



Smart City
MISSION TRANSFORM-NATION

**Guideline for framing Human Resource (HR) Policy
for the Special Purpose Vehicles (SPVs) under Smart
Cities Mission**

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1 INTRODUCTION & PURPOSE

1.1 Introduction

The Smart Cities Mission (SCM) Statement & Guidelines released by the Government of India (GoI) envisage implementation of the Mission at the city level by a Special Purpose Vehicle (SPV) created for the purpose. One of the primary reasons for the creation of an SPV for the Smart Cities Mission is to ensure operational independence and autonomy in decision-making and mission implementation. The SPV will plan, appraise, approve, release funds, implement, manage, operate, monitor and evaluate the Smart City development projects.

The << Name of SPV >> is promoted by the Government of [... (State/UT)] with [... (state name of ULB)] with equal shareholding and is incorporated as a limited company under the Companies Act, 2013. The SPVs business is mandated as per its Memorandum of Association and its internal management structure is defined in the Articles of Association both of which are vetted and approved by the Shareholders of the Company. The Company is expected to comply with all the applicable provision of the Companies Act, 2013 and the shareholders, the directors and the employees are expected to follow the provisions of the Act and its Rules so far as they apply to the Company. The Company is headed by a full time Chief Executive Officer (CEO) and has nominees of Central Government, State Government and ULB on its Board. The key functions of the Company as per its Articles of Association (AoA) are: *[To be filled as per the AoA of the Company]*

- a. Approve and sanction the projects including their technical appraisal.
- b. Execute the Smart City Proposal with complete operational freedom.
- c. Take measures to comply with the requirements of MoHUA with respect to the implementation of the Smart Cities programme.
- d. Mobilize resources within timelines and take measures necessary for the mobilisation of resources.
- e. Approve and act upon the reports of a third-party Review and Monitoring Agency.
- f. Overview Capacity Building activities.
- g. Develop and benefit from inter-linkages of academic institutions and organizations.
- h. Ensure timely completion of projects according to set timelines.
- i. Undertake review of activities of the Mission including budget, implementation of projects, and preparation of SCP and co-ordination with other missions / schemes and activities of various ministries.

- j. Monitor and review quality control related matters and act upon issues arising thereof.
- k. Incorporate joint ventures and subsidiaries and enter into Public Private Partnerships as may be required for the implementation of the Smart Cities programme
- l. Enter into contracts, partnerships and service delivery arrangements as may be required for the implementation of the Smart Cities Mission
- m. Determine and collect user charges as authorised by the ULB Collect taxes, surcharges etc. as authorised by the ULB

1.1.1 **Role of Human Resources Function in << Name of SPV >>.**

The Human Resources (HR) Department in the Company is expected to play a key role in supporting the strategic and operational managers and employees by providing suitable and appropriate strategic and transactional HR services. The key roles envisaged for the department are:

- a. Manpower Planning and Recruitment covering career progression and planning, recruitment and induction, and internal transfers
- b. Personnel, Payroll and Benefit Management to cover personnel and payroll management including administration of personnel benefits, working hours, workplace safety and prevention of sexual harassment, grievances and discipline management and code of conduct.
- c. Performance Management, Training and Development: This covers employees' performance evaluation, promotions, training and development of employees.
- d. Separation Management: This section covers employee resignation, termination, gratuity/pension and exit interviews.

1.2 Purpose of the Policy Manual

The purpose of this Policy Manual is to lay down broad human resource policies and their implementation plan that guide people management in << Name of SPV >> and compliance with various laws and help establish and maintain consistent HR practices in the workplace. These policies and procedures provide guidelines on recruitment to separation of employees, employer-employee relationships, compensation and benefits, work schedules, health and safety measures, performance evaluation of employees, training and development and others. This Policy Manual is expected to serve as a “guide” to all employees in their engagement with the << Name of SPV >>. The purpose of these policies and procedures is also to provide reference material for supervisors and senior management in relation to employment matters in the organization, which streamlines the workflow in an organization. The HR policies and procedures that are clearly written and comply with relevant laws and regulations mitigate legal risks involved in people management and protect the organisation from incurring corporate liability and employee lawsuits.

The <<name the post>> is the owner of this manual and all the policies and procedures contained herein operate within the overall Delegation of Administrative and Financial Powers Matrix as delegated to the Company by the State and to the CEO by the Board. The <<name the post>> shall be responsible for any changes/amendments/future updates/revisions to the document.

2 GLOSSARY OF TERMS USED IN THE POLICY

In this document, unless the context otherwise requires,

“Company” means ([INSERT NAME OF SPV])

"Employee" includes employees of all categories, i.e. including regular employees, employees on contract or deputation

“Reporting Manager” means any superior assigned to monitor and control the discharge of official duties by the employee, having powers of necessary approvals as delegated by the Company from time to time

"Deputation" means a method of sourcing of staff belonging to Central / State Government, Central / State Government Organizations including Autonomous Bodies, and public sector undertakings

“Management” means General Managers, Directors, Managing Director and Board of Directors of [INSERT NAME OF SPV]

“Dependent” means a person who is wholly dependent upon the employee and whose monthly income does not exceed the limits as may be specified by the [INSERT NAME OF SPV], from time to time

Family shall be defined as and include the following:

Employee’s spouse (only one) where the spouse does not avail medical benefits provided by the spouse’s employer, as verified by furnishing a certificate from his / her employer to this effect. Legally separated spouse will not be covered.

Dependent children means unmarried sons and daughters (including widows and divorcees) less than 21 years of age who are unemployed / employed only on a part-time basis and whose monthly income does not exceed [Rs. 6000] and whose employer does not provide medical assistance; physically / mentally disabled children incapable of doing any work. Dependent children shall include legally adopted children or step children. Coverage is limited to the first two dependent children only.

Dependent parents mean parents whose combined income does not exceed [Rs. 6,000] per month.

3 STRUCTURE OF << NAME OF SPV >>

3.1 Vision and Mission of << Name of SPV >>

3.1.1 The Vision of << Name of SPV >> is:

[write Vision of the SPV.....]

3.1.2 The Mission of << Name of SPV >> is:

“To facilitate urban development and smart cities mission by acting as a governing body, the SPV will support state government and existing agencies in formulation of policies, institutional capacity building and project implementation, and will assist in the funding and implementation of projects as laid down in the objectives of the Company.”

The SPV shall be guided by the following key operating principles in its vision and mission.

- a. Citizen & stakeholder Focus: Provide service to citizens & stakeholders and respond to their needs and interests in a respectful, reliable and professional manner.
- b. Environmental Responsibility: Plan and manage the operations as responsible stewards of our natural resources and the environment.
- c. Safety Awareness: Perform work with a high level of safety awareness for ourselves, our fellow employees and the public.
- d. Employee Inclusiveness: Respect and value the contributions of employees because everyone is important to the success of the operations.

3.2 Board and its Functions

The Role of the Board is not specifically defined in the Smart City Guidelines. However, as the SPV is a Company incorporated under Companies Act 2013, the relevant provisions of the Act apply. The Board and its functions are elaborated in the MoA and AoA of the Company.

3.3 Office of the CEO

The Company is managed by a full time CEO appointed by the Board of Directors. The functions of the CEO shall be as per the delegation of powers conferred by the Board and shall include, but not limited to:

- a. Overseeing and managing the general conduct of the day-to-day operations of the SPV subject to the supervision and control of the Board.
- b. Entering into contracts or arrangements for and on behalf of the Company in all matters within the ordinary course of the Company's business.
- c. To formulate and submit to the Board of Directors for approval, a Human Resource Policy(ies) that will lay down procedures for creation of staff positions, qualifications of staff, recruitment procedures, compensation and termination procedures.
- d. Recruitment and removal of the senior management of the Company and the creation of new positions in accordance with the Company's approved budget and the recruitment or increase of employees in accordance with the Human Resource Policy laid down by the Board.
- e. Supervising the work of all employees and managers of the Company and the determination of their duties, responsibilities and authority;

S.No	Band	Grade Code	Grade Name
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(SPV to Fill this Table)

3.4 Organization Structure and Staffing

The Company is managed by the CEO who directly reports to the Board of Directors. The CEO is assisted by a senior level management team and supported by an operating level management team in his/her day to day functions. A detailed organogram is attached at Annexure 1 of this Policy Manual. According to the current organization structure, the grade/level hierarchy followed by the Company is given in the following table:

As per the Manpower plan approved by the Board of the Company, the current staff strength of the Company is as follows:

S No	Band	Grade Code	Grade Name	Staff Strength	
				Sanctioned	Appointed
(SPV to fill in the Details)					

4 COMPENSATION AND BENEFITS

This Section deals with Compensation and Benefits to all regular employees of the Company. The policies contained herein will not apply to contractual employees (recruited on individual contracts), temporary staff and consultants.

4.1 Pay-Roll Cycle

The Pay-roll will be processed by the HR Department and will be disbursed by the Finance & Accounts Department of the Company. The Salary of all employees will be calculated for 30/31 days in a month and credited to their respective bank accounts as per the Company's database, on the last working day of the month. The Pay-roll cycle shall be 25th of a month to 24th of following month. Those joining the services after 25th of a month will get their salary in the next monthly processing cycle. Refer the details of Pay-roll policy detailed elsewhere in this section for additional payroll related guidelines.

4.2 Salary, Allowances and Benefits

The Company, although having significant control of by State Government and/or the ULB, is under no obligation to follow the salary structures recommended by the Pay Commission and as adopted by the Government for its employees. The Board can approve an appropriate Compensation and Benefit Plan befitting the size and operations of the Company and based on market practices and similar structures elsewhere in other Smart Cities. The Compensation and Benefit for the Company employees will be based on a Cost to Company (CTC) basis. CTC, for the purpose, is defined to mean (i) Salary (Fixed and Variable) and all monetary allowances (ii) Retirement benefits such as PF and Gratuity and (iii) Non-monetary benefits such as an office cab service, medical insurance paid for by the company, or free meals at the office, phone provided to the employee and bills reimbursed by the company, housing provided by the company, group accident insurance schemes, health insurance for employees and their dependents, etc. Salary for this purpose includes (i) Fixed Pay (ii) Variable Pay and (iii) Allowances. The Salary and Allowances will have two plans (i) "Fixed Plan" that cannot be altered for employees and (ii) "Flexible Plan" containing a few components from which an employee can choose to afford tax planning on salary incomes.

4.3 Components of CTC

The components of the CTC classified as "Fixed Plan" and "Flexible Plan" are as under:

Fixed Components (about 70% of CTC)	Flexible Components (about 30% of CTC)
Basic Pay (40% of CTC)	House Rent Allowance (limits as per Income Tax Act)
Special Allowances (25.2% of CTC)	Leave Travel Concession
Provident Fund (12% of Basic Pay)	Children Education
	Fuel Allowances
	Medical Reimbursement
	Professional Development Allowance
	Conveyance Allowance
	Car Maintenance (including driver wages)
	Soft Furnishing Allowance
	Mobile / Telephone Expenses Reimbursement
	National Pension Scheme contribution

The company will have the flexibility to decide on the components of Special Allowances under the Fixed component and the mix of flexible components of pay.

4.3.1 Basic Pay:

Basic pay is the standard rate of pay before any allowances or deductions, paid for standard hours of work.

4.3.2 Provident Fund (Employer's contribution)

- a. Employer's contribution to Provident Fund of an employee is 12% of basic salary per month. Provided where the basic pay of the employee exceeds Rs.15000/- per month the contribution payable by the employer will be limited 12% of Rs. 15,000 per month (i.e. Rs. 1800 pm).
- b. Out of the employer's contribution of 12%, 8.33% per month will be diverted to Employee Pension Fund as required under the PF Act.

4.3.3 Employer Contributions to National Pension Scheme

Employee will contribute at 10% of the basic pay to NPS and the employer will match the employee contribution to NPS not exceeding 10% of the Basic Pay. However, this contribution by employer will not be in lieu of the EPF and EPS obligations as above, but an additional benefit offered within the overall CTC.

4.3.4 House Rent Allowance (HRA)

Employees will be paid House Rent Allowance between [10% to 30%] of Basic Salary based on the Grade structure and Metro / Non-Metro city locations; this will be aligned with the rates as prescribed in the Income Tax Act to avoid tax incidence.

4.3.5 Leave Travel Concession (LTC)

- a. Employees opting for LTC will be paid up to 8.33% of Basic Salary per month as LTC and will be paid at the end of financial year. Employees will be entitled for LTC on pro-rata basis for part year basis.
- b. Employees wanting to avail of LTC as provided under the provisions of Income Tax Act will be governed as follows:
 - i. Year is defined as calendar year. Only two journeys in a block of four years are exempt from income tax.
 - ii. The amount exempt under IT Act is the value of travel concession received from the employer for the employee and his family in connection with proceeding on leave to any place in India.
 - iii. LTC amount payable is the actual expenditure incurred by the employee and his family for traveling subject to a maximum of one month's basic salary per annum.
 - iv. Family in relation to member means, (a) Spouse and children (b) Parents, minor brothers and sisters who are wholly or mainly dependent on him.
 - v. The leave for availing LTC may either be CL, PL, Holidays or combined.
 - vi. LTC should be claimed in the prescribed form. Approval of leave must be attached at the time of claiming LTC.
 - vii. Proof of expenditure will have to be submitted while claiming non-taxable LTC.
 - viii. The IT exemption is allowed only in respect of fare. Expenses incurred on portorage, conveyance, boarding and lodging during the journey do not qualify for exemption.
 - ix. Accumulation of un-availed LTC is allowed up to two years within the block of four years specified under the Income Tax Rules. However, the fourth year's LTC cannot be carried forward to the next block period.

- x. LTC amount is paid as reimbursement; it shall not be paid in advance.

4.3.6 Medical Reimbursement

- a. Employees opting for Medical Reimbursement will be paid Medical reimbursement of and up to Rs. 15000 per annum which will be fully exempt from income tax as per the prevailing provisions under the Income Tax Act. The reimbursement will be against bills and the coverage includes employees and their family members.
- b. Medical Reimbursement will be paid at the end of financial year.
- c. Medical reimbursement may be paid on pro-rata basis for part year of service in case of employees serving for part of year.
- d. Note:

Female employees shall have the option to declare their parents-in-law as family members in lieu of their parents; however this option may be changed only once in service period.

The Company reserves the sole right of deciding whether or not parents and children are wholly dependent.

The Company shall have the right to satisfy itself with regard to the dependency of employee's parents or children and the employee is bound to provide such reasonable proof in this regard as the Company may in its absolute right demand. Certificates from Local Authorities regarding income and Dependency may also be asked for.

For assessing the income of parents / children for the purpose of dependency the regular income received from all sources like interest on Bank deposits, securities, dividend, pension under any scheme, rentals from house / flat, revenue from land holdings, employment (full-time / part-time) and returns from investments would be taken into reckoning. Also the various incomes as defined by the Income Tax Act shall be considered while computing the monthly income in case of dependency.

An employee whose spouse is employed in another organization shall need to provide a declaration of whether the spouse will avail of the medical facilities of the Company or of the organization in which he / she is employed.

In case where both husband and wife are employed in the Company, the medical facilities may be allowed to avail to either of their entitlement only.

Allopathic medicines prescribed by medical practitioner qualified in homeopathy and/or homeopathic medicines prescribed by an allopathic doctor will not be admissible for reimbursement. Similarly, ayurvedic, Unani, and Tibetan medicines prescribed by qualified ayurvedic, Unani and Tibetan practitioner respectively, shall be reimbursed.

4.3.7 Car Maintenance/Fuel Allowances

The Company will not provide any car facility to any official except the CEO. All other employees may opt for the car maintenance/fuel allowances as one of the flexi plan options in structuring their individual pay. The fuel and maintenance expenses will be reimbursed at actuals and as per the following table. Employees claiming this benefit will have to produce necessary bills/receipts in support of their claims.

Band	Grade Code	Fuel Reimbursement (per month)	Maintenance expenses (Max. limit Rs. per annum)	Driver's salary & expenses (Rs. per month)
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(SPVs to fill in this table as per their individual plans)

4.4 Other Benefits not forming part of CTC

4.4.1 Gratuity:

Gratuity is a defined benefit plan given by the employer to the employee for rendering services continuously for ten years or more. An employee is eligible to receive gratuity if he/she has rendered continuous service for at least ten years with the Company. The amount of gratuity shall be equal to fifteen days wages last drawn by the employee concerned for every completed year of service or part thereof in excess of six months subject to maximum of 40 times 15 days wages or Rs. Twenty lakhs. This gratuity is payable to an employee:

- a) On his/her superannuation; or
- b) On his/her resignation (subject to the 10-year continuous service rule)

However, if an employee's services are terminated due to his/her death or has become disabled due to an accident or a disease, gratuity shall be paid to him or his nominee/legal heir, as the case may be, irrespective of the number of years of continuous service.

In case of death of an employee, amount of gratuity will be admissible on the scale calculated above or as worked out below, whichever ever be more.

Period of Continuous Service

Amount of gratuity

Up to 1 Year	4 time 15 days wages
More than 1 Year up to 5 years	12 times 15 days wages
More than 5 Years but up to 20 years	24 times 15 days wages
More than 20 years	Half month's wages for completed half year of service subject to max. of 66 times 15 days wages. Provided however the amount of gratuity shall in no case exceed Rs. 20 lakhs

4.4.2 Reimbursement of Mobile / Telephone Expenses:

The Grade wise entitlement of Mobile Handsets and reimbursement of call expenses is as below:

Grade Code	Grade Name	Upper Limit in INR for Mobile Handsets	Upper Limit in INR for Call Expenses per month
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SPV to fill in the details as per its plans

- a. An employee is entitled to purchase a handset within the upper limits specified above. If, however, an employee desires to go in for a higher model than his/her entitlement; he/she may do so; but the reimbursement will be limited to the limit set in the above table. Alternatively, he/she may be allotted a mobile set by the Company as per availability.
- b. Employees are responsible to keep the mobile handset in fully functional / working condition. **The Company will not make any repairs/replacement of the handset within two years of issuing the same.**
- c. In case of loss / theft of mobile handset, the employee will make replacement at his/her own cost. The employee will immediately contact the service provider to get the SIM blocked and also file a FIR with the local police station to prevent misuse of the mobile phone and submit a copy of the same to the HR/Administration Department,

- d. In normal course, Handsets will be replaced by the Company once in 3 years.
- e. The Company will pay the bills of the Service Provider. Over and above the limits set for the employee, the Company will calculate the appropriate deduction required from the salaries of the respective employee/s and deduct the same from his/her payroll.
- f. Employees will be required to keep their phones always active for all official communication.
- g. Any income tax incidence/implication of this benefit will be borne by the employee.

4.4.3 Group Personal Accident Insurance:

The Company will contribute to a Group Personal Accident Insurance Policy in respect of permanent employees of the Company. The Policy provides for payment of compensation to an employee in the event of his/her meeting with an accident, except under circumstances listed in the Policy. The “sum insured” is individualized and actual compensation is dependent upon the nature of disability suffered by the employee so insured. Employees should seek necessary policy benefits and claim procedures from the HR Department.

4.4.4 Group Health Insurance

All permanent employees and their dependents not exceeding 4 in all (including employee) will be covered under a Group Health Insurance Policy. The “sum insured” for each employee will depend upon his/her seniority in the Company and Grade and the Policy will offer cashless hospitalization benefits subject to and policy conditions. Employees should seek details on policy benefits and claim procedures from the HR Department. The premium will be borne in full by the Company.

