shareholder</td>
<td>Name of shareholder</td>
</tr>
<tr>
<td>Patsys Consulting Pvt. Ltd.</td>
<td>Patsys Consulting Pvt. Ltd.</td>
</tr>
<tr>
<td>Manoj Vasudevan Nair, as nominee of Patsys Consulting Pvt. Ltd.</td>
<td>Agnus Global Holding Pte. Ltd.</td>
</tr>
<tr>
<td>Agnus Global Holdings Pte Ltd.</td>
<td>Agnus Capital LLP</td>
</tr>
<tr>
<td>-</td>
<td>Indus Age Technology Venture Fund I (through its trustee Vistra. ITCL (I) Ltd.)</td>
</tr>
<tr>
<td>-</td>
<td>Anaqua Inc.</td>
</tr>
<tr>
<td>-</td>
<td>JF Mauritius SPV</td>
</tr>
<tr>
<td>-</td>
<td>WRV II Mauritius</td>
</tr>
<tr>
<td>Total: 7045301</td>
<td>Total: 11878467</td>
</tr>
</tbody>
</table>
Further, it was informed that following documents / information also required to be submitted by the unit, which has been communicated to them vide this office email dated 02.07.2018:-

(i) Copy of M&AOA in the name of M/s. Clairvolex IP Solutions Pvt. Ltd.
(ii) Copy of Import Export Code in the name of M/s. Clairvolex IP Solutions Pvt. Ltd.
(iii) A duly notarized undertaking on Rs.100/- Stamp Paper to the effect that consequent to the change of name all Assets and Liabilities of the SEZ unit of M/s. Clairvolex Knowledge Processes Pvt. Ltd. have been/shall be taken over by M/s. Clairvolex IP Solutions Pvt. Ltd. in respect of LOA No.10/05/2013-SEZ/1973 dated 25.02.2013.
(iv) Copies of Passport & PAN Card of Mr. Arun Kumar Pillai, Mr. Sriram Viswanathan Nair, Mr. Robert Carlo Romeo as already requested vide this office email dated 17.10.2016. Copies of Form DIR 11/12 for appointment of Mr. Nicholas Earle Brathwaite along with copies of his Passport & PAN Card also required to be submitted.
(v) Changes in shareholding pattern in compare to shareholding details (as on 31.01.2013) submitted at the time of project application has been found. Therefore, details of changes in Shareholding pattern starting from the date of issuance of LOA to till date giving details of shareholders, no. of shares held, percentage of shares held and exact date of changes therein duly certified by CA. Reasons for non-intimation for such changes may also be given.
(vi) Copy of Board Resolution in favour of Mr. Surjit Modak to sign documents on behalf of the company.
(vii) As per APRs submitted by the unit, the unit has made DTA sale of Rs.272.64 lakhs during the year 2013-14 to 2016-17. Hence, breakup details of DTA Sales viz i). Services rendered in DTA and payment realized in free foreign exchange & ii). Services rendered in DTA against payment in INR may be requested. The unit needs to comply with the definition of 'services' given in Section 2(z) of SEZ Act, 2005 & may sell authorized services in DTA only against payment received in foreign exchange as per Section 2(z)(iii) of SEZ Act, 2005.
(viii) Status of pending forex outgo of Rs. 1433.44 lakhs (as per APR 2016-17), duly certified by CA.
(ix) Reply to this office letter dated 16.10.2015 regarding filing of Softex.
(x) Unit has changed Registered Office address to C-144., Sarvodaya Enclave, New Delhi – 110017, as per Certificate of Incorporation pursuant to change of name, but did not intimate the same to this office. Hence, INC 22 submitted with ROC for change of registered office, required to be submitted.

It was further informed that vide Instruction No. 89 dated 17.05.2018 DOC has issued guidelines regarding change in shareholding pattern, name change of SEZ Developers and SEZ Unit. As per Para 5(ii) of said guidelines “Re-organisation including change of name, change of shareholding pattern, business transfer arrangements, court approved mergers and demergers, change of constitution of unit located in SEZs may be undertaken with the prior approval of Approval Committee in respect of units subject to the condition that the unit shall not opt out or exit out of the Special Economic Zone and continues to operate as a going concern. All liabilities of the unit will remain unchanged on such reorganization”.

Further, as per Para 6 of said guidelines, such reorganization shall be subject to the following safeguards:-
Minutes of the Approval Committee meeting of SEZs in Haryana held on 06.07.2018 at NSEZ, Noida

10. i) Seamless continuity of the SEZ activities with unaltered responsibilities and obligations for the altered entity.
   ii) Fulfillment of all eligibility criteria applicable, including security clearances etc., by the altered entity and its constituents;
   iii) Applicability of and compliance with all Revenue / Company Affairs / SEBI etc. Act/Rules which regulate issues like capital gains, equity change, transfer, taxability etc.
   iv) Full financial details relating to change in equity / merger, demerger, amalgamation or transfer of ownership etc. shall be furnished immediately to Member (IT), CBDT, Department of Revenue and to the jurisdictional Authority.
   v) The Assessing Officer shall have the right to assess the taxability of gain / loss arising out the transfer of equity or merger, demerger, amalgamation, transfer and ownerships etc. as may be applicable and eligibility for deduction under relevant sections of the Income Tax Act, 1961.
   vi) The applicant shall comply with relevant State Government laws, including those relating to lease of land, as applicable.
   vii) The unit shall furnish details of PAN and jurisdictional assessing officer of the unit to CBDT.

