



टीएचडीसी इंडिया लिमिटेड
THDC INDIA LIMITED

POWERS AND DUTIES OF OFFICERS AND EMPLOYEES –

THDC India Limited is a commercial organization engaged in the business of generation of hydro-electric power. The powers and duties of officers and employees are subject to observance of the provisions of Companies' Act, 2013 as amended from time to time, the Memorandum and Articles of Association of the Company, relevant directives of Central Government applicable to the Company.

While performing their duties all employees are required to comply with all applicable statutory provisions and policies, rules, regulations and budgets as may be approved by the Board of Directors.

Since THDC India Limited is a Government Company registered under the provisions of the Companies Act, 1956, the powers and duties of its Directors and conduct of its business is regulated by the provisions of the Companies Act as amended from time to time, the Memorandum and Articles of Association of the Company and other enactment under various laws.

Further, as per the Article 29 of the Articles of Association of the Company, the powers to manage the business of the Company rest with the Board of Directors subject to compliance of conditions stipulated by the Department of Public Enterprises(DPE). The company has been accorded status of "Miniratna- Category-I" by MoP, Govt. of India in October, 2009. Some of the powers under "Miniratna" Status conferred by GoI are:

- i. **Capital Expenditure** The power to incur capital expenditure on new projects, modernisation, purchase of equipment etc., without Government approval upto Rs. 500 crore or equal to net worth, whichever is less.
- ii. **Joint Ventures and Subsidiaries** The power to incur capital expenditure on new projects, modernisation, purchase of equipment etc., without Government approval upto Rs. 500 crore or equal to net worth, whichever is less.

- iii. **Mergers and Acquisitions** The Board of Directors of these CPSEs have the powers for mergers and acquisitions, subject to the conditions that (i) it should be as per the growth plan and in the core area of functioning of the CPSE, (ii) conditions/limits would be as in the case of establishing joint ventures/subsidiaries, and (iii) Cabinet Committee on Economic Affairs would be kept informed in case of investments abroad
- iv. **Technology Joint Ventures and Strategic Alliances** The Board of Directors of these CPSEs have the powers to enter into technology joint ventures, strategic alliances and to obtain technology and know-how by purchase or other arrangements, subject to government guidelines as may be issued from time to time.
- v. The Board of Directors of these CPSEs have the powers to structure and implement schemes relating to personnel and human resource management, training, voluntary or compulsory retirement schemes, etc.