4.5 Deductions from Salary

The following deductions will be made from the Gross Salary and Allowances payable to employees:

- a. Income Tax as applicable, per the prevailing provisions of the Income Tax Act. For this purpose, the Company shall take necessary investment and tax computation declarations from employees in the month of April and again in the month of February of the following year. Based on these declarations, tax computations will be made, and tax deducted at source. Employees will have to produce original receipts/proof of evidence for all deductions claimed by them in their tax computations on or before February 15 of each financial year.

- b. Employee contribution to Provident Fund at such rate as may be notified by the EPFO from time to time. The current rate is 12% of PF wage (Basic+DA) set at Rs. 15,000 per month. Where the salary is less than 15,000, the deduction will be done on such lower salary.
- c. Any voluntary contributions to PF/LIC – Salary Savings Schemes opted by Employees.
- d. Repayment of loans and/or advances instalments for the loans/advances taken by the employees either from the Company directly or from third parties against which the Company may have given Salary Deduction Certificates.
- e. Deductions because of food coupons/food supply made by the Company to employees.
- f. Any other deduction, as decided by the Company.

4.6 Annual increments

All employees will be entitled for annual increments at such rate as may be approved by the Board from time to time to cover cost of inflation as indicated by the AICPI. The increments will be fixed as a percentage of basic pay. The increments will be announced in the month of April and paid along with the pay-roll of April. For the employees who have joined after 1st April, they will be entitled for pro-rata increment for first year. Provided, those employees, such as deputationists, who are governed by separate terms of reference / contracts, will be covered as per the terms and conditions laid down in the same.

4.7 Performance Linked Pay

Employees who are rated above a certain performance level as fixed by the CEO and approved by the Board, will be entitled to a performance linked increment of a certain percentage of basic pay as per the methodology approved by the Board. The performance increments will be linked to annual performance appraisals and ratings and will be subject to the approval of the Board of Directors. The performance linked pay will normally be processed in the months of February & March to ensure increments if any can be processed in the following financial year.

4.8 Deputation/Secondment

The Company may recruit staff on deputation/secondment from other government departments/ULBs/PSUs for such period as may mutually be agreed. In all such cases the compensation & benefits for such employees will be paid as per the employee's parent department pay scales and benefit structures that apply to the employee/s on deputation to the Company. A deputation allowance of 10% may be paid to those on deputation. Deductions in respect of Provident Fund, Group Insurance, Foreign Service Contributions and others if any will be made from the employee's salary and remitted to the Parent Department as per the terms of deputation/secondment. The Terms of Reference for Deputation shall be drawn up in consultation with Parent Organization which will include the pay and allowances payable on deputation, wherever necessary.

4.9 Compensation structure for contract employees

The Company may hire people on fixed term contract basis on such terms and conditions as mutually agreed. In all such cases, the aforesaid compensation and benefit structure shall not apply, and the contractual employees will be paid salary and allowances as fixed in their respective employment contracts. Employees on contract may be hired on market linked salary with following components:

Fixed lump-sum monthly pay – This could be defined by providing suitable increment on the last drawn monthly pay of the employee (based on pay slips provided). The employee, however, to be pegged in the Company's pay structure for application of other HR & Administrative policies.

Allowances & Benefits – Other than salary as fixed in the respective contracts, contractual employees will not be paid any other allowances. However, the employee on contract shall be entitled to TA, DA allowance if he / she is required to travel outside the city for work / meeting related to Smart City Project as per the entitlement of the post. Further, the employee may be covered under Group Accident Insurance Scheme and Health insurance as may be decided by the Company from time to time.

Leave – All contractual employees will be eligible for availing leave as detailed in this Policy. Leave encashment benefit will not be available for contractual employees.

Terminal benefits – Employer and Employee Contribution to EPF will be applicable but will be part of overall salary and allowances as fixed in the contract. In addition, Gratuity as applicable to permanent employees of the Company will also be applicable for Contractual Employees.

5 EMPLOYEE ADMINISTRATIVE POLICIES

5.1 Office Working Hours

The Company will work 5 days a week (Monday to Friday) with normal working hours of 9.30 AM to 6.00 PM on all week days with a lunch break of 30 minutes that may be availed between 1.00 PM to 2.00 PM. Saturday and Sunday will be weekly off for all employees.

However, all employees shall be at the disposal of the Company 24X7 and in the event of exigencies, they can be called for work on weekends and holidays. The decision to work on weekends and holidays will be taken by the Departmental Heads. No overtime shall be paid for such work except where required by the applicable Laws/Rules made under those Laws or any Government Orders.

5.2 Holidays

The Company shall follow the list of State Government holidays as released by the government from time to time.

5.3 Attendance Management

- a. Attendance of all employees shall be kept using Bio-metric Attendance System (BAS) and all employees are required to record their attendance twice a day, when reporting for duty and when closing for the day (signing in and signing out). Employees found indulging in any malpractices or irregularities will be violating the code of conduct and disciplinary action will be taken against such employees.
- b. Punctuality in attendance should be ensured by all Reporting Managers of their employees and in normal cases late coming is not allowed. However, in personal exigencies of employees such late reporting may be permitted with the prior approval of the respective Reporting Manager of the employee.
- c. An employee reporting late by 15 minutes or more, three times or more a month, and without the prior approval of the Reporting Manager, will stand to lose half a day leave for every such late reporting.
- d. Employees on official tour/official work and not reporting to office as per the Work Hours stated above, should advise the HR Department with approval from their respective Reporting Managers for regularisation of their absence. Based on such advice, the HR Department shall carry out necessary changes/correction to

the attendance record of the employee/s while processing the pay-roll for the month.

5.4 Visiting Cards and Office Equipment

All employees will be issued visiting cards as per their requirement in the name and style approved by the HR Department. Employees should send their indent/s to HR Department with approval from their Reporting Manager.

All employees will be given necessary office equipment like laptop/desktop computer, calculator/s etc., which should be maintained with diligence and care and returned to the HR Department on the exit of the employees.

5.5 Change of Employees' Personal Data in the Company's HR Database

Employees may change their personal data given to the Company at the time of their induction into the Company. The change will be subject to submission of necessary proof as required by the HR Department to validate the change and scrutiny and approval by HR Department.

- a. The concerned employee will inform the HR Department of any changes in the personal information (like change in address, bank details etc.) through an internal memo / e-mail or by filling out appropriate forms meant for the purpose and submit necessary documents as proof for carrying out the changes.
- b. Changes to statutory benefits like PF, Gratuity etc will have to be carried through appropriate forms as prescribed by that Statutory Authority.
- c. To carry out changes in the insurance related information, employees will have to fill in and submit such forms as prescribed by the Insurance Company.

5.6 Data Security and Communications

The Company's data network shall be run in a secure manner, with reasonable controls taken to protect electronic data assets and information owned and/or managed by the Company and the transmission of data from or within the Company.

- a. All devices such as servers, laptops, desktops, printers, mobiles, fax machines etc that are connected to the Company's network should have appropriate authorization from IT Department/Function of the Company. The IT Department/Function shall in conjunction with HR department ensure that all equipment and the network is properly authorized and secured. The IT department will be responsible for monitoring the Company's Networks and IT assets and information stored therein.

- b. The communication protocols shall be designed and approved by the IT department in conjunction with HR Department.
- c. The IT Department is responsible for all data wiring, equipment connections and assigning users to specific ports. Only IT department is permitted to make necessary changes as may found to be appropriate.
- d. The electronic communications system and any information stored on it is the property of the Company and is provided to facilitate business of the Company. It shall not be used for employees' personal business/activities. Further, it shall not be used for transmitting, retrieving, viewing, printing, or storing any communications of a discriminatory or harassing nature, or which are derogatory to any individual or group, or which are obscene or X-rated communications, or are of a defamatory or threatening nature, or for "chain letters," or for any other purpose that is illegal, against the Company's policy, or contrary to its interests. Any violation of the same will amount to a misconduct on the part of the employee
- e. The Company reserves the right to monitor, access, or review electronic communications of all employees. The review of employee's computer files, voice mail, e-mail, facsimile messages, and electronic communications system usage to the extent necessary to obtain business-related information and to ensure that the electronics communications system is being used in compliance with the Company policy and applicable laws. All such information may be used and disclosed to others, in accordance with business needs, at the Company's discretion.
- f. Employees shall not breach computer or network security measures deployed by the Company. In sourcing information/data from electronic networks/web sources, employees should respect all copyrights attached to such data/information and shall not expose the Company for any liabilities.
- g. Downloading of software and other utilities from web sources can only be done with specific approval of the IT department.
- h. Any violation to the information security policy or misuse of any electronic communication systems will be considered as a misconduct on part of the employee
- i. Employees shall not interact with Media and/or other external stakeholders. CEO is the only authorized person for any interaction with external stakeholders including Media. CEO may authorize any of the employee/s for this purpose, in

which case such person/s will interact with external stakeholders as and when required.

6 TRAVEL & CONVEYANCE

6.1 Local Travel

Employees of the Company will be reimbursed conveyance expenses incurred for business purposes of the Company in accordance with the limits shown in the following table. Reimbursements will be done fortnightly based on employee claims, authorized by their Reporting Manager. Actual receipts wherever applicable shall be attached to the claims.

Band	Grade Code	Mode	Rates (Rs / Km)	Remarks
				SPV to fill in according to their requirements

6.2 Outstation Domestic Travel

6.2.1 Travel Planning

Travel on official work outside the headquarters of work, shall be planned well in advance for its efficiency and reducing the duration of travel to the minimum. Travel of all employees should be approved by the Head of the Department and in case of Departmental Heads, by the CEO. For travel by CEO, approval by one of the directors of the Board is required. In case of travel on emergencies, a verbal approval of the approving authority may be taken at the time of travel which should be regularized in the payroll cycle in which such travel is undertaken.

6.2.2 Travel Booking

All travel bookings such as Air/Train/Bus Tickets, hotels and taxis should be done through the Travel Desk attached to the HR Department to fully leverage the corporate rates and arrangements. A copy of the Travel approval should be sent to the Travel Desk for facilitating the travel booking. For the purpose the Company may have corporate arrangements directly with the Transporters or the Travel Agents as the case may be.

6.2.3 Travel Advance

Employees travelling for official business purposes may avail travel advance of up to <<.....(state the limit)>>. The travel advance should not normally exceed eligibility for hotel room, conveyance and meals and incidental expenses for the travel

being undertaken. If the employee desires to avail travel advance, he/she should submit the Travel Advance request duly approved by the Reporting Manager to HR Department. Travel advance will be credited to the Employee’s account to avoid cash disbursements.

6.2.4 Transport and Travel Eligibility

The eligibility and limits for mode of travel, hotels, conveyance and other expenditure for various grades is as follows:

Grade Name	Mode of Travel	Local Conveyance	Hotel Room Rent	Meals & Incidentals Expenses	Daily Allowance	Entertainment & Other Expenses
	Air Train Other					

(SPV to fill in details appropriate to it size and operations)

6.2.5 Non-Reimbursable Expenses

Employees will not be eligible to claim the following expenses on local travel:

- a. Expenses incurred beyond the permissible limits on Hotel, Conveyance, Meals & Incidentals unless there is a specific approval from the Head of Department of the employee.
- b. Laundry or dry-cleaning expenses.
- c. Expenses on alcoholic beverages, magazines, health club, theatre and saloons unless otherwise specifically approved by the Head of Department.
- d. Entertainment expenses of any kind. However, the CEO is entitled to be reimbursed entertainment expenses.
- e. In case employees stay in the Company provided guest houses with food arrangements in place/s of travel, then expenses on account of hotel room rent and meals and incidentals will not be reimbursed. Where food is not provided in the guest house/s, then expenses on account of Meals & Incidentals will be reimbursed.

6.2.6 Self-Made Arrangements in case of Travel

All employees are entitled to make their own boarding and lodging arrangements in the place/s visited by them. In all such cases, they will be reimbursed a per diem

allowance as per the following limits in lieu of hotel room rent and meals and incidentals as per the table in 6.2.4.

Grade Code	Metro City (INR/day)	Non-Metro City (INR/day)
(SPV to fill in appropriate amounts)		

6.2.7 Travel Expenses Statement and Settlement of Advances

All employees should submit their travel expense statement/s along with original vouchers/bills/receipts in respect of all expenses claimed, to the HR Department within 7 days of completion of the travel and return to headquarters. However, bills/receipts are not required if expenditure on a single transaction is less than Rs. 500/-. In case of travel by Air, boarding passes should be submitted along with travel claims to ensure the expenditure for air travel is properly settled to the Travel Desk/Travel Agent/Service Provider. In case of travel by train a photocopy of the train ticket should be submitted along with the travel claim. The travel claims will be verified by the HR Department and the expenditure reimbursed to employees within 15 days of the date of the claim. The claims after adjusting for advance if any will be credited to the bank account of the employee/s.

Travel Advances, if any, should be settled within the same pay-roll cycle in which travel is undertaken by following the above procedure. Travel advances not settled within <<.... (state time limit)>> will be adjusted against the salary of the employee in the pay-roll cycle following the expiry of such time limit set. No fresh travel advance will be given during the period the earlier travel advance/s remain unsettled.

6.3 Foreign Travel

Where employees are required to undertake foreign travel for official/business purposes, such travel needs to be approved by the CEO irrespective of the grade of the employee. Foreign travel by CEO will need the approval of the Board of Directors.

6.3.1 Entitlement

The grade wise entitlement of daily expenses allowance which include hotel tariffs, food and incidentals, and local conveyance is as below:

Countries	Grade Code	US \$ - Limits per day
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6.3.2 Other Rules

- a. All employees, including CEO, would be provided economy class travel. The selection of airline and the route will be done by Travel Desk attached to HR Department and tickets will be booked as per the lowest quote available.
- b. Travel advance for the days of travel as per the entitlement above, will be paid to the employee by purchasing the US \$ from the authorised dealers.
- c. The Visa Charges will be borne by the Company.
- d. Airport Taxes, as applicable will be paid separately on production of proper documents.
- e. Travel Expenditure Statement should be submitted along with tour report within seven days of return to the HR Department through the Head of Department of the employee.
- f. Unspent travel advance received should be returned to the Company in foreign currency only.
- g. Travel to Nepal and Bhutan will not be treated as Foreign Travel and will be treated as Domestic Travel.

7 LEAVE

All employees of the Company are eligible for (i) Casual Leave (ii) Earned Leave (iii) Sick Leave (iv) Leave Without Pay and women employees in addition are also eligible to avail Maternity Leave as provided herein. All leave is to be availed subject to the exigencies of work. The Company reserves the right, in this regard, to reject any application. When applying for leave, all employees are required to submit a leave application duly sanctioned by their reporting manager. The HR Department is empowered to automatically adjust leave in case no leave application is received within 10 days of the availing of the leave. Prior sanction of Leave is to be taken from the reporting manager. If the Company requires an employee on leave to attend office for any reason, he/she will require the approval of the Department Head and HR Department will appropriately adjust such attendance total leave record of the employee.

7.1 Casual Leave

- a. All employees including those on probation, are entitled to 10 days casual leave in a calendar year which is credited to his/her account on 1st January. For an employee joining employment during the year, casual leave is credited on pro-rata basis. Casual leave cannot be carried forward to the following year and shall lapse if not availed of during the calendar year.
- b. Casual leave cannot be granted for more than 2 days at a time in a calendar month.
- c. National Holidays or Paid Holidays, falling in between Casual Leave will not be counted as Casual Leave.
- d. Casual Leave may be suffixed or prefixed with any other type of leave.
- e. Casual Leave can be availed of for a minimum of half-a-day.
- f. Casual Leave cannot be encashed.
- g. Casual Leave need not be pre-approved. Leave Application by the employee duly approved by the Reporting Manager should be submitted to HR Department within 2 days of resumption of duty for up-dation of leave records by HR Department.

7.2 Earned Leave

- a. All permanent employees of the Company are eligible for 30 days earned leave in a calendar year which will be credited to his/her account of 1st January.
- b. Employees joining during the year will be entitled for earned leave on pro-rata basis on completion of their probation (if any); their earned leave in proportion to their service from the date of confirmation to the 1st January of the following year will get credited to their account on the date of their confirmation of services in the Company.
- c. Earned leave can be granted for a minimum of 2 days at a time and it can be suffixed or prefixed with any other type of leave, except casual leave.
- d. National holidays and paid holidays falling during earned leave would count as earned leave.
- e. Earned leave can be accumulated upto a maximum of 90 days beyond which it lapses.
- f. Earned leave can be encashed once a year upto 30 days and the balance of earned leave at the time of retirement/resignation/termination of service can be fully encashed, subject to a maximum of 300 days. Any tax implication of such encashment should be borne by the employee.
- g. In the event of death of an employee while in service, the leave salary admissible in respect of Earned Leave standing to his credit would be paid to his/her nominee / heirs.
- h. An employee who desires to avail earned leave should make an application in the prescribed Leave Form and submit it to HR Department through the Department Head. It should be sanctioned by the head of HR department. An employee cannot proceed on Earned Leave unless the same is sanctioned and intimated to the employee.
- i. Application for leave of absence for three days or less should ordinarily be made at least 24 hours prior to the beginning of the period for which leave is required and for more than three days the application shall ordinarily be made at least 7 days before the date from which the leave is required.
- j. Earned leave can be sanctioned for any purpose including to cover the period of sickness duly supported by a medical certificate to the management's satisfaction.

- k. Employees resigning from the Company's service may, if they so desire, get their notice period adjusted against balance of earned leave due to them on the date of resignation.
- l. An employee who desires to extend his leave shall make an application in writing to the Company before expiry of the leave already sanctioned. Such application shall be disposed of suitably by the Head of HR Department prior to the expiry of the leave taken.

7.3 Sick Leave

- a. An employee is entitled for 10 days Sick Leave in a calendar year. Sick Leave can be availed of without medical certificate up to two days. Beyond two days an employee needs to submit medical certificate issued by a Registered Medical Practitioner along with his sick leave application.
- b. An employee joining during the year, will be entitled to sick leave on pro-rata basis which can be availed only upon confirmation of his/her service.
- c. Sick leave can be availed of for a minimum period of two days and sick leave falling in between National Holidays or Paid Holidays will not be counted as Sick Leave.
- d. Sick leave can be accumulated upto a maximum of 120 days beyond which it lapses. It cannot be encashed.

7.4 Maternity Leave

A female employee who is not on probation is entitled to Maternity Leave with pay as follows:

- a. Six weeks up to and including the day of delivery and six weeks immediately following that day, a total leave of 12 weeks. The benefit is limited to 2 children.
- b. Six weeks immediately following the day of miscarriage, if any.
- c. An additional {(in addition to the period of leave allowed under (a) and (b)} 30 days, for illness certified by a Registered Medical Practitioner, arising out of pregnancy, delivery, premature birth of child or miscarriage.
- d. Payment to an employee while on maternity leave will be calculated at her basic pay plus other allowances. The payment will however be made after the employee resumes her duties. However, the employee is entitled to take an interest free

salary advance of 50% of her entitlement which shall be paid on or before she goes on maternity leave. The advance will be adjusted fully at the time of settling her maternity benefit claim.

- e. Maternity leave cannot be prefixed or suffixed by Earned Leave. However, in exceptional cases and for medical exigencies, the CEO can sanction Earned Leave to the employee after the maternity leave is fully utilized.
- f. To avail maternity, leave the employee should fill in requisite leave form and submit it to the HR Department through her Departmental Head. The leave has to be sanctioned by head of HR Department.