However, no one from the unit appeared before the Approval Committee to explain the proposal.

After due deliberations, the Committee deferred the proposal with direction to obtain requisite documents / information from the unit.

11. M/s. Clairvolex Knowledge Processes Pvt. Ltd. (Unit-II), a unit in the IT/ITES SEZ of M/s. Gurgaon Infospace Ltd. at Village- Dundahera, Sector-21, Gurgaon (Haryana) for change of name of the company to “M/s. Clairvolex IP Solutions Pvt. Ltd.” and change in shareholding pattern.

It was brought to the notice of the Approval Committee that /s. Clairvolex Knowledge Processes Pvt. Ltd. (Unit-II), a unit in the IT/ITES SEZ of M/s. Gurgaon Infospace Ltd. at Village- Dundahera, Sector-21, Gurgaon (Haryana) has submitted proposal for change of name of the company to “M/s. Clairvolex IP Solutions Pvt. Ltd.”. It was informed that the unit has submitted following supporting documents :-

(ii) List of present directors of the company, as given below:-

<table>
<thead>
<tr>
<th>List of directors as intimated vide letter dated 17.06.2016.</th>
<th>Present Directors</th>
</tr>
</thead>
<tbody>
<tr>
<td>i) Mr. Arun Kumar Pillai</td>
<td>i) Mr. Arun Kumar Pillai</td>
</tr>
<tr>
<td>ii) Mr. Manoj Vashudevan Nair</td>
<td>ii) Mr. Manoj Vashudevan Nair</td>
</tr>
<tr>
<td>iii) Mr. Sriram Viswanathan</td>
<td>iii) Mr. Sriram Viswanathan</td>
</tr>
<tr>
<td>iv) Mr. Robert Carlo Romeo</td>
<td>iv) Mr. Robert Carlo Romeo</td>
</tr>
<tr>
<td></td>
<td>v) Mr. Nicholas Earle Brathwaite</td>
</tr>
</tbody>
</table>

(iii) Copy of e-PAN No. AACCC8420F in the name of M/s. Clairvolex IP Solutions Pvt. Ltd.
(iv) Copy of Board Resolution dated 06.04.2018 deciding filing application for change of name of the company with ROC and authorization in favour Mr. Manoj Vasudevan Pillai, Managing Director & Ms. Sweta Sapra, Company Secretary on behalf of the company.

It was further informed that the unit had mentioned that there is no change in shareholding pattern of the company before & after change of name w.e.f. 13.04.2018. However, it was informed that there has been 40.69% changes in shareholding pattern of the company in comparison to the shareholding details (as on 31.03.2014) as per Audited Balance for the year 2013-14 submitted by the unit at the time of project application, which are as under:-

<table>
<thead>
<tr>
<th>Shareholding pattern (as on 31.03.2014) as per audited balance sheet for the year 2013-14 submitted with project application</th>
<th>Shareholding Pattern now submitted by the unit (as on 13.04.2018)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Name of shareholder</td>
<td>No. of shares held</td>
</tr>
<tr>
<td>Patsys Consulting Pvt. Ltd.</td>
<td>5406027</td>
</tr>
<tr>
<td>Agnus Global Holdings Pte Ltd.</td>
<td>1639273</td>
</tr>
<tr>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>Total: 7045300</td>
<td>100.00%</td>
</tr>
</tbody>
</table>

Further, it was informed that following documents / information also required to be submitted by the unit, which has been communicated to them vide this office email dated 02.07.2018:-

(i) Copy of M&AOA in the name of M/s. Clairvolex IP Solutions Pvt. Ltd.
(ii) Copy of Import Export Code in the name of M/s. Clairvolex IP Solutions Pvt. Ltd.
(iii) A duly notarized undertaking on Rs.100/- Stamp Paper to the effect that consequent to the change of name all Assets and Liabilities of the SEZ unit of M/s. Clairvolex Knowledge Processes Pvt. Ltd. have been/shall be taken over by of M/s. Clairvolex IP Solutions Pvt. Ltd. in respect of LOA No. 10/31/2015-SEZ/10886 dated 14.10.2015.
(iv) Copies of Form DIR 11/12 for appointment of Mr. Nicholas Earle Brathwaite along with copies of his Passport & PAN Card also required to be submitted.
(v) Details of changes in Shareholding pattern starting from the date of issueance of LOA to till date giving details of shareholders, no. of shares held, percentage of shares held and exact date of changes therein duly certified by CA.
(vi) Copy of Board Resolution in favour of Mr. Surjit Modak to sign documents on behalf of the company.
(vii) Copy of registered lease deed in respect of premises in possession of the unit i.e. 2nd floor, Tower-B, Building No.6.

(viii) Status of pending forex outgo of Rs.1083.51 lakhs (as per APR 2016-17), duly certified by CA.

(ix) Unit has changed Registered Office address to C-144., Sarvodaya Enclave, New Delhi - 110017, as per Certificate of Incorporation pursuant to change of name, but did not intimated the same to this office. Hence, INC 22 submitted with ROC for change of registered office, required to be submitted.

It was further informed that vide Instruction No. 89 dated 17.05.2018 DOC has issued guidelines regarding change in shareholding pattern, name change of SEZ Developers and SEZ Unit. As per Para 5(ii) of said guidelines "Re-organisation including change of name, change of shareholding pattern, business transfer arrangements, court approved mergers and demergers, change of constitution of unit located in SEZs may be undertaken with the prior approval of Approval Committee in respect of units subject to the condition that the unit shall not opt out or exit out of the Special Economic Zone and continues to operate as a going concern. All liabilities of the unit will remain unchanged on such reorganization".

Further, as per Para 6 of said guidelines, such reorganization shall be subject to the following safeguards:-

i) Seamless continuity of the SEZ activities with unaltered responsibilities and obligations for the altered entity.

ii) Fulfillment of all eligibility criteria applicable, including security clearances etc., by the altered entity and its constituents;

iii) Applicability of and compliance with all Revenue / Company Affairs / SEBI etc. Act/Rules which regulate issues like capital gains, equity change, transfer, taxability etc.

iv) Full financial details relating to change in equity / merger, demerger, amalgamation or transfer of ownership etc. shall be furnished immediately to Member (IT), CBDT, Department of Revenue and to the jurisdictional Authority.

v) The Assessing Officer shall have the right to assess the taxability of gain / loss arising out the transfer of equity or merger, demerger, amalgamation, transfer and ownership etc. as may be applicable and eligibility for deduction under relevant sections of the Income Tax Act, 1961.

vi) The applicant shall comply with relevant State Government laws, including those relating to lease of land, as applicable.

vii) The unit shall furnish details of PAN and jurisdictional assessing officer of the unit to CBDT.

However, no one from the unit appeared before the Approval Committee to explain the proposal.

After due deliberations, the Committee deferred the proposal with direction to obtain requisite documents / information from the unit.
12. **Proposal of M/s. Gurgaon Infospace Ltd. for allotment of space to M/s. Godfrey Phillips India Ltd. to setup & operate a ‘Food & beverages Store’ in the processing area of IT/ITES SEZ located at Village Dundahera, Sector-21, Gurgaon (Haryana).**

It was brought to the notice of the Approval Committee that M/s. Gurgaon Infospace Ltd., Developer has submitted proposal for allotment of built-up space of 848.41 Sqft. (78.82 Sqmt) at Ground floor, Block 4A (Amenity Block-II) in the processing area of IT/ITES SEZ at Village Dundahera, Sector-21, Gurgaon (Haryana) on lease basis to M/s. Godfrey Phillips India Ltd. to setup & operate a ‘Food & beverages Store’ under the category of ‘Food Services including cafeteria, food court(s), restaurant, Coffee shops, Canteen & catering facilities’ approved by BoA.

It was informed that the developer has also submitted area-wise details of such activities approved by BOA, area-wise details of approvals given by the Approval Committee for allotment for such activities & balance area available for leasing, as given below:-

<table>
<thead>
<tr>
<th>S. No.</th>
<th>Activities approved by BoA in processing area</th>
<th>Area approved by BoA</th>
<th>Total area approved by Approval Committee for allotment of space to facility providers</th>
<th>Area available for leasing</th>
</tr>
</thead>
<tbody>
<tr>
<td>(i)</td>
<td>Food services including cafeteria, food court(s), restaurants, coffee shops, canteens and catering facilities.</td>
<td>3900 Sqmt.</td>
<td>3136.01 Sqmt.</td>
<td>763.99 Sqmt.</td>
</tr>
<tr>
<td>(ii)</td>
<td>Employee welfare facilities like Crèche, Medical Centre.</td>
<td>1750 Sqmt.</td>
<td>419.08 Sqmt.</td>
<td>1330.92 Sqmt.</td>
</tr>
<tr>
<td>(iii)</td>
<td>Shopping arcade / retail space</td>
<td>300 Sqmt.</td>
<td>139.01 Sqmt.</td>
<td>160.99 Sqmt.</td>
</tr>
</tbody>
</table>

Shri Sanjay Yadav, Sr. V.P. and Shri Amrik Singh, AGM appeared before the Approval Committee on behalf of the developer and explained the proposal. On being asked by the Approval Committee regarding matter of M/s. Live Wok, the representative of the developer informed that the Approval Committee in its meeting held on 02.02.2018 had cancelled the permission letter dated 03.07.2015 granted for allotment of built up space of 24295 Sqft. at Ground floor, Amenity Block to M/s. Kwals Hospitality OPC Pvt. Ltd. to setup & operate a ‘Food Court’ in the processing area of SEZ.