7.5 Leave Without Pay

- a. An employee who has exhausted all his/her leave may be granted leave without pay for such number of days, either at a stretch or intermittently, as the Company deems fit. The employee will be required to obtain prior approval of the approving authority before proceeding on leave. The decision of the CEO will be final in all such cases.
- b. National Holidays, Paid Holidays, Saturdays and Sundays falling between Leave Without Pay will be treated as Leave Without Pay.
- c. An employee on Leave without Pay (LWP), will not be entitled to any compensation, including salary, allowances, retinals, leave accumulation and other benefits / entitlements. It shall also not be considered in reckoning the period of service for promotions or confirmation after probation.

If the employee is required to be on leave and he has no leave in his credit, he may be granted Leave without Pay. For the period during which an.

8 RECRUITMENT AND SELECTION

This policy is applicable to the recruitment of personnel for all positions except the CEO.

8.1 Manpower Planning

The HR Department in consultation with all Departmental Heads of the Company will prepare a Manpower Plan and a Budget and get it approved by the CEO. The approved Manpower Plan with Budget will be placed before the Board of Directors for ratification. The process of preparing manpower plan shall begin in January-February every year for the requirements in the following fiscal year. The Manpower Plan shall be prepared by considering the following:

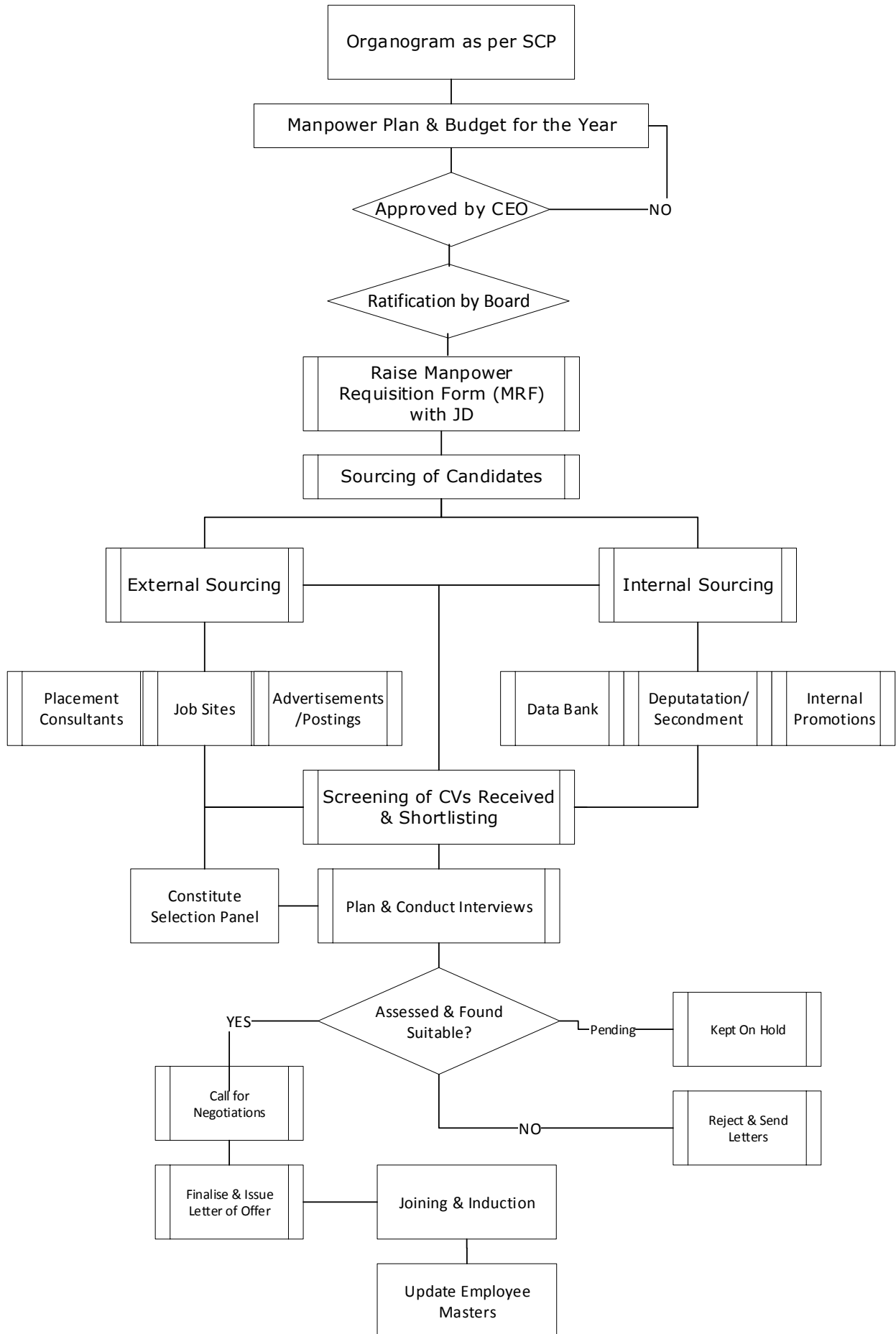
- a. The functions and projects of the Company and the expertise and experience required to implement such projects as committed in the Smart City Proposal (SCP) and as provided in the SCM guidelines of the Government of India
- b. The approved organisation chart, the sanctioned posts and the current vacancies in each grade/category.
- c. Present manpower in various categories along with their Cost to Company.
- d. Manpower required in various categories/grades required during the ensuing financial year keeping in view the vacancies, expected attrition and additional requirement to cater to Company's activities.
- e. An estimated manpower cost for the new recruits and an overall Manpower Budget for the Company.
- f. A recruitment calendar based on the needs of the department/s for new hires.

The approved Manpower Plan and Budget will form the basis for recruitment of manpower during the year. The approved plan and budget will be circulated to all Department Heads by the end of February/March. Based on the Manpower Plan and Budget the departments will process their respective manpower needs and recruitment. All recruitment activities will only be undertaken by the HR Department.

Any recruitment over and above the approved Budgeted Manpower will require prior approval of the CEO. In all such cases, the approved manpower plan will be updated by the HR Department and communicated to all Departmental Heads.

8.2 Recruitment & Selection Policy & Process

The following exhibits illustrates the recruitment and induction process that will be followed by the Company in all its recruitment processes.



Manpower Requisition Form (MRF)

A MRF should be raised by the department requiring staff either against existing vacancies or new hires. The MRF should be approved by the Head of Department and sent to HR Department for commencement of recruitment. The MRF should contain details of (i) the position(s) to be filled, nature of requirement (replacement / additional), number of positions, the suggested JDs, minimum qualification and experience required for the post/s, designation, grade and other relevant details. It should also state the earliest date by which the person is required to join. The MRF should also be approved by the Head HR Department before the commencement of the recruitment process.

8.2.1 Constitution of Selection Panels for Recruitment

The Company will constitute two Selection Panels of 3 or 4 members from the Government/ ULB/Private Sector/Professional Bodies/Internal Departments to interview and assess candidates as shown below:

Grade Code	Selection Panel for Preliminary Interviews	Panel Round of Interviews	for Selection Panel for Final Round of Interviews
For Junior Management Positions (SPV to specify)	Heads of Department and HR	of Relevant Department and Head of HR	Head of HR and CEO
For Senior Management Positions (SPV to specify)	3 or 4 external members from ULB/Private Professional Bodies.	Government/ Sector/ Bodies.	CEO and Chairman of the Company. Head of HR will Coordinate.

8.2.2 Sourcing of Candidates

Sourcing of candidates for filling an approved position may take place either through external or internal sources as may be decided by the Head of HR Department in consultation with the CEO. Based on such consultation, the Head HR will decide on the sources, channels and process. The channels of recruitment comprise the following:

Source	Channel
External Sources – any one or all may be parallelly sourced by HR Department	a. Utilizing the services of Placement Agencies
	b. Sourcing CVs from Job Portals
	c. Direct Press Advertisements
Internal Sources	a. Data Bank of CVs maintained by HR Department

- b. Internal Job Postings
- c. Deputation/Secondment from ULB/Government Departments
- d. Promotions

A. Placement Consultants

For recruitment to senior positions requiring considerable experience and expertise and critical specialisation, the Company will engage the services of a professional placement service provider/s. The decision to use a professional agency or not rests with the CEO. The process that will be followed to engage a Professional Agency is:

- i. The HR Department shall select a Placement Agency based on their current clientele, size of database, past performance records and feedback from peer groups. The Placement Consultants, so selected, will form a Panel to be duly approved by the CEO.
- ii. From the Panel so constituted, the HR Department will select one Agency, negotiate their terms and conditions and scope of work and will obtain the approval from the CEO to engage the Agency. The decision of the CEO will be final in all such engagements.
- iii. The requirement as per MRF and the Job Description shall be discussed with the Agency by the HR Department, and the Agency will source candidates/CVs from their own sources and carry the initial screening of the CV/Candidate for the position to be filled in.
- iv. The CVs of the candidates so shortlisted will be sent to the Head of the HR Department of the Company for further screening and conducting necessary Interviews with the Company's Selection Panel.
- v. The Agency will assist the Company in conducting the interviews of the shortlisted candidates and carrying the background checks as may be required by the Company.
- vi. The decision of the Company shall be final in selecting or rejecting the candidates.
- vii. On the date of the candidate's joining, the HR department shall communicate to the Placement Agency about the CTC offered to the candidate, based on which the Placement Agency should raise the invoice as per terms agreed with the Company.

B. Job Portals and Direct Sourcing

As and when deemed necessary the Company will subscribe to the Job Portals, through which sourcing may also take place. The process of sourcing candidates through job portals will be as follows:

- i. Job portals may be used for posting of jobs and for searching resume database for the position to be filled.
- ii. The HR Department, based on the MRF, will identify the CVs, verify the same, have preliminary dialogue with the candidate to be considered for the position.
- iii. Based on the candidate's willingness, the HR Department will call for additional details, screen the candidates and prepare a short list for detailed interviews with the Selection Panel.
- iv. Short-listed candidates are called for selection interview.

C. Newspaper Advertisements /Walk-In-Interviews

Where necessary, the Company may advertise the positions through press advertisements in the newspapers with large circulation both locally and on all India basis. The HR Department will prepare the text of the advertisement based on the MRF and obtain the approval of Head of HR prior to release. The advertisement should normally contain details like (i) title, level, grade and number of positions, (ii) Department/function (iii) prescribed minimum qualification and experience of the position, (iv) special skills required if any (v) brief job description (vi) whom and when to apply (vii) particulars required from the candidates and (viii) any other relevant details. The date and newspapers where the advertisement should appear will be decided by the Head HR Department.

D. Internal Job Posting

The process of filling vacancies or new requirement may also be met from internal sources to ensure (i) adequate growth opportunities are made available to the employees and (ii) optimize the Company's manpower. The process of filling vacancies from within the organization is as follows:

- i. The HR Department will advertise the post/s internally either through Company's electronic mail/bulletin boards/notice boards. The advertisement will contain details, such as, number of positions, level, grade, department/function, minimum academic qualification and experience required, special skills and expected expertise for the position and any other requirement. Employee candidates found eligible in terms of the advertisement will be called for interview and selection made. If no applications are received in response to the advertisement made in the unit within seven days, the position will be advertised in the group.
- ii. All eligible employees in terms of the advertisement should apply to the Head HR Department through his/her departmental head in the format prescribed and attached to the advertisement.
- iii. The HR Department will screen the applications received and will prepare a short list of candidates to be called for interview with the Selection Panel.

- iv. The interview will be conducted by the Selection Panel in the normal course and those found suitable will be shortlisted for final round of discussion/interview with the CEO and Head HR or CEO and Chairman of the Company as the case may be. The selection panel will make the final recommendation/s as to the selection of candidates in the order of merit.
- v. Once an employee is selected for an advertised position within the Company he/she will be released at the earliest but not later than 10 days to join the new assignment.

E. Deputation of Employees belonging to other organisations

The Company may also seek staff from Government/ULBs/Other Organisations on Deputation for a limited period at the end of which the employees will have to return to their parent departments/organisations. Those on deputation will be governed by the administrative rules of the Company except for Compensation and Benefits which will be paid in accordance with their respective pay-scales in their respective parent departments/organisations. The Terms of Reference for appointment on deputation shall be drawn in consultation with the parent department of the employee. The following process in general will be followed for deputations:

- i. Based on the MRF, the HR Department to identify potential candidates/departments from which potential candidates can be sourced and release an advertisement/circular either through electronic mailing systems/bulletin boards/internal government mails etc. The advertisement/circular should contain the details such as, number of positions, level, grade, department/function, minimum academic qualification and experience required, special skills and expected expertise for the position and any other requirement of the Company.
- ii. Eligible employees should apply through proper channel and with intimation to their respective departments/organisations.
- iii. The HR Department will screen the applications received and will prepare a short list of candidates to be called for interview with the Selection Panel.
- iv. The interview will be conducted by the Selection Panel in the normal course and those found suitable will be shortlisted for final round of discussion/interview with the CEO and Head HR or CEO and Chairman of the Company as the case may be. The selection panel will make the final recommendation/s as to the selection of candidates in the order of merit.
- v. Once an employee is selected, he/she will be informed of the selection with an advice to his/her parent department/organisation for necessary permission and release of the selected candidate. The release should be affected within a maximum period of 30 days.

- vi. The period of deputation shall not exceed a period 5 year, or such other period mandated by the parent department/organisation of the employee.
- vii. Employees who are on “cooling” off period/s from their earlier deputations shall not be considered for employment with the Company.

8.2.3 Selection Process in General

The Company will follow the following selection process for all recruitments:

- a. All applications/CVs received will be scrutinized/screened by the HR Department and a short list of candidates found suitable for the position advertised prepared. The short list of candidates will be discussed with the Head of Department requisitioning for the manpower for suitability and further process.
- b. The shortlisted candidates will be called for an Interview with the Selection Panel/s of the Company.
- c. The HR Department will facilitate the conduct of interviews by the Selection Panel/s at an appropriate date, time and venue.
- d. Prior to the interview, the HR Department will complete the pre-interview formalities such as getting the employment application forms filled in by the candidates, verification of their documents for proof of their academic qualification & experience, current designation and salary and others.
- e. Those called for interview will go through a Preliminary Round of Interviews with the Selection Panel constituted for the purpose. The panel will assess the candidates on a pre-set parameter and will recommend a shortlist of candidates to the final round of interview.
- f. Those short listed in the preliminary round will go through a final round of interview with another Selection Panel constituted for the purpose. The Panel will assess the candidate’s skill sets and experience and suitability for the job advertised and shall recommend for employment with the Company the suitable candidate/s. Wherever possible, a list of 2 or 3 candidates for each position advertised shall be recommended by the Selection Panel in the order of merit.
- g. The Head of HR in consultation with CEO will then finalise the selection and make arrangements for negotiation of compensation and issue of Letter of Offer/Employment Contract to the selected candidates.
- h. Candidates failing in interview should be intimated by a suitable letter from Head of HR Department.

8.2.4 Negotiation of Compensation and Issue of Letter of Appointment

The HR Department should discuss with the selected candidate/s the CTC to be offered and its structure based on the Compensation & Benefit Policy of the Company. On mutual agreement on CTC and other terms and conditions, the HR Department

should issue a Letter of Appointment in duplicate to the selected candidate/s under the signature of the Head of HR Department. Where deemed necessary, the Company may carry out a Reference Check on candidate/s' background prior to issuing a Letter of Appointment. As the Letter of Appointment serves as an employment contract it should be ensured that it is legally vetted prior to its issue. The candidate should sign and return the duplicate copy of the Letter of Appointment for his/her having accepted the appointment with attendant terms and conditions. The Letter of Appointment should state the date by which the candidate is expected to join the services of the Company failing which the offer expires.

8.2.5 Joining Formalities

The HR Department will coordinate with the candidates with respect to completion of joining formalities which normally include the following:

- a. Obtaining the duplicate copy of the Letter of Appointment duly signed by the employee.
- b. Filling of various employment related forms such as Employee Personal Details Forms, PF, Gratuity and Insurance Forms and declarations etc. along with verification of original documents and making a note of the same.
- c. Verification of original documents and submission by candidate of copies of documents towards proof of age, address, qualification and experience, medical fitness (where required), Form 16 from previous employer, etc.
- d. Obtaining a joining report from the candidate.
- e. Arrangements to open a new bank account for the credit of salary and other claims.
- f. An undertaking from the employee to abide by the Policies and Procedures including the Code of Conduct of the Company.
- g. Formal Induction of employee into the Company.

Upon completion of all joining formalities, the HR Department will issue a general communication about the new joinee/s for information of all other employees of the Company.

8.2.6 Induction and Orientation

The new employees will undergo a one-day induction/orientation program prior to their posting to their respective department/function. As part of the induction process, the employees will be issued their ID and Access Cards, Laptop/Desktop, Data Cards (where required) etc. The induction program will cover the following:

Topic/Activity	Responsibility
Corporate Presentation and Other Organizational Issues	Head of HR Department

Functional Orientation including role and responsibility

Heads of Department with Heads of Department

8.3 Probation and Confirmation

- a. Employees joining the service in <<...(fill grades)>> will be on probation for a period of six months from the date of joining. During this period, their progress should be monitored by the Reporting Manager and the Head of Department. Upon completion of the six months, the Head of HR Department in conjunction with the Head of Department will assess the performance of the employee and decide if the services of the employee be confirmed or probation extended, or services terminated for unsatisfactory performance.
- b. If an employee is confirmed, then a letter of confirmation under the signature of the Head of HR Department shall be issued to the employee with appropriate updation of the Employee Master Records in the system.
- c. In case of extension of probation, a suitable letter should be issued to the employee stating the reasons for extension of probation. Probation can be extended by a maximum period of 6 months. If at the end of the extended period, the services are not confirmed, then the Head of HR Department shall initiate action for termination of the employee by serving a suitable notice and initiating necessary termination proceedings.
- d. In all matters relating to probation and confirmation the decision of the Head of Department and Head of HR shall be final.
- e. During the probation period of the employment, either party can terminate the employment by serving a 30 days' notice on the other party. At the end of the 30th day, the services will be deemed to have been terminated with no further action from any party. Upon such termination, the Company shall settle the salary of the employee after adjusting for any dues from the employee within 15 days from the termination date.

9 PERFORMANCE MANAGEMENT SYSTEM AND PROMOTION

9.1 Performance Management System

The Company shall implement a Performance Management System (PMS) for all employees which shall evaluate and measure current performance levels of personnel in a manner that encourages improvement in quality and efficiency of employees and promote organizational Growth and development. A period of 12 months of work is required to participate in the PMS and the PMS cycle corresponds to the fiscal year of 1st April-31 March. Accordingly, Employees joining on or after 1st October in a year will not be a part of the appraisal process for that fiscal year.

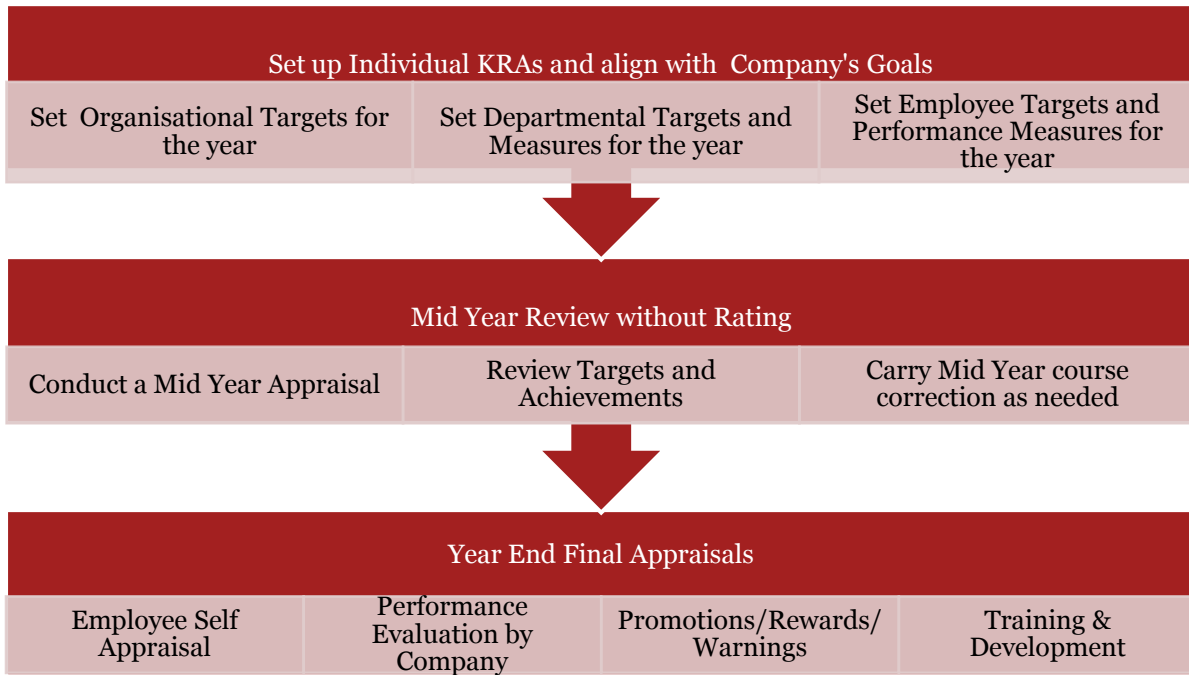
9.2 Objective

The PMS of the Company seeks to fulfil the following objectives:

Company's Organisational Objectives	Company's Employee Objectives
1. Maximise Organisational Performance.	1. Encourages and promotes
2. Integration of all departments into a inter dependency matrix to achieve overall organisational growth and development.	accountability across all levels by ensuring ownership of business processes across all levels.
3. Promotes objectivity and transparency in performance evaluation	2. Performance is measured objectively against set targets
4. Facilitate management of business risks	3. Uniform and consistent process across the organisation with visible and transparent linkage of actual performance to ratings.
5. Improves allocation of resources to achieve organizational objectives.	
6. Facilitate better communication with stakeholders and improve internal communication on strategy.	

9.3 PMS Process and Cycle

The Company's PMS process and Cycle will involve the following:



9.4 Performance Management Cycle

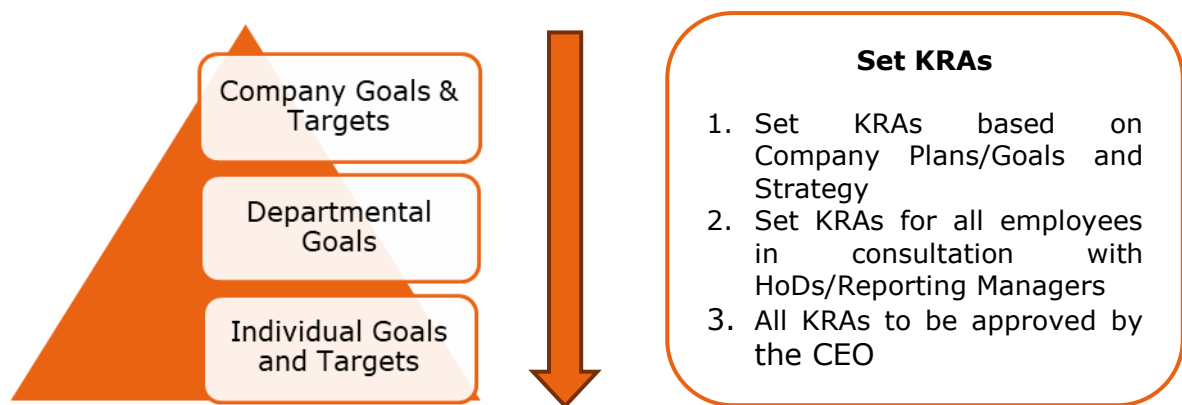
The PMS Cycle will comprise of (i) Performance Planning (ii) Performance Assessment through Self and Organizational Appraisals and Ratings (iii) Performance Evaluation and Ratings and (iv) Rewards and Incentives and Planning Training & Development for employees. A Typical Cycle of PMS will be as follows:

S. No	Component of PMS	Timelines	Remarks
1	Performance Planning – Organization and Employee goals and targets	January-March for the following fiscal year	Need to be frozen by 1 st April of the fiscal year
2	Mid-year Reviews and Course Correction as needed	August - September	Activity to close by 30 th September
3	Year End Appraisals/Evaluation	March-April	Appraisal should be complete by End of April.
4	Rewards/Incentives/Planning of Training & Development	May-June	The Activity should be complete by End of June. T&D should commence from July.

9.5 Performance Planning

Performance planning entails detailing the following:

- a. Set goals and targets for the Company as a whole
- b. Set Departmental Goals and Targets
- c. Define and set the roles that each employee must perform and the basis of evaluating performance at the end of the year. This will involve setting up individual KRAs and identification of competencies for achievement and providing suitable tools for the employees to achieve their targets and performance.



All KRAs will have to flow from top down, from the Company's goals and vision mission to the departmental level goals to individual level goals and targets. The SCP and other Strategy and Annual Business Plans of the Company should set/identify the Company's goals and targets, which should be used to develop the departmental goals and measures of performance and from the departmental goals the individual KRAs are set. KRAs will be measured by Key Performance Indicators (KPIs). The individual KRAs and KPIs would be set by the individual employees in consultation with their Reporting Managers and HoDs. The KRAs and KPIs will have to be approved by the CEO.

9.6 Mid-year Reviews

A mid-year review is important to review the progress on KRAS/ KPIs and the following general guidelines should assist the competent authorities on conducting such Mid-year Reviews:

- a. The discussion is to be initiated by the respective employee and shall be between him/her and the Reporting Manager.
- b. During the discussion the Reporting Manager should record the employee's progress, achievements and challenges if any.
- c. After the discussion the Reporting Manager shall submit duly filled and signed Mid-Year Review forms with his/ her feedback to the respective employee.
- d. The employee on receipt of their Mid-Year Review shall give his/her respective comments on the feedback and will submit it back to his/her Reporting Manager.
- e. The Reporting Manager shall forward the filled in Midyear Review forms to the Head of Department of the employee for his/her comments/endorsement. The HoD may choose to hold a discussion with the employee for review of the performance and record his/her comments.
- f. The Midyear Year Review form shall then be forwarded to the HR Department for their action and record.
- g. In case targets need to be reviewed and revised, then the same shall be discussed between the Employee/s, Head of Department and HR Department and approved by the CEO.

9.7 Year-end Appraisals and Evaluation

At the end of each year, the performance of an employee shall be reviewed against the goals and targets set in the performance planning phase. The employee should fill a Performance Appraisal Form and submit the same to the Reporting Manager. Amongst other issues, the PAF shall capture the performance of employees against the organizational expectations and goals. The Reporting Manager shall hold a formal discussion with the Employee and record his/her observations/comments in the PAF which then should be submitted to the Head of Department who shall review the PAF, hold necessary discussions with the Employee and his/her Reporting Manager and record his observations on the overall performance of the employee. These appraisals should give a feedback to the employee on his/her performance and enhancing it further by focusing on the developmental areas. The PAF will be reviewed by the Head of HR Department in consultation with the Head of Department of the concerned Employee. This will be followed by a rating of the employees and communication of those ratings. The ratings should be communicated to the employee and should serve in the process of providing necessary rewards/incentives and identification of performance gaps to enable the Company to organise/provide necessary training to the employees to improve their performance and skill sets.

9.8 Components of Performance Assessment

The employee's performance may be assessed and rated on the following parameters:

- a. Performance against quantitative targets as set by Department Head as part of annual performance planning process – This aspect should be accorded 70% weightage. Depending on performance a score out of 70 may be provided.
- b. Assessment of personal attributes – This aspect should be accorded 30% weightage

The following list serves as a guideline in assessing the personal attributes:

1. Theoretical knowledge
2. Practical Knowledge
3. Knowledge of Rules/Codes/ Manuals/Procedures
4. Temperament
5. Behavior towards Consumers
6. Behavior towards Colleagues & Seniors
7. Decision making Ability
8. Sense of responsibility
9. Supervision & Quality of work
10. Intelligence & Understanding
11. Ability in adhering to schedules & Co-ordination with others
12. Management of Staff

The Overall Rating for the individual will be as under:

- a. Assessment of Performance (out of 70)
- Assessment of Personal Attributes (out of 30)
- Total Marks (out of 100)

Overall Rating

The overall rating may be provided against following rating scale:

Total Marks (Range)	Merit Points	Rating
90 – 100	4	Outstanding (A+)
80 – 89	3	Very Good (A)
70 – 79	2	Good (B)

Total Marks (Range)	Merit Points	Rating
50 – 69	1	Fair (C+)
Below 50	0	Poor (C)

9.9 Performance Enhancement Program

Performance Enhancement Program (PEP) is a tool to bridge the gap between the employee's performance and the Company's expectation. It is designed to identify areas of improvement and closely monitor the performance of an underperforming individual. A PEP may be initiated for employees who fail to achieve the rating of C and above in two consecutive performance cycles.

The duration of first PEP shall be 6 months. Employees who are identified under PEP shall be informed about the process, their individual goals as well as the expectations of the Company. Progress during the PEP shall be monitored and the same shall be communicated to the employee.

At the end of 6 months under PEP, the employee's performance shall be measured and reported. This performance report shall decide the further course of action for the employee. If the employee's performance report is above set expectations and Company's expected performance standards, the employee is retained with the Company. In case the performance is not satisfactory, second PEP of 6 months to be initiated with expected performance standards. In case the second PEP is also unsuccessful, the Company may take a decision to terminate the services of the employee.

10 SEPARATION

An employee may be separated from his/her services with the Company due to any of the following reasons:

1. Resignation by the Employee
2. Termination by the Company
3. Separation due to Death
4. Superannuation on attaining retirement age.

10.1 Resignation by the Employee

- a. Employees may resign from their services with the Company at any time during their employment by sending a letter of resignation to the Head of HR Department through their respective Heads of Departments. The Company reserves the right to accept or reject the resignation.
- b. For the letter of resignation to take effect, it should be formally accepted by the Company.
- c. The employee concerned will be required to serve a notice period of 60 days before the date of his release from the services of the Company. Notice period shall not be waived under any circumstances. However, an employee under probation can be resign by serving a notice of 30 days to the Head of HR Department through proper channel.
- d. Resignation cannot be tendered while on any type of leave.
- e. The Head of HR in consultation with the Head of Department of the concerned employee and CEO in case of resignation by senior management staff take the decision on acceptance or rejection of resignation. Prior to accepting the resignation, the Head of HR and the Head of Department shall hold an exit interview with the concerned employee to understand the reasons for resignation and if the employee can be persuaded to withdraw the resignation. When a resignation is accepted, the Head of HR Department shall issue a Resignation Acceptance Letter to the employee with copies to Payroll and Finance & Accounts Department for their necessary action.
- f. Where the employee is serving his/her notice period of 60 days, the salary for the first month shall be paid in the normal course with the Pay-roll. However, the salary for the second month shall not be included in the Pay-roll and should be settled separately along with final settlement dues.
- g. The HR Department should process a “No Dues Certificate” for the employee concerned in conjunction with other departments and send the same to the Finance & Accounts Department for final settlement with a copy to the employee at least 7 days before the expected release of the employee from the services.

- h. On the date of release of the employee and prior to issue of any relieving letter, the HR Department should ensure that all handover formalities by the employee are completed, the assets of the company with the employee are returned to the IT department, the ID/access cards returned by the employee to the Company, the mail ids and other system access controls given to the employee are deactivated and then the final settlement dues cheque/s are handed over to the employee. The full and final settlement dues shall preferably be settled on the last date of the employment and in any case within 7 days from the date the employee was relieved.

10.2 Termination by the Employer

- a. The services of an employee may be terminated by the Employer for any of the following reasons:
 - i. Consistent breach of code of conduct and persistent failure to adhere to the Company's Rules and Regulations.
 - ii. Persistent and willful negligence in performing the duties and failure to correct upon necessary advice/warnings by the Company.
 - iii. Consistent poor performance as evidenced by the appraisal records and failure of the employee to correct and improve.
 - iv. When an employee is charged with any offence involving fraud, dishonesty or misappropriation of Company's funds/resources.
 - v. When an employee is found to be involved in any corrupt activities/practices while on duty and such corruption is proven by an internal or external enquiry conducted/organized to be conducted by the Company.
 - vi. Be proven guilty of any criminal offence.
- b. Where an employee's services are to be terminated, he/she should be served a notice of termination of at least 30 days prior to the intended date of termination, to enable the employee to make necessary representation before the CEO/competent authority. The competent authority shall hear the employee and then take the decision to either terminate the services or give another opportunity to the employee for correction.
- c. As and when a decision is taken to terminate the services, the Head of HR Department shall issue a letter of termination which shall state the date of relief and formalities to be followed for full and final settlement of dues.
 - i. The HR Department should process a "No Dues Certificate" for the employee concerned in conjunction with other departments and send the same to the Finance & Accounts Department for final settlement with a

copy to the employee at least 7 days before the expected release of the employee from the services.

- ii. On the date of release of the employee and prior to issue of any relieving letter, the HR Department should ensure that all handover formalities by the employee are completed, the assets of the company with the employee are returned to the IT department, the ID/access cards returned by the employee to the Company, the mail ids and other system access controls given to the employee are deactivated and then the final settlement dues cheque/s are handed over to the employee.

10.3 Separation due to Death

Separation from the services of the Company can also occur due to untimely death of an employee while in service. In all such cases, the HR Department will process the No Dues Certificate and ensure the full and final settlement cheques are issued to the legal heir/s within 30 days from the date of death of the employee. In the process the HR Department will also ensure to deactivate the access cards/passwords/mail ids of the deceased employee, The HR department shall also ensure that all company's assets with the employee at the time of his/her death are properly returned to the Company by the legal heir/s.

10.4 Superannuation

Employees will retire from the services of the company on attaining the age of superannuation << state the age>> as per the date of birth recorded in the Company's records. The Company may however grant extension beyond the age of superannuation to an employee if it deems fit to do so. However, all such decisions should be referred to the Board of Directors and implemented as directed by the Board.

The Head of HR Department shall intimate to the retiring employee in writing at least three months in advance, about his/her impending retirement through the concerned Head of the Department. During this three-month period, the retiring employees are expected to complete all formalities of handover including obtaining a No Dues Certificate from the HR Department to enable the Company to settle their dues within 30 days from the date of retirement. The HR Department will ensure to appropriately notify the PF authorities for release of Provident Fund dues of the retiring employee after making necessary adjustments as may be required.

On the date of retirement, the HR Department should ensure that all handover formalities by the employee are completed, the assets of the company with the employee are returned to the IT department, the ID/access cards returned by the employee to the Company, the mail ids and other system access controls given to the employee are deactivated and the Finance & Accounts Department is suitably advised to settle the dues of the retiring employee.

10.5 Calculation of Full & Final Settlement Dues

The payment of final settlement dues will be subject to the employee completing all handover formalities, return of company assets, deactivation of all e mail ids/passwords/id cards and submission of a No Dues Certificate by the HR Department/Employee to the Finance & Accounts Department and Company issuing necessary letter relieving the employee. The Full & Final Settlement dues shall not be included in the regular pay-roll process and shall be processed separately by the Finance & Accounts Department.

Generally, the Full & Final Settlement Dues will comprise of the following:

- a. Outstanding Salary from the last pay date to the date the employee is relieved/deemed to be relieved. Salary for this purpose will mean Salary and Allowances as per the CTC of the employee.
- b. Encashment of Earned Leave due as per records of the Company
- c. Gratuity, if any
- d. Deductions on account of Income Tax, reimbursements / recoveries from the employee, if any.

The Full & Final Settlement payment shall be made by an Account Payee Cheque in favour of the separating employee.

11 GRIEVANCE REDRESSAL

11.1 Objective & Scope

The objective of the Grievance resolution procedure is to provide the employees of the Company with an easily accessible mechanism for settlement of their individual grievances and promote a fair and equitable mechanism to reduce discontent and dissatisfaction amongst employees at all levels. Grievance for this purpose can include matters related to leave, increment, allowances, bonus, non-extension of benefits under rules, interpretation of service rules, etc., of an individual nature. The following are some probable situations giving rise to individual grievances:

- (i) Salary Related like Wage fixation, wage computation, Bonus, etc. Employees feel they are getting less than what they ought to get. However, any matter related to the company's policy or terms and conditions of employment will not be covered under Grievances.
- (ii) Work environment related like poor working conditions, defective equipment and machinery, tools, materials, safety appliances, etc.
- (iii) Disposition of the superiors towards the employees. Perceived notions of favouritism, nepotism, bias, etc.
- (iv) Strained relations or incompatibility with peers. Feeling of neglect, seclusion or victimization, sexual harassment in any form, physical assault.
- (v) Rigid and unfair rules, too much or too less work responsibility, lack of recognition etc.
- (vi) Discharge, dismissal, suspension, fines, or any other form of punishment arising out of an act of misconduct.

11.2 Procedure to Handle Grievances

- (i) Grievances should always be in writing reported to the competent authority of the Company for a quick redressal.
- (ii) In the first step, an aggrieved employee may take-up his grievance/s with his/her immediate superior (Reporting Manager). The concerned Reporting Manager shall give a personal hearing and enquire into the matter to resolve the grievance at his/her level.
- (iii) The Reporting Manager may take the help of HR Department in enquiring the details of the issue. The HR Department shall facilitate collection of information relating to the grievances reported. It shall also keep a record of the outcome of the enquiry and resolution to the disputes.
- (iv) If the aggrieved employee is not satisfied with the decision communicated to him at by the Reporting Manager or fails to get a reply, he may submit his grievance in writing to his Departmental Head with a copy to Head of HR Department

- (v) The Departmental Head and the Head of HR Department shall conduct an enquiry and reply to the aggrieved employee within seven days of the submission of the grievance.
- (vi) If the employee is not satisfied with the decision or fails to receive a reply from the Head of Department, he/she may present the grievance for consideration to CEO. The CEO shall refer the grievance to a Grievance Redressal Committee constituted with the following:
 - a. CEO
 - b. Head/s of the Department
 - c. Head of HR Department
- (vii) The grievances committee shall hold a proper enquiry against such grievances, collect such information as may be deemed necessary, take legal opinion/s if warranted, and then provide a redressal to the aggrieved employee. The decision taken by the committee will be final.
- (viii) The decision taken by the committee shall be communicated in writing to the aggrieved employee within 7 days of the committee meeting.

All complaints will be treated with utmost confidentiality and sensitivity. The 'Principles of Natural Justice' would be followed during the process.

12 TRAINING & DEVELOPMENT POLICY

12.1 Training Philosophy

The Company recognizes and acknowledges the important contribution that its employees play in achieving organizational development and growth. The Company is committed to promote the interest of all employees by helping them reach their full potential through appropriate training and development. The principle objective of Training and Development (T&D) is to ensure that the Company has workforce with the required skills / competencies /certifications to execute the Smart Cities Mission Smart Cities Mission and Projects under it effectively and efficiently. In addition, T&D helps employees in achieving their personal goals, which in turn, enhances the individual contribution to an organization. At the organisation level, T&D helps quality of work, enhances productivity, instils team spirit and encourage inter team collaborations, improves the morale of the work force, develops leadership skills, attitudes and overall contributes to organizational development. The Training & Development policy and process can be broadly illustrated as below:



a) Training Needs Assessment (TNA)

TNA is a continuous process of gathering data, mapping skills and identifying skill gaps so that training can be facilitated/organised for the identified employees to help the organization accomplish its objectives. It is a diagnostic tool to determine what type and level of training programmes will be needed for the employees to equip them with necessary knowledge and skills that suit their job needs. As part of the TNA, the Department Heads in conjunction with Head HR Department will need to map skills which are required to perform activities by each grade/cadre of employees. The skills may be broadly categorized into (a) Technical Skills to perform a given job and (b) Non-technical Skills for effective man-management and communication. TNAs are usually done through questionnaires, personal interviews and observations at work. The output of TNA feeds into training programme design with learning objectives and outcomes.