He informed that M/s. Kwals Hospitality OPC Pvt. Ltd. had appointed six different sub-operators, including M/s. Live Wok, to operate their food courts from the area allotted to them. He further informed that after cancellation of permission letter dated 03.07.2015 by the Approval Committee, M/s. Kwals Hospitality OPC Pvt. Ltd. and its 5 vendors have closed down its operations of food court from SEZ, however, M/s. Live Wok didn’t vacate the premises. He informed that they had requested M/s. Live Wok to discontinue their operations as their presence and operations in the SEZ is illegal in the absence of valid permission and to vacate the premises, however, instead of vacating the SEZ
premises, M/s. Live Wok has filed suit for injunction in Civil Court, Gurgaon against them. Further, he informed that the Hon'ble Civil Court, Gurugram vide his order dated 16.05.2018 has ordered to maintain status quo on said property.

After due deliberations, the Approval Committee decided to defer the proposal and directed the Specified Officer to visit the Amenity Blocks of SEZ to inspect whether any other unauthorized food court vendor has been operating therein and submit a factual report to this office. The Approval Committee also directed that it may also be ascertained as to whether any other original allottee has entered into the agreement of subletting of space with other vendor. Besides, the Committee also directed to issue a show cause notice to the Developer for allowing six other unauthorized vendors / firms to work from the SEZ under the permission dt. 03.07.2015 granted to M/s. Kwals Hospitality and concealing this fact from the UAC at the time of consideration of cancellation proposal of the said permission dt. 03.07.2015.

13. **Proposal of M/s. Gurgaon Infospace Ltd. for allotment of space to M/s. Apollo Hospitals Enterprise Ltd. to setup & operate a 'Pharmacy and Healthcare Store' in the processing area of IT/ITES SEZ located at Village Dundahera, Sector-21, Gurgaon (Haryana).**

It was informed that the Approval Committee in its meeting held on 06.04.2018 had deferred the proposal of M/s. Gurgaon Infospace Ltd., Developer for allotment of built-up space of 565 Sqft. (52.49 Sqmt) at Ground floor, Block 4A (Amenity Block-II) in the processing area of IT/ITES SEZ at Village Dundahera, Sector-21, Gurgaon (Haryana) to M/s. Apollo Hospitals Enterprise Ltd. to setup & operate a 'Pharmacy and Healthcare Store' keeping in view that proposed activity is basically commercial activity and appropriately it should be covered under 'Shopping arcade / retail space' for which proposed space (52.49 Sqmt) was not available with the developer at that time.

It was further informed that the developer vide its letter dated 25.06.2018 has informed that that recently the Approval Committee in its meeting held on 01.06.2018 had approved the proposals for reduction of area allotted to M/s. Bharti Airtel Ltd., M/s. Archies Ltd. & M/s. Alisha Retail Pvt. Ltd., which are approved under the category of "Shopping arcade / retail space", resulting in the available balance area under "Shopping arcade / retail space" has increased to 160.99 Sqmt.

Further, it was informed that the developer has stated that 'Pharmacy' is an authorised operation in respect of IT/ITES SEZs in terms of 'One First-Aid post or 10-beded Clinic/Poly clinic/Pharmacy/ Medical Center' listed at Sl. No. B of Instruction No. 50 dated 15.03.2010 issued by DOC. It was informed that the developer has requested to approve the allotment of 52.49 Sqmt built-up area to M/s. Apollo Hospitals Enterprise Ltd. to setup & operate a 'Pharmacy and Healthcare Store' under the category 'Employee welfare facilities like Crèche, Medical Centre' as approved by

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Minutes of the Approval Committee meeting of SEZs in Haryana held on 06.07.2018 at NSEZ, Noida

BoA, where in 1330.92 Sqmt. area is available OR in the alternative it may be approved under 'Shopping arcade / retail space', wherein 160.99 Sqmt. area available for leasing.

Shri Sanjay Yadav, Sr. V.P and Shri Amrik Singh, AGM appeared before the Approval Committee on behalf of the developer and explained the proposal.

The Approval Committee observed that 'Pharmacy' is an authorised operation in respect of IT/ITES SEZs in terms of 'One First-Aid post or 10-bedded Clinic/Poly clinic/Pharmacy/ Medical Center' listed at Sl. No. B of Instruction No. 50 dated 15.03.2010 issued by DOC and the proposal of the developer for allotment of space to M/s. Apollo Hospitals Enterprise Ltd. to setup & operate a 'Pharmacy and Healthcare Store' may be covered under the category 'Employee welfare facilities like Crèche, Medical Centre'.

After due deliberations, the Approval Committee approved the proposal under the category 'Employee welfare facilities like Crèche, Medical Centre' subject to the condition that no tax / duty benefit shall be available to M/s. Apollo Hospitals Enterprise Ltd. to setup, operate & maintain such facility in the processing area of the SEZ. This facility shall be used exclusively by the employees of SEZ & units located therein.

14. Proposal of M/s. Gurgaon Infospace Ltd. for cancellation of the approval granted for allotment of space to M/s. The Food Planet to setup & operate a food restaurant namely 'Al-Kabab' in the processing area of IT/ITES SEZ at Dundahera, Gurgaon (Haryana).