TNA can be done by any or all the following:

- a. Implementation of Smart Cities Mission Smart Cities Mission Projects across Urban Infra/Area Development/deployment of Smart Technology Solutions/Land-use call for specific skill sets and expertise which may trigger training need and opportunities.
- b. Individual Development Plan, where an employee may register his/her training needs with HR Department through the Head of his/her Department. This may be done by

using specific forms and/or included in the Performance Appraisal Forms used in the PMS of the Company.

- c. Competency Assessment, where training needs are identified through Competency Assessment by the HR Department in conjunction with Heads of Department taking place from time to time.
- d. Performance Appraisal System, where training needs are sourced from Performance Appraisal Forms as identified by the employee and the supervisors.
- e. Deployment of New Technology/Equipment/s may trigger training opportunities to be fulfilled by the Company.

b) Training Programme Design

Training Programmes may be designed using the inputs from TNA captured in the form of a skill matrix. In addition, inputs from Reporting Managers and others may be used for designing training programmes. A sample Skill Matrix is illustrated below based on which the HRD Department will prepare necessary Skill Matrices prior to designing training programmes.

Skills/Knowledge	Employee X			Employee Y		
	Proficiency	Interest	Application	Proficiency	Interest	Application
Urban Planning						
Solar Energy						
Project Design and Implementation						

Illustrative Methodology to fill in the above Matrix:

Proficiency may be expressed as Level of Skill/Knowledge

- 0 = No skills
- 1 = Basic Skills
- 2 = Intermediate Skills
- 3 = Advanced Skills

Application may be expressed as:

- 1 = Can only work under Supervision
- 2 = Can work independently but cannot lead

- 3 = Can lead teams applying the skills/knowledge

Interest may be expressed as:

- 0 = Has no interest in applying that skills/knowledge
- 1 = Is interested in applying that skill/knowledge

Technical skills and knowledge augmentation may be achieved by professional development programmes and refresher courses conducted by third party institutions/individuals. The TNA should lead to identification of appropriate training and professional development programmes conducted by accredited institutions and mapping the same to the learning objectives and performance gaps and needs of the Company. Similarly, the TNA should analyse the non-technical skill gaps in the employees to develop and organize either internally or through professional training bodies to fill such gaps in the employees' skills.

A Training Calendar will be prepared annually by the HR Department in consultation with the Heads of Departments. The Calendar should include (i) Date & Timing (ii) Programme Title (iii) Programme Objectives/Outline (iv) Faculty Details (v) Venue (vi) Resources and (vii) Participants to whom the programme is intended.

The programme design and development will be done by HRD based on (i) inputs obtained through TNA (ii) inputs obtained from individual employees regarding any specific training sought (iii) inputs from departments, CEO and the Board (iv) inputs from other stakeholders. List of Areas where training is required to be provided should be prepared by the HR Department and approved by CEO prior to course and content design. Similarly, when the Company nominates its employees for external training, it should be approved by the CEO.

c) Training Delivery and Evaluation

The training process should essentially follow the steps listed here under:

Guidelines for Training Delivery

1. Assess Organisational and Individual Training Needs as suggested above.
2. Specify learning objectives and outcomes to address the gaps identified.
3. Identify/design training programmes/courses to fulfil the training needs
4. Prepare training plan.
5. Select the delivery mode, in-house vs external accredited training institutions; class room training, lectures/seminars to web-based e-learning facilitated by instructors to e-learning which is self-paced or blended learning where e-based learning is blended with instructor led class room training.
6. Implement the training plan and conduct a post training evaluation
7. Assess the impact and prepare future training needs.

Given the size of the Company, it may not always be possible to hold in-house training programmes, therefore all employees who need special technical training would be deputed to seminars, workshops, conferences relating to the topics identified by the HRD Department and organized by accredited third party training institutions. However, some of the non-technical training may be conducted in house by external training specialists/consultants.

Post completion of training, feedback of the participants should be obtained both on the programme and the faculty to assess the relevance and effectiveness. The feedback should be analysed, documented and used to improve the quality and effectiveness of future programmes.

13 CODE OF CONDUCT

13.1 Objective

The objective of this Code is to ensure that every employee of the Company is aware of and practices acceptable conduct and ethical behaviour in their day to day work and in dealing with co-workers and stakeholders of the Company. The Code applies to all permanent, temporary and contractual employees of the Company, It also applies to those employees on deputation from other organisations/departments. The Company expects that all employees will adhere to this code / policy. The management will take serious note of any violation of this code / policy or acts of omission / commission leading to violation of this code / policy.

13.2 General Standards of Conduct

All employees are expected to conduct their business dealings honestly, openly, fairly, diligently and courteously and in a manner befitting their grade of employment and that enhances the image of the Company. All employees should be aware of all policies and procedures of the Company and abide by them fully.

All employees are expected to:

- a. Comply with applicable laws, rules and regulations and promote honest and ethical conduct of the business. Their responsibilities include helping the Company to create and maintain a culture of high ethical standards and commitment to compliance, and maintaining a work environment that encourages the employees to raise concerns to the attention of the management
- b. Act in the best interests of the Company and fulfil her / his obligations to their best of abilities and competence.
- c. Conduct herself / himself in a professional, courteous and respectful manner

Comply with all applicable laws, rules and regulations

Act in a manner to enhance and maintain the reputation of the Company

Respect and uphold the confidentiality of information relating to the affairs of the Company acquired in the course of her / his service as an Employee.

Not use confidential information acquired in the course of his/her service to personal advantage and not disclose such confidential information to a third party unless expressly authorized by the Competent Authority or when legally required to disclose such information.

Dedicate sufficient time, energy and attention to the Company to ensure diligent performance of his/her duties, including preparing for meetings and decision-making by reviewing in advance any materials distributed and making reasonable inquiries.

The employees shall not use Company's property and/or information for their personal gain/use. Employees and their relatives are prohibited from competing directly or indirectly for business opportunities that the Company pursues in its normal course of business.

All employees are expected to work in a collaborative manner and as a well-knit team towards the achievement of Company's goals, putting the interests of the Company before their own. They should work in a manner that is open, honest, straightforward and fair, respectful of the roles and views of others and actively listening and dialoguing with team-mates. Employees will freely share required information with each other, learn from each other, help one another to develop and grow, and contribute towards making the experience of working for the Company an enjoyable one.

Sexual harassment and harassment of any kind based on race, religion, caste, disability, marital status, pregnancy/ childbirth, or any other basis is completely prohibited.

13.3 Procurement Practices

The Company shall make all procurement of goods and services based on need, quality, service, price and terms and conditions. The Company's policy is to select significant suppliers or enter into significant supplier agreements through a competitive bid process as may be required under the Smart Cities Mission Smart Cities Mission Guidelines and/or Company's own Policies and Procedures. The suppliers shall be selected based on merit, price, quality and performance., Under no circumstances should any Company employee, agent or contractor attempt to coerce suppliers in any way. Employees are also forbidden to influence, manipulate or otherwise abuse the bid processes and selection of suppliers.

13.4 Conflict of Interest

The Employees are expected to dedicate their best efforts to advancing the Company's interests and to making decisions that affect the Company based on the Company's best interests and independent of outside influences. Employees should avoid 'conflicts of interest' with the Company. In case there is likely to be a conflict of interest, she / he should make full disclosure of all facts and circumstances thereof to the Board of Directors and obtain a prior written approval for the same

13.4.1 A conflict of interest occurs:

- a. When an Employee takes action or has interests that may make it difficult to perform her / his work objectively and effectively.

On receipt of improper personal benefits from any party dealing with the Company by the employee and/or his/her family as a result of his / her position in the Company.

When an employee or his/her family members act as a broker or on behalf of a third party in transactions involving or potentially involving the Company.

When employees or their family members have any financial/other business interest in any outside enterprise/third party that does business or seeks to do business with the Company or is a competitor of the Company.

13.5 Gifts

- a. The Company will not make any contribution of funds, property or services to a political party or religious organization, or to a candidate for or holder of any Government office.
- b. Employees of the Company shall not accept or permit any member of his/her family or any other person acting on his behalf, to accept gift of any kind directly or indirectly from people/institutions/companies that deal with them in their official capacity and for the business of the Company. "Gift" for this purpose means and includes any cash or non-cash benefit accruing to the employee of a value exceeding Rs. 1000. It shall include free-transport, boarding and lodging expenses or other services received or any other pecuniary advantage accrued to the employee by virtue of his/her employment.
- c. Employees of the Company shall not accept offers to be entertained by an individual or organizations with whom the Company transacts business or contracts to transact business in future.
- d. Employees will not offer any gifts, favours or entertainment to others that are not consistent with customary business practice or could be construed as a bribe or pay-off in violation of applicable laws or ethical standards.

13.6 Confidentiality

All employees shall maintain strictest secrecy of the Company's affairs and shall not divulge, directly or indirectly, any information to others, unless authorized to do so by a competent authority or compelled to do so by operation of any law. They shall use information received in course of their business dealings and by virtue of their relationships only for the purpose it is intended and never for any personal gain.

Employees shall comply with the Non-Disclosure Agreement (if any) signed at the time of joining. Employees should use information received in the course of their business dealings only for the purpose it is intended or normally used and never for personal gain or for a third party's gain. They should also not release confidential data or information to others without proper authorisation

13.7 Fair Dealing

An Employee should deal fairly with customers, suppliers, competitors and other employees of the Company. They should not take unfair advantage of anyone through manipulation, concealment, abuse of confidential, proprietary or trade secret information, misrepresentation of material facts, or any other unfair dealing practices.

13.8 Protection of Company's Assets and Funds

The assets of the Company should be used only for its legitimate business purposes. It is the key responsibility of every employee to protect the Company's assets. Employees should exercise necessary diligence and ensure that the assets are not misused, misappropriated, loaned to others, or sold or donated or mortgaged, without appropriate authorization.

Every employee is personally responsible for all Company funds over which he/she exercises control. Company funds must be used only for business purposes.

13.9 Use of Electronic Resources

Only licenced software shall be used by employees in all Company's operations. Data backups should be done in accordance with the Company's IT policy. Electronic resources including the information systems shall not be used in such a manner that threaten the integrity of the system, the privacy of others, or that are otherwise illegal. The Company reserves the right to access and monitor all messages and files on its system, including information regarding employee internet use, as and when deemed necessary and appropriate. The electronic resources shall be used in an effective, ethical and lawful manner. Users who receive or notice obscene or inappropriate messages are needed to report the same immediately to their superior/s and/or the HR Department.

13.10 Employment of Near Relatives

No employee shall use his position or influence directly or indirectly to secure employment in the Company for any of his/her relatives, whether such persons are dependent on the employee or not.

No employee shall, except with the previous sanction of the competent authority, permit his son, daughter or any member of the family to accept employment with any

private firm with which he has official dealings, or with any other firm, having official dealings with the Company.

Provided that where the acceptance of the employment cannot await the prior permission of the competent authority, the employment may be accepted provisionally subject to the permission of the competent authority, to whom the matter shall be reported forthwith.

No employee shall in the discharge of his official duties deal with any matter or give or sanction any contract to any firm or any other person if any member of his family is employed in that firm or under that person or if he or any member of his family is interested in such matter or contract in any other matter and the employee shall refer every such matter or contract to his official superior and the matter or the contract shall thereafter be disposed of according to the instructions of the authority to whom the reference is made.

13.11 Suspension of Employees

The Company may place an employee under suspension when:

a disciplinary proceeding against him is contemplated or is pending; or

a case against him in respect of any criminal offence is under investigation or trial.

an employee who is detained in custody, whether on criminal charge or otherwise, for a period exceeding 48 hours shall be deemed to have been suspended with effect from the date of detention by an order of the appointing authority and shall remain under suspension until further orders.

Where a penalty of dismissal or removal from service imposed upon an employee under suspension is set aside on appeal or on review under these rules and the case is remitted for further enquiry or action or with any other directions, the order of his suspension shall be deemed to have continued in force on and from the date of the original order of dismissal or removal and shall remain in force until further orders.

Where a penalty of dismissal or removal from service imposed upon an employee is set aside or declared or rendered void in consequence of or by a decision of a court of law and the disciplinary authority, on consideration of the circumstances of the case, decides to hold a further inquiry against him on the allegations on which the penalty of dismissal or removal was originally imposed, the employee shall be deemed to have been placed under suspension by the appointing authority from the date of the original order of dismissal or removal and shall continue to remain under suspension until further orders.

An order of suspension made or deemed to have been made under this Rule may at any time be revoked by the authority which made or is deemed to have made the order or by any authority to which that authority is subordinate.

An employee under suspension shall be entitled to draw subsistence allowance equal to 50% of his monthly pay provided the disciplinary authority is satisfied that the employee is not engaged in any other employment or business or profession or vocation. Where the period of suspension exceeds six months, the authority which made or is deemed to have made the order of suspension shall be competent to vary the amount of subsistence allowance for any period subsequent to the period of the first six months as follows :

The amount of subsistence allowance may be increased to 75 % of monthly pay if, in the opinion of the said authority, the period of suspension has been prolonged for reasons to be recorded in writing not directly attributable to the employee under suspension.

the amount of subsistence allowance may be reduced to 25% of monthly pay if in the opinion of the said authority, the period of suspension has been prolonged due to the reasons to be recorded in writing, directly attributable to the employee under suspension.

If an employee is arrested by the Police on a criminal charge and bail is not granted, no subsistence allowance is payable. On grant of bail, if the competent authority decides to continue the suspension, the employee shall be entitled to subsistence allowance from the date he is granted bail

13.12 Disciplinary Action

An employee who commits a breach of the Rules of the Company, or who displays negligence, inefficiency or indolence, or who knowingly does anything detrimental to the interests of the Company or in conflict with its instructions, or who commits a breach of discipline or is guilty of any act of misconduct, shall be liable to the following forms of punishment.

13.13 Forms of Punishment

An employee found guilty of misconduct will be liable to any of the following forms of punishment:

- i) A censure or warning.
- ii) Suspension without pay for such period as deemed fit by the CEO
- iii) Withholding of grade increment, reduction of pay or demotion as may be decided by the CEO.
- iv) Discharge/Dismissal/Termination as may be decided by the Competent Authority.

The authority to decide on issues relating to employee discipline is the CEO of the Company except when such indiscipline leads to termination/dismissal, where the CEO may decide to refer the case to a Competent Authority as may be constituted by the Company to resolve such cases.

13.14 Issue of Charge Sheet and Receipt of Explanation

If misconduct is reported against an employee, the HR Department before taking any disciplinary action against him, will issue a charge sheet under the signature of the Head of HR Department. The charge sheet / letter of explanation should be served on the employee within 7 working days from the date on which the alleged misconduct has come to light. An employee who refuses to accept a charge sheet or fails to reply to it within the prescribed time limit, should not be allowed to report for duty until he/she accepts or replies to the charge sheet. The employee is expected to reply to the charge sheet within such time as may be prescribed. If the explanation is satisfactory to the Company, the employee may be exonerated from the charges and informed accordingly.

13.15 Enquiry and Suspension

If the explanation given by the employee to the charge sheet is not satisfactory, the Company shall hold an official enquiry by an officer(s) appointed for the purpose. The employee charged with misconduct will be given a reasonable opportunity for explanation and defending his actions. The enquiry officer may also examine the witnesses as named or as found in the course of the enquiry. The process of enquiry shall be determined by the Officer in conjunction with the Head of the HR Department. Where it is proposed to hold an inquiry, the Officer appointed for the purpose in conjunction with the Head of HR Department shall frame definite charges on the basis of the allegations against the employee. The charges, together with a statement of the allegations on which they are based, a list of documents by which and a list of witnesses by whom, the article of charge are proposed to be sustained shall be communicated in writing to the employee, who shall be required to submit within such time as may be a written statement whether he/she admits or denies any of or all the articles of charge. On receipt of the written statement of the employee, or if no such statement is received within the time specified, an enquiry may be held by the disciplinary authority or by the inquiring authority appointed. However, an enquiry may not be necessary if the concerned employee admits to the charges.

The Company may suspend the employee if it deems necessary during the course of enquiry. The order of suspension will be in writing and shall take effect immediately on communication thereof to the employee. The suspended employee shall not enter the

Company's premises during the period of suspension unless otherwise permitted by the Company,

13.16 Award of Punishment

Upon conclusion of the enquiry by such methods and means as the enquiry officer in conjunction with the Head of HR Department may decide, the company shall take the following actions:

- a. Exonerate the employee if the charges are not proved.
- b. Award punishment if the charges are proved or the employee admits to the charges.

The scale of punishment will depend upon the nature of the charges (minor or major). A letter explaining the charges, the enquiry conducted and awarding punishment will be sent to the employee under the signature of the CEO of the Company. In case an employee refuses to accept such a letter it will be deemed to have been served on him if a copy thereof is fixed on the notice board of the department and signed copies are sent to his local and home addresses by registered post with acknowledgement due.

13.17 Punishment:

The punishment to be awarded depend upon the type of charges, minor or major and will generally follow the following guidelines. The enquiry officer in consultation with the Head HR Department will determine the gravity of the charges and will recommend appropriate action to CEO. The CEO shall decide on the extent of punishment and his/her decision shall be final.

- a. Caution: If the misconduct is of a minor nature, the employee may be cautioned verbally or in writing.
- b. Warning in Writing: An employee found guilty of misconduct of a minor nature but committed more than once may be warned in writing and copy of the warning letter be kept in his service record.
- c. Suspension: For major charges of misconduct, an employee may be suspended without pay as a disciplinary measure for such period as the CEO may decide.
- d. Withholding of Increment: Depending on the gravity of the charges, the grade increment of an employee may be withheld at the discretion of the CEO if the employee is found guilty of misconduct,
- e. Demotion or Reduction of Pay: An employee who is guilty of a misconduct not grave enough to warrant discharge may be demoted to a lower post or to a lower salary in the same post

- f. Discharge: An employee who is found guilty of a serious misconduct may be discharged from the services of the company subject to the recommendation from the Competent Authority.

13.18 Sexual Harassment

The Company believes in a positive work environment centered on its values and requires the effort of all to create a culture where employees can work together without fear of sexual harassment. The Company is committed to providing a safe environment for all its employees free from discrimination on any ground and from harassment at work including sexual harassment. The policy aims at ensuring that all employees maintain appropriate standards of business and personal conduct with colleagues, clients and with the public at large. It is the intention of the Company to take all necessary actions required to prevent, correct and if necessary, discipline behavior which violates this policy. These policy guidelines will be subordinate to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act 2013 and the Rules passed thereunder.

13.18.1 Definition

Sexual harassment can involve one or more incidents and actions and it may be physical, verbal and non-verbal. Examples of conduct or behavior which can constitute sexual harassment include:

- (i) Unwarranted/Unwanted Physical contact including patting, pinching, stroking, kissing, hugging, fondling, or inappropriate touching;
- (ii) demand for sexual favors or to engage in sexual activity as a condition of employment;
- (iii) Work environment that is hostile, intimidating or humiliating for the employee;
- (iv) physical violence including physical assault;
- (v) Sexual comments, stories and jokes, Sexual advances;
- (vi) Insults based on the sex of the worker; and
- (vii) Display of sexually explicit or suggestive material and/or Sexually-suggestive gestures.