It was brought to the notice of the Approval Committee that M/s. Gurgaon Infospace Ltd., Developer has submitted a request for cancellation of permission letter No. 10/115/2007-SEZ/10433 dated 23.12.2011 issued by this office for allotment of 1542 sqft super built-up area on lease basis to M/s. The Food Planet to setup & operate a food restaurant namely 'Al-Kabab' at Ground Floor, Amenity Block of IT/ITES SEZ at Village Dundahera, Sector-21, Gurgaon (Haryana). It was informed that the developer has submitted copy of Order dated 10.01.2018 passed by Hon'ble Additional District Judge-cum-Judge, Special Commercial Court, Gurugram.

Shri Sanjay Yadav, Sr. V.P. and Shri Amrik Singh, AGM appeared before the Approval Committee on behalf of the developer and informed that in absence of any response form M/s. The Food Planet, they moved a petition under Section 9 of the Arbitration & Conciliation Act, 1996 in the Special Commercial Court (Haryana) in accordance with the arbitration clause mentioned in the lease deed. After complying with the due legal process the petition was allowed in terms of their petition and an order dated 10.01.2018 passed by Hon'ble Additional District Judge-cum-Judge, Special Commercial Court, Gurugram. He further informed that they have taken possession of the
premises allotted to M/s. The Food Planet on the basis of Order dated. 10.01.2018 passed by Hon’ble Court.

After due deliberations, keeping in mind the matter of M/s. Kwals Hospitality OPC Pvt. Ltd., the Approval Committee decided to defer the proposal and directed the Specified Officer to visit the Amenity Blocks of SEZ to inspect whether any other unauthorized food court vendor is operating therein and submit report to this office.

15. **Proposal of M/s. G.P. Realtors Pvt. Ltd. (IREO) for approval of list of materials to carry on authorized operations in the Electronics Hardware & IT/ITES SEZ at Village Behrampur, Bandhwari & Balola, Distt. Gurgaon (Haryana).**

It was brought to the notice of Approval Committee that M/s. G.P. Realtors Pvt. Ltd., Developer of IT/ITES SEZ at Village- Behrampur, Balola & Bandhwari, Distt- Gurgaon (Haryana) had submitted proposal for approval of list of materials to carry on the following default authorized operations in their SEZ:-

<table>
<thead>
<tr>
<th>Sl. No.</th>
<th>Authorized Operation</th>
<th>Sl. No. at default list of Authorised Operations as per Inst. No. 50 &amp; 54</th>
<th>Estimated Cost (Rs. in lakhs)</th>
</tr>
</thead>
<tbody>
<tr>
<td>1.</td>
<td>Roads with Street lighting, Signals and Signage.</td>
<td>01</td>
<td>4.70</td>
</tr>
<tr>
<td>2.</td>
<td>Electrical, Gas and Petroleum Natural Gas Distribution Network including necessary substations of appropriate capacity, pipeline network etc.</td>
<td>04</td>
<td>10.20</td>
</tr>
<tr>
<td></td>
<td>Total:</td>
<td></td>
<td>14.90</td>
</tr>
</tbody>
</table>

Mr. Nilesh Ramjiyani, Sr. VP & Mr. Ashish Agarwal, AGM appeared before the Approval Committee on behalf of the developer and explained the requirement of proposed items.

After due deliberations, the Approval Committee approved the proposed list of materials.

16. **Proposal in respect of M/s LexInnova Technologies Pvt. Ltd. (Name changed to Li Consulting Pvt. Ltd.), a unit in DLF Cyber City Developers Ltd. IT/ITES SEZ, Gurgaon for monitoring of performance and consideration of exit from the SEZ scheme.**

It was informed to the Approval Committee that the proposal of M/s LexInnova Technologies Pvt. Ltd. a unit in DLF Cyber City Developers Ltd. IT/ITES SEZ, Gurgaon was placed before the Approval Committee in its meeting held on 05.01.2018 for monitoring of performance and consideration of exit to the unit from the SEZ scheme. During the meeting the representative of the unit had informed that they have applied to RBI for write off of US$ 325273 and conversion of the receivable i.e. US $1852260 into equity shares in two major companies in Hongkong. It was informed that the Approval Committee had deferred the proposal and directed the representative of
the unit to obtain necessary permission from RBI for all such write-off as well as conversion in equity share of pending forex realization and submit copy of the same to this office for further consideration by the Approval Committee. The Approval Committee had given two month time to unit for submission of the aforesaid documents. Further, the Approval Committee in its meeting held on 06.04.2018, had given further two month time to unit for submission of the required documents.

It was further informed that the unit vide its email dt. 05.07.2018, has informed that they have received part payment of USD 230000 (including Bank charges) (INR 15,308,500/-) from its debtors namely M/s. LexInnova Technologies LLC (out of unrealized amount of USD 2210033 as earlier informed by the unit). It was informed that Unit has enclosed copies of three Certificates of Foreign Inward Remittance. It was informed that the unit has further mentioned that they are chasing with them to clear outstanding amount as soon as possible and unit has requested to give six months’ time to get the realization from its debtors.

Shri Siddharth Gupta, Authorised Person appeared before the Approval Committee on behalf of the unit. He informed that they are chasing with their client to clear outstanding amount as soon as possible and they also hope to get the realization of the pending amount and need a minimum period of two months for the same.

After due deliberations, the Approval Committee deferred the proposal and gave further two months time to unit for submission of the required documentary evidence, failing which Show Cause Notice for non-realisation of export proceeds under Foreign Trade (Development and Regulation) Act, 1992, shall be issued.

17. Proposal of M/s Daffodil Software Ltd., a unit in the IT/ITES SEZ of M/s DLF Ltd. at Vill: Silokhera, Sector-30, Gurugram (Haryana) for change of Name/ Constitution of Company from ‘Limited Company’ to ‘Private Limited Company’.

It was brought to the notice of the Approval Committee that M/s. Daffodil Software Limited, a unit in the IT/ITES SEZ of M/s DLF Ltd at Vill: Silokhera, Sector-30, Gurugram Haryana has submitted proposal for conversion of company from “Public Limited” to “Private Limited” i.e. from ‘Daffodil Software Limited’ to ‘Daffodil Software Private Limited’. It was informed that the unit has submitted following documents:

i) Copy of Certificate of Incorporation consequent upon conversion from Ltd. to Private Ltd. issued by ROC Delhi on 17.11.2017.
ii) Copy of MOA/ AOA in the name of Daffodil Software Pvt. Ltd.
iii) Copy of PAN Card in the name of M/s Daffodil Software Pvt. Ltd. (PAN No: AABCD2630B).
iv) A letter dt. 10.04.2018 from the Company Secretary confirming that there has been no change in the shareholding pattern and directors consequent to the conversion of company from Ltd to Private Limited with effect from 17.11.2017.

v) Updated list of directors as per which presently there are 6 directors in the company namely:
- Krishan Kumar Agarwal
- Yogesh Aggarwal
- Amandeep
- Deepak Mittal
- Virendra Rana
- Sachin Garg

vi) An Undertaking on Rs.101/- non-judicial stamp paper to the effect that consequent to conversion of company from Public Limited to Private Limited w.e.f. 17.11.2017, all the assets and liabilities of SEZ unit of M/s. Daffodil Software Limited have been taken over by M/s. Daffodil Software Private Limited in respect of LOA No. 10/103/2012-SE2/1383 dated 29.01.2013.

vii) Copy of acknowledgement receipt of letter dated 15.01.2018 filed with DGFT for change in Import-Export Code.

viii) Copy of INC 22 for change of registered office of the company.

ix) CA certified details of shareholding pattern of the company before & after change of name/constitution of the company, as given below:-

<table>
<thead>
<tr>
<th>S. No.</th>
<th>Name of shareholder</th>
<th>Nos. of shares as on 31.03.2017</th>
<th>Nos. of shares as on 17.11.2017 (date of change of constitution)</th>
<th>% share</th>
</tr>
</thead>
<tbody>
<tr>
<td>1.</td>
<td>Mr. Yogesh Aggarwal</td>
<td>1913080</td>
<td>1913080</td>
<td>81.1693%</td>
</tr>
<tr>
<td>2.</td>
<td>Master Rudra Agarwal</td>
<td>200000</td>
<td>200000</td>
<td>8.4857%</td>
</tr>
<tr>
<td>3.</td>
<td>Mr. Praveen Agarwal</td>
<td>130000</td>
<td>130000</td>
<td>5.5157%</td>
</tr>
<tr>
<td>4.</td>
<td>Krishn Kumar Agarwal &amp; Sons</td>
<td>81860</td>
<td>81860</td>
<td>3.4732%</td>
</tr>
<tr>
<td>5.</td>
<td>Mr. Neeraj Khanna</td>
<td>10000</td>
<td>10000</td>
<td>0.4243%</td>
</tr>
<tr>
<td>6.</td>
<td>Mr. Ashish Srivastav</td>
<td>6000</td>
<td>6000</td>
<td>0.2546%</td>
</tr>
<tr>
<td>7.</td>
<td>Mr. Rajiv Poonia</td>
<td>4000</td>
<td>4000</td>
<td>0.1697%</td>
</tr>
<tr>
<td>8.</td>
<td>Mr. Vikas Joshi</td>
<td>4000</td>
<td>4000</td>
<td>0.1897%</td>
</tr>
<tr>
<td>9.</td>
<td>Mr. Nitin goel</td>
<td>3000</td>
<td>3000</td>
<td>0.1273%</td>
</tr>
<tr>
<td>10.</td>
<td>Mr. Uday Parmar</td>
<td>3000</td>
<td>3000</td>
<td>0.1273%</td>
</tr>
<tr>
<td>11.</td>
<td>Ms. Sunita Mittal</td>
<td>1025</td>
<td>1025</td>
<td>0.0435%</td>
</tr>
<tr>
<td>12.</td>
<td>Ms. Indu Bangia</td>
<td>725</td>
<td>725</td>
<td>0.0308%</td>
</tr>
<tr>
<td>13.</td>
<td>Mr Rajeev Goel</td>
<td>200</td>
<td>200</td>
<td>0.0085%</td>
</tr>
<tr>
<td>14.</td>
<td>Mrs. Mahima Agarwal</td>
<td>10</td>
<td>10</td>
<td>0.0004%</td>
</tr>
<tr>
<td></td>
<td></td>
<td>2356900</td>
<td>2356900</td>
<td>100%</td>
</tr>
</tbody>
</table>

CA has mentioned that there is no change in shareholding pattern before as on 31.03.2017 & after change of constitution of the company w.e.f. 17.11.2017.