Where any of these acts is committed in circumstances where-under the victim of such conduct has a reasonable apprehension that in relation to the victim's employment or work whether she is drawing salary, or honorarium or voluntary, whether in government, public or private enterprise such conduct can be humiliating and may constitute a health

and safety problem. It is discriminatory for instance when the woman has reasonable grounds to believe that her objection would disadvantage her in connection with her employment or work including recruiting or promotion or when it creates a hostile work environment. Adverse consequences might be visited if the victim does not consent to the conduct in question or raises any objection thereto.

13.18.2 Complaint and Redressal Procedure

The Company will constitute a Complaint Redressal Committee (CRC) as required under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act 2013 and as further laid down by the Hon'ble Supreme Court of India. in its various judgements.

Aggrieved employees can file a complaint on sexual harassment to any of the members of the CRC. The complaint can be filed through email or in writing. Sufficient precaution will be taken by the Company to ensure that complete confidentiality is maintained, and no form of discrimination is faced by the employee who has escalated the complaint. Sexually harassed women at workplace can also file an FIR directly at the police station, under section 509 of Indian Penal Code as a criminal offence – “Outraging the modesty of women physically / verbally / gestures / exhibits” and in such cases the process as required by the Police/Courts will have to be followed.

The CRC will investigate all complaints thoroughly and promptly, in a free and fair manner. The investigation may include private interviews with the person filing the complaint, the person alleged to have committed the offence and witnesses, if any. The person filing the complaint will be informed of the outcome of the investigation. As far as possible, all efforts will be made to complete the investigation within 90 days from the date of the complaint. The CRC will maintain a complaint register keeping track of complaints received and the process followed. If the investigation reveals that sexual harassment has been committed, the CRC will send an appropriate note to the Board of Directors who shall decide on the level of action/punishment required to be enforced. The CRC will also make a report to the concerned government department on the complaints and action taken by them.

Sexual harassment will involve the following sanctions/penalties:

- (i) verbal or written warning
- (ii) adverse performance evaluation
- (iii) reduction in wages

(iv) transfer, demotion, suspension, dismissal from service.

The nature of the sanctions will depend on the gravity and extent of the harassment as determined by the CRC. The CRC will determine suitable and deterrent sanctions to ensure that incidents of sexual harassment are not treated as trivial. Certain serious cases, including physical violence, will result in the immediate dismissal of the harasser.

14 LIST OF POSITIONS

S No	Functional Group	Position
First Level		
1	Leadership	Chief Executive Officers
2	Leadership	Chief Finance Officers
3	Leadership	Company Secretary
4	Leadership	Director Technology/Chief Technology Officer
5	Leadership	Director - Planning
6	Leadership	Director - Projects
7	Leadership	Director - Human Resources
8	Leadership	Chief Data Officer
Second Level		
9	Finance	General Manager - Accounts & Finance
10	Planning	Chief Urban Planner
11	Planning	General Manager - Urban Transport
12	Design	Chief Urban Designer
13	Design	General Manager - Buildings&Architecture
14	Water	General Manager - Water
15	Waste Water	General Manager - Waste Water
16	Waste Management	General Manager - Waste Management
17	Technology	General Manager - ICT & Smart City Centre (ICCC)
18	Monitoring	General Manager –Quality and M&E
19	Landscape	General Manager –Landscape Architect
20	Social	General Manager - Social
21	Legal	General Manager - Legal & Contracts

15 JOB DESCRIPTIONS

1. Chief Executive Officer

#	Parameter	Description
1	Name of Position	Chief Executive Officer
2	Reports to	Board of Directors
3	Location	Specify the location
4	Tenure	Specify the Tenure
5	Target Profile	<p><u>Industry knowledge and experience</u></p> <ul style="list-style-type: none"> • Led a public or private sector infrastructure service organization in India or abroad • Strong understanding of and diversity of experience in infrastructure services • Strong understanding of working with central/state/local governments in India • Sectoral knowledge of Smart Cities and digital technology such as artificial intelligence is desirable • Functional/ technical knowledge and experience • Experience of delivering large, complex and multi-faceted infrastructure projects in India • Strong understanding of government policies, rules and regulations, contracts etc. • Experience of developing & leveraging strategic partnerships with banks/ financial services sector for project finance • Strong understanding of technology trends in delivering and maintaining infrastructure services • Experience of contract negotiation and dispute resolution • Experience in people management and organization building <p><u>Leadership Capabilities</u></p> <ul style="list-style-type: none"> • Experience of having built a team of top talent at the senior management and other levels • Prior experience of having built an organization from start-up phase to launch of projects will be preferred

#	Parameter	Description
6	Responsibilities	<ul style="list-style-type: none"> • Demonstrated ability of having lead top cross-functional executives towards business launch and growth goals • Demonstrated ability of having lead in an environment of continuous change and complexity (start-up environment) – provide direction and deliver high-impact launch and growth outcomes • Demonstrated ability of having delivered complex projects in a compressed timeframe • Ability to develop a vision and set direction for the organization <ul style="list-style-type: none"> • Provides overall leadership and direction in formulating and achieving Smart City Vision and Objectives • Makes recommendations to the SPV Board of Directors and other key stakeholders including State Government/ Central Government on significant matters affecting SPV's operations and policies • Oversee the development and implementation of Vision, Objectives and Projects stated in the Smart City Proposal and make changes where required in the proposal • Direct and manage staff to efficiently and effectively implement the Smart City Proposal • Oversee SPV's planning efforts, including identifying major priorities, establishing goals and strategies that ensure the success of the projects • Ensure compliance with all relevant laws and regulations associated with SPV internal operations as well as Smart City project implementation • Provide leadership for the Smart City and achieve alignment & coordination with other Urban Reform programs and State & Central government schemes/ projects • Works closely with the Municipal Bodies and other Government Organisations to ensure coordination • Seek funding from varied sources including government, financial institutions and private sector with a focus on

#	Parameter	Description
		<p>maintaining reasonable cost of capital</p> <ul style="list-style-type: none"> • Work towards the financial sustainability of the SPV by carefully assessing the financing needs and revenue opportunities with the support of the finance team • Communicate effectively with the media and the market regarding various aspects • Provides overall direction to ensure the safe delivery of quality construction projects on-time and within budget • Works closely with local elected officials, business Organisation and all stage holders • Represent agency before elected officials and the public
7	Eligible Age	The incumbent should not be more than 65 years of age
8	Qualification	The incumbent should be a graduate preferably in engineering from a recognized university/ institute and A Post Graduate in Urban Planning/MBA/any disciplines of Engineering from recognised and reputed institutes in India and abroad
9	Experience	<p>The incumbent must have:</p> <ul style="list-style-type: none"> • At least 16 years of experience in infrastructure sector with at least 8 years of relevant experience of implementing multi-faceted complex infrastructure projects in India and abroad. • At least 2 years of experience as CEO or one level below CEO. • Experience of having worked governments in India and abroad will be preferred
10	Indicative salary range ¹ per month	100000-400000
11	Perquisites ²	[Add perquisites like company provided accommodation, car, furniture, mobile bills as applicable].

¹This is an indicative salary range. The actual salaries may differ and SPV is encouraged to conduct a salary benchmarking exercise to identify market salary band for this post.

²Perquisites in government appointments is a way of attracting private sector candidates for senior level positions especially government provided accommodation in prime area of the city

2. Chief Finance Officer

#	Parameter	Description
1	Name of Position	Chief Finance Officer
2	Reports to	Chief Executive Officer
3	Location	[insert name of city]
4	Tenure	Full Time/ Contractual (3/5 years)
5	Target Profile	<p><u>Industry knowledge and experience</u></p> <ul style="list-style-type: none"> • Led a public or private sector infrastructure service organization in India or abroad • Strong understanding of and diversity of experience in infrastructure services • Strong understanding of working with central/state/local governments in India <p><u>Functional/ technical knowledge and experience</u></p> <ul style="list-style-type: none"> • Thorough knowledge of Indian Companies Act, 2013 and its rules and regulations • Thorough knowledge of GAAP and Indian accounting standards • Awareness of all statutory compliances as applicable • Previous experience of raising finances including project finance • Primary responsibility for managing the company's finances, including financial planning, management of financial risks, record-keeping, and financial reporting • Substantial expertise and experience in planning and management of finances in a Company of similar business/profile. • Budget management, cost benefit analysis and forecasting needs of the Company. • Previous experience of working with public sector or government organisation will be preferred <p><u>Leadership Capabilities</u></p> <ul style="list-style-type: none"> • Ability to analyse and produce financial and business reports with great insights and present the same to the Board and external stakeholders

#	Parameter	Description
6	Responsibilities	<ul style="list-style-type: none"> • Ability to convince and negotiate with financial institutions • Analyse situations, identify problems, implement solutions, and evaluate outcome • Direct and oversee all aspects of the Finance & Accounting functions of the organization • Establish and monitor financial and accounting policies, procedures and controls • Support effective decision making by providing timely updates to the Board members on strategic aspects like financial metrics, short term and long term financial planning, taxation impact etc. • Prepare financial long term and short term strategy • Develop a systemic framework for proactively identifying, assessing various business and financial risks impacting the organization along with mitigation strategy for the same • Establish and maintain relationships with key decision makers in banks, investor bodies, regulatory bodies and other financial institutions • Oversee the preparation of yearly accounts (profit and loss statement and balance sheet) in line with statutory requirements and internal corporate guidelines • Drive the review and analysis of various financial statements (Balance sheet and income statement) on a periodic basis and provide insights on key ratios • Build internal controls to ensure efficient working capital management and cash conversion cycle • Oversee the development of Standard Operating Procedures on taxation related matters and design of systems and processes to ensure efficiency in tax planning • Undertake periodic tax planning exercises and, carry out timely and comprehensive analysis of any changes in the tax framework to ensure tax optimization for the

#	Parameter	Description
		<p data-bbox="619 235 788 273">organization</p> <ul style="list-style-type: none"> <li data-bbox="564 297 1396 427">• Guide business teams in framing contractual terms and conditions so as to minimize financial risks arising out of a contractual obligation <li data-bbox="564 450 1396 533">• Ensure healthy liquidity and financial sustainability of the organization <li data-bbox="564 555 1396 638">• Oversee the preparation and execution of product costing and cost control measures <li data-bbox="564 660 1396 743">• Drive Corporate Governance norms and ensure transparency in all processes <li data-bbox="564 766 1396 947">• Supervise adherence to statutory compliances and oversee timely and accurate preparation/ documentation/ maintenance of all books of accounts, reports, revenue contracts, invoices etc <li data-bbox="564 969 1396 1052">• Liaise with external legal experts / counsels, where required to provide guidance and advice <li data-bbox="564 1075 1396 1256">• Drive a culture of performance amongst subordinates set goals, review and manage performance, guide and counsel and provide feedback on performance so as to ensure a motivated and committed team <li data-bbox="564 1279 1396 1361">• Manage processes for financial forecasting, budgets and consolidation and reporting to the Company Board <li data-bbox="564 1384 1396 1422">• Manage cash flow position throughout the company <li data-bbox="564 1444 1396 1574">• Manage Group Relationship with Banks/Financing Institutions and Financial intermediaries, Auditors and other Service providers. <li data-bbox="564 1597 1396 1680">• Financial concurrence of new projects and expansion plans , Project Capex, Turnkey contracts; <li data-bbox="564 1702 1396 1785">• Coordination with project team, Project financial projections, progress reports & periodic evolution <li data-bbox="564 1807 1396 1890">• Preparing the Company for fund raising through various options such as Debt, Equity and Project Finance. <li data-bbox="564 1912 1396 1951">• Developing and implementation of business MIS
7	Eligible Age	<ul style="list-style-type: none"> <li data-bbox="564 1971 1396 2013">• The incumbent should be an adult not more than 65

#	Parameter	Description
		years of age
8	Qualification	<ul style="list-style-type: none"> The candidate should be a graduate from a recognized & reputed university/ institute in India or abroad with a MBA (Finance) or CA professional qualification. MBA (Finance) could be post-graduate diploma or degree from a recognized & reputed university
9	Experience	<ul style="list-style-type: none"> The candidate to have at least 12 years of experience in the finance function with at least three (3) of experience at CFO or on level below CFO level Should have worked in infrastructure sector for minimum of 5 years in a responsible capacity
10	Salary	1,00,000-4,00,000
11	Perquisites	[Add perquisites like company provided accommodation, car, furniture, mobile bills as applicable]

3. Company Secretary

#	Parameter	Description
1	Name of Position	Company Secretary
2	Reports to	Chief Executive Officer and the Board of Directors
3	Location	[insert name of city]
4	Tenure	Full Time/ Contractual (3/5 years)
5	Target Profile	<p><u>Functional/ technical knowledge and experience</u></p> <ul style="list-style-type: none"> • Thorough knowledge of Indian Companies Act 2013 and its rules and regulations • Basic knowledge and understanding of Indian accounting standards and other relevant accounting standards • Knowledge of relevant acts such as taxation, arbitration, environment and labours • Working knowledge of Computers and operations
6	Responsibilities	<ul style="list-style-type: none"> • Prepare and file various statutory returns and reports and ensure adherence to all secretarial compliances including the compliances specified under Companies Act, 2013 and other relevant acts such as taxations; • Convene and organize the Annual General Meeting, the Board of Directors meetings, the Executive Committee Meetings, the Extra Ordinary General Meetings including preparation of the notice as well as the circulation of the agenda and preparation of draft minutes of the meeting • Ensure all meetings are convened as per norms and statutory guidelines • Ensure accurate and timely recording of approved minutes of meetings convened and conducted, including the AGM, the EGM and the BOD • Ensure and monitor overall compliance with laws and regulations and act as Compliance Officer for Companies Act before the Board of Directors of SPV • Maintain and update all statutory records and registers • Finalize the department budget and obtain approval / sanction for the same • Ensure timely response to audit paras and

#	Parameter	Description
		<p>parliamentary/legislative questions</p> <ul style="list-style-type: none"> • Advises the company on arbitration, negotiation and conciliation in commercial disputes between various parties and prepare draft wherever required • Ensure that the MIS reports are submitted in a timely manner
7	Eligible Age	The incumbent should be an adult not more than 65 years of age
8	Qualification	<p>The incumbent should be Post graduate in any discipline from a recognized university/ institute and an Associate member of the Institute of Company Secretaries of India.</p> <p>Additional LLB degree from a recognized institute or university will be an added advantage</p>
9	Experience	<ul style="list-style-type: none"> • Should have experience as company secretary in similar sized organizations for at least 3 years • Previous experience in working in infrastructure company will be an added advantage
10	Salary	75000-150000

4. Director Technology or Chief Technology Officer

#	Parameter	Description
1	Name of Position	Director Technology / Chief Technology Officer
2	Reports to	Chief Executive Officer
3	Location	[insert name of city]
4	Tenure	Full Time/ Contractual (2/3/5 years)
		<u>Technical Skill</u>
		<ul style="list-style-type: none"> • Deep understanding of ICT operation in a Smart city /Safe city/Command and control system/ city wide ICT infrastructure environment. • Good Knowledge of integration of various technologies and Applications in ICT domain from disparate sources with varying standards. • Excellent understanding of emerging technologies and frameworks like IoT, Big data analytics, Artificial Intelligence, Block Chain, cyber security etc. and developing innovative & smart urban solution based on above. • Extensive knowledge of Data/network security, Software applications in e-governance, Voice/ Video/ data domain.
5	Target Profile	<ul style="list-style-type: none"> • Ability to build innovative use case in a city environment focusing on citizens' requirements /Problems. • Ability to build strong technical knowhow in the team.
		<u>Management Skills</u>
		<ul style="list-style-type: none"> • Entrepreneurial mind-set with Citizen centricity. • Strong work ethics. • Excellent organizational and articulation skills. • Strategic vision and thinking for a sustainable smart city. • Self-motivated and effective communicator, ability to provide excellent leadership and motivation for the team. • Ability to look beyond technology infrastructure with a focus on problem solving, improvement on resource

#	Parameter	Description
		<p data-bbox="616 241 788 280">productivity.</p> <ul data-bbox="564 304 1366 443" style="list-style-type: none"> <li data-bbox="564 304 1299 342">• Excellent written and verbal communication skills. <li data-bbox="564 367 1366 443">• Ability to meet deadlines and work well under pressing time. <p data-bbox="564 468 1222 506">Ability to logically prioritize tasks and schedules.</p> <ul data-bbox="564 530 1366 1086" style="list-style-type: none"> <li data-bbox="564 530 1366 703">• Responsible for successful execution of ICT initiatives and provide technical leadership in managing ICT operations of the smart city including long-term sustenance. <li data-bbox="564 728 1366 866">• Define city objectives by analysing user requirements; envisioning functionalities and outcome through smart urban solution. <li data-bbox="564 891 1366 1086">• Responsible for ensuring alignment of SPV's ICT investments with business objectives. Develop Strategy, KPIs & Road Map for assessment of technological performance of smart urban Solutions for delivery of civic services, in compliance with prevailing policies, guidelines and standards.
6	Responsibilities	<ul data-bbox="564 1173 1366 1720" style="list-style-type: none"> <li data-bbox="564 1173 1366 1346">• Demonstrate expertise to utilize & share relevant knowledge and provide advisory support to SPV on various digital solutions, technology interventions and best practices. <li data-bbox="564 1370 1222 1447">• Drive industry wide CXO level meetings and discussions. <li data-bbox="564 1471 1366 1509">• Deliver in-depth and high-level technical presentations. <li data-bbox="564 1534 1366 1720">• Lead technical team in designing, developing and managing smart city solutions considering technology advancements and fitment to India context including integrating various applications.
7	Eligible Age	<p data-bbox="616 1767 1366 1827">a. The incumbent should be an adult not more than 65 years of age</p>
8	Qualification	<ul data-bbox="564 1897 1366 1980" style="list-style-type: none"> <li data-bbox="564 1897 1366 1980">• Master's Degree in Computer Science/ Electronics /IT or equivalent from a recognised university or institute, Or

#	Parameter	Description
9	Experience	<ul style="list-style-type: none"> • Bachelor's Degree in Computer Science/ Electronics/ IT or equivalent, with additional 5 years of experience beyond minimum requirement, in lieu of M.E./M. Tech degree, Or • MCA or equivalent, with additional 5 years of experience beyond minimum requirement, in lieu of M.E./M.Tech degree • Additional Certification and/or MBA will be an added advantage • Demonstrated capabilities to act as a business leader • Minimum 12 years of relevant experience in strategizing, developing and implementing programs of digital solutions with at least 8years of working / supporting GoI /State Government/ ULB or similar institutional environment in end to end implementation of ICT centric e-governance/ Mission mode projects. • Should have experience of at least two city-wide/ Nation-wide ICT project implementation in the capacity of General Manager - Technical/IT and above. • Proven experience/credit of implementation of at least one break-through idea in the ICT domain. • Global exposure and/or working in a smart city environment will be an added advantage
10	Salary	1,00,000- 4,00,000 (per month)
11	Perquisites	[Add perquisites like company provided accommodation, car, furniture, mobile bills as applicable]

5. Director Planning

#	Parameter	Description
1	Name of Position	Director Planning
2	Reports to	Chief Executive Officer
3	Location	[insert name of city]
4	Tenure	Full Time/ Contractual (2/3/5 years)
5	Target Profile	<ul style="list-style-type: none"> • Should have extensive experience in urban area planning / Master Plans • Should be proficient in computers preferably in GIS tools • Should have leadership ability, with good communication skills • Previous experience in working with governments and urban local bodies will be an added advantage • Requires the ability to learn and understand complex principles and techniques, to make independent judgments and to acquire knowledge of topics related to the job of Director Planning • Requires the ability to deal with people (i.e. staff, supervisors, general public and elected officials) beyond giving and receiving instructions such as in interpreting departmental policies and procedures • Requires the ability to assemble information and make written reports and documents in a concise, clear and effective manner • Should have knowledge of planning laws and related laws and regulations • Should be familiar with concept such as Transit Oriented Development(TOD), value capture finance
6	Responsibilities	<ul style="list-style-type: none"> • Head the planning and design function in the SPV and provide direction and future action in this function for SPV • Review all area plans or any such plans submitted by PMCs and accord approvals • Review all designs/ DPRs submitted by PMCs and accord approvals • Ensure adherence to various laws, rules, by-laws and

#	Parameter	Description
		<p>regulations including but not limited to building by-laws and environmental laws, Green tribunal and other such laws enacted from time to time</p> <ul style="list-style-type: none"> • Co-ordinate with various government departments for compliance and capacity building • Prepare rules and issue guidelines for adherence to such rules • If assigned such responsibilities in future, approve building plans • Consults with and advises developers, contractors, members of the general public, various organizations and agencies, elected officials and attorneys on planning related issues and legal matters relating to planning functions • Oversees the collection, organization and maintenance of social, economic, governmental, regulatory and census data for use in technical studies and reports; directs and participates in studies and collection of data in the field as needed
7	Eligible Age	<ul style="list-style-type: none"> • Should not be more than 65 years of age
8	Qualification	<ul style="list-style-type: none"> • Should be a graduate in Architecture, Planning or Civil Engineering from a recognized university/ institute • Should be a masters in Urban Planning from a recognized university/ institute
9	Experience	<ul style="list-style-type: none"> • Should have 12 years of experience in preparation of urban area planning or master plans • Should have experience of review of plans and designs prepared by other consultants • Should have experience of review of architectural designs • Should have experience of public consultations and interaction political functionaries • Should have experience of preparing high quality reports and plans
10	Salary	1,00,000- 4,00,000 (per month)

#	Parameter	Description
11	Perquisites	[Add perquisites like company provided accommodation, car, furniture, mobile bills as applicable]

6. Director Projects

#	Parameter	Description
1	Name of Position	Director Projects
2	Reports to	Chief Executive Officer
3	Location	[insert name of city]
4	Tenure	Full Time/ Contractual (2/3/5 years)
5	Target Profile	<ul style="list-style-type: none"> • Should have strong experience in implementing large & complex capital projects in urban infrastructure preferably in more than one sector • Strong capabilities in latest practices in project management & execution monitoring including latest tools & technology • Should be proficient in computers with various project management and design tools • Should have leadership ability, with good communication skills • Should have experience in working with governments/ urban local bodies • Exposure to all elements of Project management i.e. project design, project planning, contracting and execution monitoring and operation and maintenance is preferable
6	Responsibilities	<ul style="list-style-type: none"> • Responsible to make key decisions regarding budget adjustments and change in scope of projects • Responsible for monitoring the work of various contractors and consultants including PMCs • Accord required approvals of work plans, budgets and schedules • Ensure projects are completed in time and within budget while working within the project's scope of work (SOW) • Responsible for preparation of project reports for presentation to management and management review • Ensure adherence to all standards including quality standards and safety standards • Works collaboratively with all peers to ensure

#	Parameter	Description
		<p>organizational goals are met</p> <ul style="list-style-type: none"> • Responsible for reviewing the risk mitigation plans • Responsible for contract management and dispute resolution • Responsible for review of works carried out by various consultants and contractors and approve their work
7	Eligible Age	<ul style="list-style-type: none"> • Should not be more than 65 years of age
8	Qualification	<ul style="list-style-type: none"> • Bachelor's degree in engineering (preferably Civil), an advanced degree in Management / Finance/ Project Management strongly preferred • Project Management Professional (PMP) certification will be an added advantage
9	Experience	<ul style="list-style-type: none"> • Should have 12 years of relevant experience in implementation of infrastructure projects with large scale projects, including project management and execution, engineering, construction, commissioning and operation • Should have experience in construction of urban infrastructure projects • Should have experience in quality control and safety • Should be familiar with legal and compliance requirements • Should have experience in operation and maintenance of urban infrastructure projects • Should have experience in dispute resolution
10	Salary	1,00,000- 4,00,000 (per month)
11	Perquisites	[Add perquisites like company provided accommodation, car, furniture, mobile bills as applicable]

7. Director Personal/ Human Resources or Chief HR Officer (CHRO)

#	Parameter	Description
1	Name of Position	Director Personal/ Human Resources or Chief HR Officer (CHRO)
2	Reports to	Chief Executive Officer
3	Location	[insert name of city]
4	Tenure	Full Time/ Contractual (2/3/5 years)
5	Target Profile	<ul style="list-style-type: none"> • Should be proficient in computers and MIS • Should have leadership ability and good communication skills • Knowledge of labour and employment laws • Knowledge of current progressive practices in Human Resource Management and Development • Experience in developing and implementing personal and administrative policies within a company • Hands on experience of recruitment of senior level executives • Experience of developing and implementing performance system and remuneration system within a company • Experience of handling personal issues of employees • Setting up of various norms and practices
6	Responsibilities	<ul style="list-style-type: none"> • Overall in-charge of coordinating and implementing personnel and industrial relations policies, management functions, administrative control etc. in the organisation • Identify, analyze, scale and implement best practices suited for the organization through effective HR interventions • In-charge of administration • Develop and implementation of all administrative processes and procedures in consultation with other senior positions • Develop and implement recruitment, growth and retention policies • Conceptualize and define and drive Talent Management initiatives around Competency Mapping, Performance

#	Parameter	Description
		<p>and Engagement</p> <ul style="list-style-type: none"> • Work closely with leadership to define the Learning & Development Strategy and Framework in alignment with Company Values and Competency framework • Ensure effective roll out and delivery of all HR and talent management interventions • Provide regular performance management guidance to employees • Manage and resolve employee relations issues • Assisting in compliances related to employees • Collaborate with others to maintain a good working environment • Maintain and manage employee information system • Any other task as assigned by the supervisor.
7	Eligible Age	<ul style="list-style-type: none"> • Should not be more than 65 years of age
8	Qualification	<ul style="list-style-type: none"> • Bachelors in any discipline from recognized university • Master's Degree / MBA in Human Resources Management or Personnel Management from a reputed institute is preferred
9	Experience	<ul style="list-style-type: none"> • At least 12 years of relevant experience in Human Resources Management • Experience in public sector or government organisation is preferred • At least 3 years of experience at CHRO or one level below CHRO level in mid to large size organization
10	Salary	1,00,000- 4,00,000 (per month)
11	Perquisites	[Add perquisites like company provided accommodation, car, furniture, mobile bills as applicable]

8. Chief Data Officer

#	Parameter	Description
1	Name of Position	Chief Data Officer
2	Reports to	Chief Executive Officer
3	Location	[insert name of city]
4	Tenure	Full Time/ Contractual (2/3/5 years)
5	Target Profile	<ul style="list-style-type: none"> • Should have excellent people management skills and must have team lead experience of 10+ size team for at least 2 years in similar domain • Should have excellent communication skills to interact with senior clients • Should bring in a consultative mindset and problem solving approach and drive analytical throughput for the team • Demonstrated ability to synthesize, prioritize and drive results with a high sense of urgency • Strong sense of accountability and decisiveness in a strong work ethic culture
6	Responsibilities	<p>Strategy : Works with CEO and CTO to</p> <ul style="list-style-type: none"> • Setup Data Teams and data services portfolio. Develop and design data governance program designed to establish data as an asset to be managed, including standards, classification, data and systems inventory and data management • Develop policies, business processes and resources for integrated data sharing across multiple regulatory frameworks. • Set up open data program, develop KPIs, set up data publication process, set up data infrastructure, automation and profiling as a service, and chalk out privacy and security risk framework for data release. • Foster culture of data use via multiple data related networks • To chalk out City open data policy in alignment with its Smart City Plan and IT Strategy of City Municipal Corporation.

#	Parameter	Description
		<p data-bbox="558 241 734 280">Data Science</p> <ul style="list-style-type: none"> <li data-bbox="558 291 1409 660">• Manage complex engagements and interface with senior management from city departments to deliver data science projects that provide improvements to city efficiency, improve the quality of life, and provide data-driven city services. Responsibilities include management of data collection, data mining, cross-channel data integration, predictive analytics, and reporting, dashboards, and data visualization. <li data-bbox="558 683 1409 862">• Lead strategic projects to develop future strategies to help address constantly evolving and growing number of opportunities to use data science within the city to improve services. <li data-bbox="558 884 1409 1064">• Collaborate and develop relationships with external parties, such as academic researchers, pro bono consultants, and academia/local university students to help develop new projects. <p data-bbox="558 1075 782 1113">Implementation:</p> <ul style="list-style-type: none"> <li data-bbox="558 1124 1212 1162">• Implement City Open Data Plan and Vision. <li data-bbox="558 1184 1409 1364">• To work as SPOC (Single Point of Contact) to work as a bridge between City Municipal Corporation, Smart City SPV , Academia, Industry and Citizens to leverage the data. <li data-bbox="558 1386 1409 1520">• To advise Smart City SPV and Municipal Corporation to identify datasets/data marts emerging from Smart City projects/operation center. <li data-bbox="558 1543 1409 1677">• To gather and aggregate data demand from stakeholders namely Academia, Industry and Citizens to leverage the data. <li data-bbox="558 1700 1409 1789">• To promote co-creation and open innovation ecosystem at City level by leveraging data from Smart City projects. <li data-bbox="558 1812 1409 2018">• Responsible for collection and aggregation of data and for drawing meaningful insights of it by applying various data analytics tools and techniques. To proactively use data driven insights to promote effective urban governance.

#	Parameter	Description
		<ul style="list-style-type: none"> To review and provide feedback on data dashboard to ensure it reflects the accurate status on their datasets. To regularly update the features and data sets on the City Open Data Portal.
7	Eligible Age	<ul style="list-style-type: none"> Should not be more than 65 years of age
8	Qualification	<ul style="list-style-type: none"> A bachelor's or master's degree in data science, computer science, information science, mathematics, economics, or related field, or equivalent work experience. Academic qualification, Certification or professional training and experience in BI/GIS areas are also desirable.
9	Experience	<ul style="list-style-type: none"> At least 10 years of experience, of which five years of management experience leading data science, data engineering, technical, or operational teams Proven data literacy — the ability to describe business use cases/outcomes, data sources and management concepts, and analytical approaches/options. The ability to translate among the languages used by executive, business, IT and quant stakeholders. Information strategy experience; experience in strategic technology planning and execution, and policy development and maintenance. Demonstrated leadership; proven track record of leading complex, multidisciplinary talent teams in new endeavors and delivering solutions.
10	Salary	75,000-3,00,000 (per month)
11	Perquisites	[Add perquisites like company provided accommodation, car, furniture, mobile bills as applicable]

9. General Manager Accounts and Finance

#	Parameter	Description
1	Name of Position	General Manager- Accounts & Finance
2	Reports to	Chief Financial Officer
3	Location	[insert name of city]
4	Tenure	Full Time/ Contractual (2/3/5 years) Functional/ technical knowledge and experience Thorough knowledge of Indian Accounting Standards, and taxation rules such as GST, Income Tax, Sales Tax, Service Tax, Thorough knowledge of regulatory compliances such as ESI, PF filing, and tax returns
5	Target Profile	Experience of conducting financial feasibility and project structuring of urban infrastructure projects Preferably experienced in Financial Modelling in Urban Infrastructure and PPP Knowledge of accounting software such as Tally The incumbent shall be responsible for: <ul style="list-style-type: none"> ● Statutory and Regulatory Compliance involving: <ul style="list-style-type: none"> ○ Liaison with Statutory, Tax, Cost and Internal Auditor ○ Preparation of complete reports for Tax Audit. ○ Ensure Statutory Compliance in respect of timely payment and filling of GST, TDS, PF and ST returns ● Business Planning
6	Responsibilities	<ul style="list-style-type: none"> ● Finalization of Accounts ● Accounts Reconciliation ● Taxation / Auditing ● MIS, Budgeting and Variance Analysis involving <ul style="list-style-type: none"> ○ Preparation of Monthly MIS ○ Preparation of Yearly Budget ○ Preparation Monthly Rolling Plan ○ Support for CEOs reviews ● Preparation of Quarterly Financial Statements in

#	Parameter	Description
		<p>revised Schedule VI format in compliance with Indian Accounting Standards</p> <ul style="list-style-type: none"> • Monthly closing of books and accurate monthly provision of expenses. • Vendor Accounting, Vendor Payment and Vendor reconciliation. • Monthly closing of books and accurate monthly provision of expenses. • Conducting and reviewing financial feasibility and project structuring of urban infrastructure projects
7	Eligible Age	<ul style="list-style-type: none"> • The incumbent should be an adult not more than 65 years of age
8	Qualification	<ul style="list-style-type: none"> • The incumbent should be a CA/ICWA or two-years full time Master of Business Administration/Post Graduate Diploma in Management with specialization in finance • Should have experience as Accounts & Finance Manager or in a similar role for at least 10 years
9	Experience	<ul style="list-style-type: none"> • Experience in financial modelling, in urban infrastructure financing and PPP shall be preferred • Previous experience in working in infrastructure company will be an added advantage
10	Salary	75000-300000 (per month)

10. General Manager – Urban Planning

#	Parameter	Description
1	Name of Position	General Manager – Urban Planning
2	Reports to	Director Planning
3	Location	[insert name of city]
4	Tenure	Full Time/ Contractual (2/3/5 years) <ul style="list-style-type: none"> • Should have experience in developing complex infrastructure programmes, ideally with a focus in urban development and infrastructure investment
5	Target Profile	<ul style="list-style-type: none"> • Experience in the sector highlighting cities, urban planning and urban infrastructure • Should have very good presentation and report writing skills • Should have good communication skills in regional language and English • Review the plan & design submitted by the Project Management Consultants (PMCs) and accord approvals • Oversee the urban development project • Conduct field investigations, identify project feasibility and any plan changes, and recommend whether proposals should be approved or denied.
6	Responsibilities	<ul style="list-style-type: none"> • Present reports to government officials about urban development projects • Prepare terms of references for selection of consultants
7	Eligible Age	<ul style="list-style-type: none"> • The incumbent should be an adult not more than 65 years of age • Masters in Urban Planning/Regional Planning/Town & Country Planning
8	Qualification	<ul style="list-style-type: none"> • Bachelors in Architecture / Planning / Civil Engineering • 10 years of experience in urban planning, urban infrastructure and urban government related programs
9	Experience	<ul style="list-style-type: none"> • Should have prepared Master Plans/ Town Planning Schemes/ City Development Plans/ Area Plans

- Should have working knowledge of urban laws and regulations
 - Further experience in urban policy and strategy, city wise strategic development plans, smart cities and innovative development planning solutions as an advantage
- 10 Salary 1,00,000- 3,00,000 (per month)

11. General Manager -Urban Design

#	Parameter	Description
1	Name of Position	General Manager - Urban Designer
2	Reports to	Chief Executive Officer
3	Location	[insert name of city]
4	Tenure	Full Time/ Contractual (2/3/5 years)
5	Target Profile	<ul style="list-style-type: none"> • Should have extensive experience in developing urban design guidelines • Should be proficient in computers preferably in GIS tools • Should have leadership ability, with good communication skills • Previous experience in working with governments and urban local bodies will be an added advantage • Requires the ability to learn and understand complex principles and techniques, to make independent judgments and to acquire knowledge of topics related to the job of urban designer • Requires the ability to assemble information and make written reports and documents in a concise, clear and effective manner • Should have knowledge of planning laws and related laws and regulations
6	Responsibilities	<ul style="list-style-type: none"> • Review the plans prepared by the consultants with respect to street scape and city scape using urban design principles • Assist in preparation of designs of façade and road side spaces such as footpaths

#	Parameter	Description
		<ul style="list-style-type: none"> • Prepare design guidelines for open space, building form, project review and site planning • Participate in site plan as well as design review of development proposed • Participate to develop conceptual designs plus construction documents review developed by professional consultants • Develop massing plans and urban design concepts • Prepare site layouts as well as land subdivision plans for residential, commercial and mixed use developments and other such land uses • Review plans and designs and provide feedback on them and if found suitable approve them
7	Eligible Age	<ul style="list-style-type: none"> • Should not be more than 65 years of age
8	Qualification	<ul style="list-style-type: none"> • Should be a graduate in Architecture from a recognized university/ institute • Should be a masters in Urban design from a recognized university/ institute
9	Experience	<ul style="list-style-type: none"> • Should have 10 years of experience in preparation of urban design guidelines or urban plans or area plans • Should have experience of review of plans and designs prepared by other consultants • Should have experience of review of architectural designs • Should have experience of public consultations and interaction political functionaries • Should have experience of preparing high quality reports and plans • Should have working knowledge of city byelaws and other such regulations
10	Salary	75000-300000 (per month)

12. General Manager – Transport Planning

#	Parameter	Description
1	Name of Position	General Manager - Transport Planning
2	Reports to	Chief Executive Officer
3	Location	[insert name of city]
4	Tenure	Full Time/ Contractual (2/3/5 years)
5	Target Profile	<p>Industry knowledge and experience</p> <ul style="list-style-type: none"> ○ Led a public or private sector infrastructure service organization in India or abroad ○ Strong understanding of and diversity of experience in infrastructure services ○ Strong understanding of working with central/state/local governments in India ● Functional/ technical knowledge and experience ● Need analytical and project management skills to tackle transport problems and plan transport systems such as: <ul style="list-style-type: none"> ○ roads and the use of cars, lorries and buses ○ metro or such urban mass transport networks ○ pedestrian systems for walking or cycling ○ air travel ● Knowledge of Transit Oriented Development (TOD) ● Familiar with transport planning models <p>Leadership Capabilities</p> <ul style="list-style-type: none"> ● Ability to analyse and produce reports with great insights and present the same to the Board and external stakeholders ● Ability to convince and negotiate with financial institution ● Analyse situations, identify problems, implement solutions, and evaluate outcome
6	Responsibilities	<ul style="list-style-type: none"> ● Work can be carried out at different levels from local to international and may include tasks from initial ideas through to design, completion and reviews. ● While the work can vary, in general as a transport planner will need to:

#	Parameter	Description
		<ul style="list-style-type: none"> • Review plans and proposals prepared by PMC and other such consultants • Prepare terms of references for selection of consultants • Design and interpret transport and travel surveys • Write clear reports and present options and recommendations on transport systems to clients • Use statistical analysis to examine travel data or accident records • Develop initial design ideas for new or improved transport infrastructure, e.g. junction improvements or pedestrian priority schemes • Use mathematical and computer simulation models to forecast the effects of road improvements, policy changes and/or public transport schemes • Evaluate the benefits and costs of different strategies • Participate in public consultation initiatives, including designing leaflets or questionnaires and attending scheme exhibitions • Assess infrastructure requirements (access, car parking, bus stops, cycle parking, etc) of new developments to support planning applications or to inform local authority development plans • Liaise and negotiate with different parties, e.g. planning and highways authorities, residents' groups, councillors and politicians, developers and transport providers • Act as an expert witness at public inquiries and planning appeals • Prepare proposals for funding of projects with options such as Debt, Equity and Project Finance. • Developing and implementation of MIS
7	Eligible Age	<ul style="list-style-type: none"> • The incumbent should be an adult not more than 65 years of age
8	Qualification	<ul style="list-style-type: none"> • The candidate should be a graduate in Engineering or Architecture or Planning from a reputed University or