It was informed that year wise Performance/NFE achievement status of unit as per report received from NSEZ CA firm is as follows:-

(Rs. in lakhs)
Minutes of the Approval Committee meeting of SEZs in Haryana held on 06.07.2018 at NSEZ, Noida

<table>
<thead>
<tr>
<th>Year</th>
<th>FOB value of export</th>
<th>Total Outflow</th>
<th>NFE earned During the period</th>
<th>DTA Sales</th>
<th>Pending Foreign Exchange realization</th>
</tr>
</thead>
<tbody>
<tr>
<td>2013-14</td>
<td>1192.95</td>
<td>0.00</td>
<td>1192.95</td>
<td>44.99</td>
<td>340.83</td>
</tr>
<tr>
<td>2014-15</td>
<td>2463.27</td>
<td>0.00</td>
<td>2463.27</td>
<td>553.58</td>
<td>0.00</td>
</tr>
<tr>
<td>2015-16</td>
<td>3199.56</td>
<td>0.00</td>
<td>3199.56</td>
<td>753.89</td>
<td>0.00</td>
</tr>
<tr>
<td>2016-17</td>
<td>3893.33</td>
<td>0.00</td>
<td>3893.33</td>
<td>718.09</td>
<td>0.00</td>
</tr>
<tr>
<td>Total</td>
<td>10749.11</td>
<td>0.00</td>
<td>10749.11</td>
<td>2070.55</td>
<td>340.83</td>
</tr>
</tbody>
</table>

It was further informed that the unit has submitted revised APR for 2013-14 with changed figures of export/NFE etc. which will have an effect on APRs of subsequent years hence the unit is required to submit revised APRs for the year 2014-15 to 2016-17 accordingly, along with justification for such changes duly supported with documentary evidence. Further, value of DTA sale from 2013-14 to 2016-17 has also been revised from Rs.2070.55 lakhs to Rs.227.47 lakhs. Besides, unit is also required to give the mode of payment received against sale of services in DTA.

Further, it was informed that following observations/discrepancies have been observed:-

i) Changes in directors were carried out on 22.03.2014, 16.01.2015 12.12.2015 & 29.09.2016. However, unit informed about changes vide its letter dated 12.02.2018 that too after getting letter dated 09.01.2018 from this office. Therefore, there is substantial delay on the part of unit to inform the changes in directors whereas unit was bound to intimate such changes forthwith as per Condition No. 14 of Bond-cum-LUT.

ii) Unit had also not intimated change in their registered office w.e.f. 26.12.2016. In this regard, the unit vide its letter dated 06.06.2018 has stated that due to inadvertence, intimation for change in address was not intimated to this office.

iii) CA certified details of outstanding forex giving amount in INR in Lakhs instead of foreign currencies need to be given. Besides unit will also need to submit RBI condonation letter wherever realization is pending beyond 9 months of export date.

iv) Copy of IEC in amended name not submitted.

v) Details of changes in Shareholding pattern of the company starting from the date of filing of project application up to 31.03.2017, duly certified by CA, as already requested vide this office email dated 22.01.2018 required to be submitted.

It was informed that vide Instruction No. 89 dated 17.05.2018, DOC has issued guidelines regarding change in shareholding pattern, name change of SEZ Developers and SEZ Unit. As per Para 5(ii) of said guidelines "Re-organization including change of name, change of shareholding pattern, business transfer arrangements, court approved mergers and demergers, change of constitution of unit located in SEZs may be undertaken with the prior approval of Approval Committee in respect of units subject to the condition that the unit shall not opt out or exit out of the
Special Economic Zone and continues to operate as a going concern. All liabilities of the unit will remain unchanged on such reorganization”.

Further, as per Para 6 of said guidelines, such reorganization shall be subject to the following safeguards:

i) Seamless continuity of the SEZ activities with unaltered responsibilities and obligations for the altered entity.

ii) Fulfilment of all eligibility criteria applicable, including security clearances etc., by the altered entity and its constituents;

iii) Applicability of and compliance with all Revenue / Company Affairs / SEBI etc. Act/Rules which regulate issues like capital gains, equity change, transfer, taxability etc.

iv) Full financial details relating to change in equity / merger, demerger, amalgamation or transfer of ownership etc. shall be furnished immediately to Member (IT), CBDT, Department of Revenue and to the jurisdictional Authority.

v) The Assessing Officer shall have the right to assess the taxability of gain / loss arising out the transfer of equity or merger, demerger, amalgamation, transfer and ownership etc. as may be applicable and eligibility for deduction under relevant sections of the Income Tax Act, 1961.

vi) The applicant shall comply with relevant State Government laws, including those relating to lease of land, as applicable.

vii) The unit shall furnish details of PAN and jurisdictional assessing officer of the unit to CBDT.

Shri Ajit Kumar, Manager-Finance & Accounts & Ms. Yashna Pahwa, Company Secretary appeared before the Approval Committee on behalf of the unit and explained the proposal. The representatives of the unit informed that earlier they had submitted provisional APR for the year 2013-14 and now they have submitted revised APR on the basis of actual exports / DTA sales. As regards variation in figures of DTA sales, the representative of the unit informed that they have a DTA unit in Hisar engaged in supply of services in DTA only. He further added that the person who had filed previous APRs was in impression that the figures of DTA sales are to be given collectively including DTA sales of Hisar DTA unit. He further informed that now they have realized the mistakes and have submitted revised APR for the year 2013-14 & details of DTA sales made by SEZ unit. The representative of the unit requested to approve the change of name of the unit so that they can execute Bond-cum-Legal Undertaking in new name for further procurement.

Shri Jitendra Singh, Dy. Commissioner, Income Tax requested to provide copies of APRs submitted by the unit for his examination.

After due deliberations, the Committee approved the proposal of the unit for change of name from 'Daffodil Software Limited' to 'Daffodil Software Private Limited', in terms of Instruction No. 89 issued by DOC, subject to the condition that all the assets & liabilities of M/s. Daffodil Software Limited under LOA No.10/103/2012-SEZ/1383 dated 29.01.2013 shall be taken over by M/s. Daffodil Software Private Limited and revised Bond-Cum-LUT shall be executed by Daffodil Software Private Limited.
Minutes of the Approval Committee meeting of
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Limited. Approval Committee observed variations in the figures of Exports/NFE/DTA sales in revised APR for the year 2013-14 & details of DTA sales now submitted by the unit. The Approval Committee directed the representative of the unit to submit details showing figures of Export /NFE/DTA sales earlier submitted and figures of Export /NFE/DTA sales submitted now along with the detailed reasons for such difference therein supported with documentary evidence, duly certified by Chartered Accountant, within 15 days, to this office. Approval Committee also directed to the representative of the unit to submit status of pending foreign exchange realization duly certified by CA along with other pending documents/information as per observations above. Further, the Approval Committee directed that on receipt of details / documents from the unit, the same shall be got examined by CA firm, NSEZ, who can call representative of unit to discuss the matter. The Approval Committee further directed that the complete facts and examination report of CA firm, NSEZ may be placed before it for monitoring of performance of the unit.

18. Proposal of M/s. Ericsson India Global Services Pvt. Ltd. for partial deletion of area of the unit located in the IT/ITES SEZ of M/s. ASF Insignia SEZ Pvt. Ltd. at Village Gwal Pahari, Gurgaon (Haryana) - Transfer of goods to Co-developer within the same SEZ on payment of applicable duties.

It was informed that Approval Committee in its meeting held on 04.05.2018 & subsequent meeting dated 01.06.2018 had approved the proposal of M/s. Ericsson India Global Services Pvt. Ltd. for partial deletion of area i.e. “212627 Sqft. at 4th to 17th floor, Block-A, Grand Canyon Building (B3)” of its unit located in the in the IT/ITES SEZ of ASF Insignia SEZ Pvt. Ltd. at Village Gwal Pahari, Distt- Gurgaon (Haryana), subject to submission of ‘NOC’ from SEZ Customs & SEZ Developer. The approval had been conveyed to the unit vide this office letter dated 25.06.2018 with a copy to Specified Officer.

It was further informed that Specified Officer had informed that the unit vide its letter dated 26.06.2018 has requested to grant special permission to leave the furniture & fixtures (fixed and movable) installed at 4th to 17th floor, Block-A, Grand Canyon Building (B3) with SEZ Co-developer, M/s. Grand Canyon SEZ Pvt. Ltd.. It was informed that the unit had stated that as per the lease terms, at the time of vacating the leased space, they are bound to hand over space back to the Co-developer on warm-shell basis as the interiors and fit outs were carried out by them. To hand over the vacated space on warm-shell basis, Ericsson will have to dismantle all the furniture & fixtures (fixed and movable) which will result in possible damage of building and also involve additional cost / time in repair & maintenance of the building. During the dismantling process most of the interiors & fixtures will get damaged & result in scrap. To avoid these additional time/cost burden, Ericsson & Co-Developer have mutually agreed to leave the furniture and fixtures on “as is where is” basis with the co-developer M/s Grand Canyon SEZ Pvt. Ltd. on a sale consideration at Scrap value of the goods including applicable GST.
After due deliberations, the Approval Committee clarified that once the unit pays the amount of applicable tax/duties on the goods (furniture and fixtures) proposed to be de-bonded, there is no problem in permitting furniture and fixtures to be retained in the premises.

Meeting ended with a vote of thanks to the Chair.

(S. S. Shukla)
Joint Development Commissioner

(Dr. L.B. Singhal)
Development Commissioner