#	Parameter	Description
		Institution
		<ul style="list-style-type: none">• The candidate should be a post graduate in Transport Planning from a reputed institution/ University
9	Experience	<ul style="list-style-type: none">• The candidate should have previously worked in a similar role for a minimum of 10 years• Should have worked in infrastructure sector for minimum of 5 years in a responsible capacity
10	Salary	750000-300000 (per month)

13. General Manager- Building and Architecture

#	Parameter	Description
1	Name of Position	General Manager – Building & Architecture
2	Reports to	Director Planning
3	Location	[insert name of city]
4	Tenure	Full Time/ Contractual (2/3/5 years) <ul style="list-style-type: none"> • Should have experience of preparation of architectural drawing and working drawings for different types of buildings • Should have experience of review of plans submitted by other architects
5	Target Profile	<ul style="list-style-type: none"> • Experience of heritage conservations and riverfront development will be an added advantage • Familiarity with various national and international quality standards such as ISO, BIS and IS codes • Review the plans & designs submitted by the Project Management Consultants (PMCs) • Oversee the overall building design & architecture works • Conduct field investigations, identify project feasibility and any plan changes, and recommend whether proposals should be approved or denied
6	Responsibilities	<ul style="list-style-type: none"> • Review the estimates and bill of quantities and accord approval of the same • Support in preparation of tender documents • Monitor implementation of projects and supervise adherence of quality and safety standards • present reports to government officials about urban development projects
7	Eligible Age	<ul style="list-style-type: none"> • The incumbent should be an adult not more than 65 years of age • Bachelors in Architecture from a recognised institute or university
8	Qualification	<ul style="list-style-type: none"> • Masters in Architecture from a recognised institute or university or Masters in Building Science or Project

- Management
- 10 years of experience in architecture & building design
 - Should have experience in leading and worked on complex architecture projects of city importance
 - Should have architecture experience for the projects under flagship program
 - Should have worked on master plan for city/township
 - Experience in the sector highlighting cities and urban infrastructure
- 9 Experience
- 10 Salary 75000-300000 (per month)

14. General Manager - Water

#	Parameter	Description
1	Name of Position	General Manager – Water
2	Reports to	Director Projects
3	Location	[insert name of city]
4	Tenure	Full Time/ Contractual (2/3/5 years) <ul style="list-style-type: none"> • Should have experience of project implementation of various water works • Should have very good technical knowledge in water sector including drinking water • Should have hands on experience of project management
5	Target Profile	<ul style="list-style-type: none"> • Previous experience of operations of water supply works is be an advantage • Should have previous experience review and monitoring works of design consultants, supervision consultants and contractors • Familiar with relevant national and international quality standards • Familiarity with various contracts such as FIDIC conditions of contracts • Review the project plans & designs submitted by the Project Management Consultants (PMCs) • Oversee the overall water infrastructure development/augmentation project • Prepare or Review and suggest for the contract conditions of water infrastructure projects which may include performance based management contracts, EPC projects, PPP projects
6	Responsibilities	<ul style="list-style-type: none"> • Support to city officials in reviewing the operation and maintenance programs developed by PMCs • Conduct field investigations, identify project feasibility and any plan changes, and recommend whether proposals should be approved or denied. • Present reports to government officials about water

#	Parameter	Description
		<p>infrastructure projects</p> <ul style="list-style-type: none"> • Ensure adherence to quality standards and safety standards stated in the contracts
7	Eligible Age	<ul style="list-style-type: none"> • The incumbent should be an adult not more than 65 years of age
8	Qualification	<ul style="list-style-type: none"> • Masters in Engineering in Environmental Engineering/Civil Engineering / Hydraulics Engineering; And / Or • Bachelors in Engineering in Environmental/Civil Engineering • 10 years of experience in designing of municipal water infrastructures including water distribution system networks, water treatment plants, automation in water applications. • Should have experience in leading and managing water projects including public water distribution systems.
9	Experience	<ul style="list-style-type: none"> • Experience of working with various technologies in water infrastructure for the treatment processes as well as distribution networks. • Understanding of financial models for water projects including the project life cycle costing. • Any other city specific or project specific (i.e. sea water desalination projects) experience as may be required by cities.
10	Salary	75000-300000 (per month)

15. General Manager- Waste Water

#	Parameter	Description
1	Name of Position	General Manager – Waste Water
2	Reports to	Director Projects
3	Location	[insert name of city]
4	Tenure	Full Time/ Contractual (2/3/5 years) <ul style="list-style-type: none"> • Should have experience of project implementation of various waste water works • Should have very good technical knowledge in water waste sector • Knowledge of tertiary treatment will be an advantage • Should have hands on experience of project management
5	Target Profile	<ul style="list-style-type: none"> • Previous experience of operations of waste water and reuse of water is be an advantage • Should have previous experience review and monitoring works of design consultants, supervision consultants and contractors • Familiar with relevant national and international quality standards • Familiarity with various contracts such as FIDIC conditions of contracts • Review the project plans & designs submitted by the Project Management Consultants (PMCs) • Oversee the overall waste water infrastructure development project • Prepare or Review and suggest for the contract conditions of waste water infrastructure projects which may include EPC projects, PPP projects
6	Responsibilities	<ul style="list-style-type: none"> • Support to city officials in reviewing the operation and maintenance programs developed by PMCs • Conduct field investigations, identify project feasibility and any plan changes, and recommend whether proposals should be approved or denied. • present reports to government officials about waste

#	Parameter	Description
		<p>water infrastructure projects</p> <ul style="list-style-type: none"> • Ensure adherence to quality standards and safety standards stated in the contracts
7	Eligible Age	<ul style="list-style-type: none"> • The incumbent should be an adult not more than 65 years of age
8	Qualification	<ul style="list-style-type: none"> • Masters in Engineering in Environmental Engineering/Civil Engineering / Hydraulics Engineering; And / Or • Bachelors in Engineering in Environmental/Civil Engineering • 10 years of experience in designing of municipal water infrastructures including waste water collection system networks, and different waste water treatment technology, sewage treatment technology tech such as activated sludge process, SBR, BMMR, MBR and other advanced tech
9	Experience	<ul style="list-style-type: none"> • Should have experience in leading and managing waste water projects including municipal waste water collection systems. • Experience of working with various technologies in waste water infrastructure • Understanding of financial models for water projects including the project life cycle costing.
10	Salary	75000-300000 (per month)

16. General Manager – Waste Management

#	Parameter	Description
1	Name of Position	General Manager – Waste Management
2	Reports to	Director Projects
3	Location	[insert name of city]
4	Tenure	Full Time/ Contractual (2/3/5 years) <ul style="list-style-type: none"> • Should have experience of project implementation of various municipal Solid waste works • Should have very good technical knowledge in waste management including waste to energy • Knowledge of landfill reclamation will be an advantage • Should have hands on experience of project management
5	Target Profile	<ul style="list-style-type: none"> • Previous experience of operations of waste management is be an advantage • Should have previous experience review and monitoring works of design consultants, supervision consultants and contractors • Familiar with relevant national and international quality standards • Familiarity with various contracts such as FIDIC conditions of contracts • Review the project plans & designs submitted by the Project Management Consultants (PMCs) • Oversee the overall solid waste management project • Review and suggest for the contract conditions of solid waste management projects which may include performance based management contracts, manpower contracts, projects for implementing infrastructure for solid waste handling and processing as well as scientific disposal
6	Responsibilities	<ul style="list-style-type: none"> • Support to city officials in reviewing the operation and maintenance programs developed by PMCs • Conduct field investigations, identify project feasibility and any plan changes, and recommend whether

#	Parameter	Description
		<p>proposals should be approved or denied.</p> <ul style="list-style-type: none"> ● Present reports to government officials about solid waste infrastructure projects ● Ensure adherence to quality of and safety standards stated in the contracts
7	Eligible Age	<ul style="list-style-type: none"> ● The incumbent should be an adult not more than 65 years of age
8	Qualification	<ul style="list-style-type: none"> ● Masters in Engineering in Environmental Engineering/Mechanical Engineering; And / Or ● Bachelors in Engineering in Environmental/Mechanical Engineering ● 10 years of experience in designing of integrated municipal solid waste management system and infrastructures including door to door collection of waste, street sweeping, transportation of solid waste, segregation and processing of solid waste. ● Experience of designing and providing technical support for development of scientific solid waste landfill site with proper leachate management system. ● Understanding of solid waste management norms as per pollution control boards, CPHEEO and other statutory acts notified time to time.
9	Experience	<ul style="list-style-type: none"> ● Should have experience in leading and managing solid waste management projects including processing and disposal of waste. ● Experience of working with various technologies in waste processing i.e. composting, Refused Driven Fuel recovery, waste to energy etc. ● Understanding of financial modelling for solid waste management projects including the project life cycle costing. ● Any other city specific or project specific (i.e. waste to energy projects) experience as may be required by cities.
10	Salary	75000-300000 (per month)

17. General Manager – ICT & Smart City Centre (ICCC)

#	Parameter	Description
1	Name of Position	General Manager - ICT & Smart City Centre (ICCC)
2	Reports to	Director- Technology / Chief Technology Officer
3	Location	[insert name of city]
4	Tenure	Full Time/ Contractual (2/3/5 years)
		<p>Technical Skill</p> <ul style="list-style-type: none"> • Deep Knowledge of managing day to day ICT operation in a Smart city /Safe city/Command and control system/ city wide ICT infrastructure environment • Operational Knowledge of integration of various technologies and Applications in ICT domain from disparate sources with varying standards • Good understanding of emerging technologies and frameworks like IoT, Big data analytics, Artificial Intelligence, Block Chain, cyber security etc. and developing innovative & smart urban solution based on above • Strong motivation to learn new technologies
5	Target Profile	<ul style="list-style-type: none"> • Extensive knowledge of Data/network security, Software applications in e-governmence, Voice/ Video/ data domain • Ability to build innovative use case in a city environment focusing on citizens' requirements /Problems • Ability to build strong technical knowhow in the team <p>Management Skills</p> <ul style="list-style-type: none"> • A good team player • Citizen centricity • Strong work ethics • Ability to look beyond technology infrastructure with a focus on problem solving, improvement on resource productivity • Excellent written and verbal communication skills

#	Parameter	Description
6	Responsibilities	<ul style="list-style-type: none"> • Ability to meet deadlines and work well under pressing time • Ability to logically prioritize tasks and schedules • Responsible for successful execution of ICT initiatives and provide technical leadership in managing ICT operations of the smart city including long-term sustenance. • Managing day to day ICT operations to maximise productivity of the operations/ sustenance Team, including engaging with Vendors/ Solution providers regularly. • Continuously monitor Service levels of the ICT infrastructure and implementing improvement / risk management / best practices plans and managing service contracts. • Organising the ICT and Network/Cyber Security Audits regularly and implementing recommendations. • Lead technical team in designing, developing and managing smart city solutions considering technology advancements and fitment to India context including integrating various applications. • Capacity building • Regularly evaluate emerging technologies and solutions for fitment in the network for optimising cost/efficiencies. • Managing the MIS and other performance Reports as per business requirements.
7	Eligible Age	<ul style="list-style-type: none"> • The incumbent should be an adult not more than 65 years of age
8	Qualification	<ul style="list-style-type: none"> • Bachelor in Computer Science/ Electronics / IT or equivalent from a recognised and reputed university/ institute. • MCA or equivalent from a recognised and reputed university/ institute.

#	Parameter	Description
9	Experience	<ul style="list-style-type: none"> • Additional Certification course and/or MBA / M.E./Tech. will be an added advantage from a recognised and reputed university/ institute • Minimum 10 years of relevant experience in implementing and providing technical support for digital solutions with at least 5 years of working / supporting GoI /State Government/ ULB or similar institution environment in end to end implementation of ICT centric e-governance/ Mission mode projects. • Experience in preparation of technical solutions for the ICT related infrastructure services /e-services, etc. • Should have experience of at least two city-wide/ state-wide/ Nation-wide ICT project implementation in the capacity of Manager-Technical / IT and above. • Global exposure and/or working in a smart city environment will be an added advantage.
10	Salary	75000-300000 (per month)

18. General Manager Quality, Monitoring and Evaluation

#	Parameter	Description
1	Name of Position	General Manager – Quality, M & E
2	Reports to	Director Projects
3	Location	[insert name of city]
4	Tenure	Full Time/ Contractual (2/3/5 years) <ul style="list-style-type: none"> • Previous experience of project monitoring and setting up of various monitoring tools or MIS
5	Target Profile	<ul style="list-style-type: none"> • Should have experience of project management tools • Should have experience of quality and cost control • Should have thorough knowledge of Indian standards as well international standards and best practices • Responsible for monitoring of various projects and reporting in MIS
6	Responsibilities	<ul style="list-style-type: none"> • Responsible for quality control and safety • Responsible for all data analysis and monitor the various knowledge management activities and other support function to SPV
7	Eligible Age	<ul style="list-style-type: none"> • Should not be more than 65 years
8	Qualification	<ul style="list-style-type: none"> • Bachelor in Engineering / Architecture from a recognised and reputed university/ institute • 10 years of experience in Quality review / M&E • Regular monitoring of progress of smart city
9	Experience	<ul style="list-style-type: none"> • Monitor updating of MIS and ensure periodic reports are furnished to the Mission Directorate • Experience of quality checks and processes
10	Salary	75000-300000 (per month)

19. Landscape Architect

#	Parameter	Description
1	Name of Position	Landscape Architect
2	Reports to	Director Planning
3	Location	[insert name of city]
4	Tenure	Part Time/ Contractual (2/3/5 years)
5	Target Profile	<ul style="list-style-type: none"> • Should have strong experience in preparing landscape designs, irrigation systems, plants selection, working drawings. • Additionally, shall be able to do conceptual sketches both for design and construction. • Should be proficient in computers • Should have leadership ability and good communication skills • Should have experience in working with governments/ urban local bodies
6	Responsibilities	<ul style="list-style-type: none"> • Prepare/assist in preparation of landscape plans, designs for management of open spaces including both natural and built environments with a purpose to provide innovative and aesthetically pleasing environment for people to enjoy, while ensuring that changes to the natural environment are appropriate, sensitive and sustainable; • Establish priorities for public realm improvements, and preparing design concepts for project implementation; • Design the layout of parks, gardens and housing estates to city-center design, other recreation and public spaces; • Prepare complete set of GFC drawings including plan section and relevant details for execution of work. • Enhance progress of site by ensuring smooth flow of drawings, review the quality at site. • Provide assistance in execution and monitoring of landscape projects including preparation of tender documents. • Review costs evaluate options. • Prepare civil lineout plans, lighting layout and work out

#	Parameter	Description
		<p>details of individual areas.</p> <ul style="list-style-type: none"> • Provides regular projects status updates. • Collaborate and work closely with landscape contractors, as well as other professionals, especially architects, town planners, environmentalists and people working in surveying and engineering functions for preparing large scale urban master plans and urban design plans including landscape interventions, water front projects, hill side developments, parks, squares and theme based gardens; • Any other task as assigned by the supervisor.
7	Eligible Age	<ul style="list-style-type: none"> • Should not be more than 50 years of age
8	Qualification	<ul style="list-style-type: none"> • Bachelors in Architecture from a recognised and reputed university/ institute • Masters in Landscape Architecture from a recognised and reputed university/ institute
9	Experience	<ul style="list-style-type: none"> • At least 10 years of experience as Landscape Architect • Experience in waterfront development projects is preferable • Proven work record for plan, design, implement and oversee landscaping projects including landscaping of cities. • Prior experience in developing creative solutions to bridge the gap between architecture, conservation and sustainable development will be an advantage.
10	Salary	75000-300000 (per month)

20. General Manager - Social

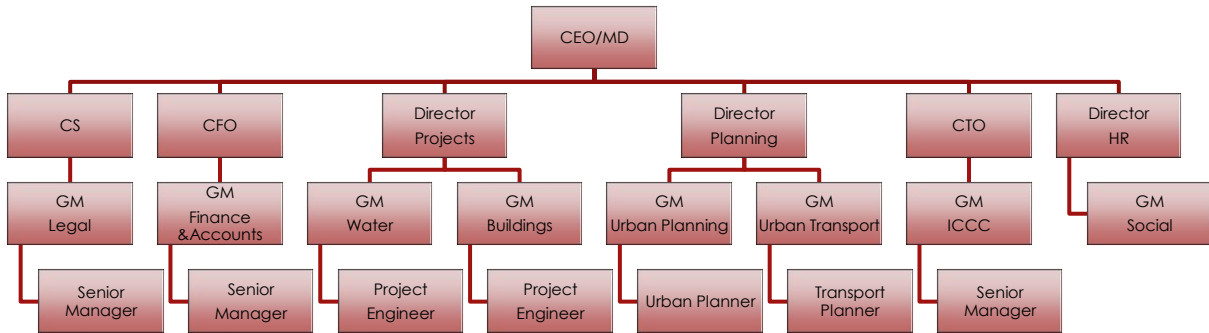
#	Parameter	Description
1	Name of Position	General Manager – Social
2	Reports to	Director Human Resources
3	Location	[insert name of city]
4	Tenure	Full Time/ Contractual (2/3/5 years) <ul style="list-style-type: none"> • Should have previous experience of public consultations • Should have knowledge of social issues in urban areas specifically in slums
5	Target Profile	<ul style="list-style-type: none"> • Should have experience of social impact assessment • Should have experience of rehabilitation and resettlement works • Contribute towards the assessment of general socio – economic conditions of the city • Responsible for community mobilisation • Responsible for communication strategy with the vulnerable section of the society
6	Responsibilities	<ul style="list-style-type: none"> • Responsible for development of a rehabilitation and resettlement policy and plans • Provide support to SPV/ULB in building partnership with the local communities and mobilising people • Design and conduct training on community development and empowerment
7	Eligible Age	<ul style="list-style-type: none"> • Should not be more than 50 years of age
8	Qualification	<ul style="list-style-type: none"> • Master’s degree or equivalent in Social work/ Sociology/ Development/ Planning from a recognised and reputed university/ institute • 10 years of experience in working in social issues preferably in urban areas
9	Experience	<ul style="list-style-type: none"> • Previous experience of working in slum areas is preferable • Previous experience in working with government • Experience of rehabilitation and resettlement
10	Salary	75000-300000 (per month)

21. General Manager – Legal and Contracts

#	Parameter	Description
1	Name of Position	General Manager – Legal and Contracts
2	Reports to	Chief Executive Officer/ Company Secretary
3	Location	[insert name of city]
4	Tenure	Part Time/ Contractual (2/3/5 years)
5	Target Profile	<ul style="list-style-type: none"> • Should have knowledge of contract acts, model contracts, concession agreements and procurement rules and guidelines • Should have knowledge of various acts of labour, environment, finance and taxation, urban planning etc. • Should be good at interactions with various stakeholders • Should have good verbal and written communication skills • Familiar with FIDIC conditions of contract • Operate ethically and with integrity, while prioritising safety and security
6	Responsibilities	<ul style="list-style-type: none"> • Prepare various contracts and bid documents including purchase of goods, works contracts and service contracts • Prepare reply to queries and reply to pre proposal conference questions and subsequently evaluate bids • Conduct contract negotiations • Manage contract after signing and address issues if any • Establish procurement policy and process for the company • Review various contracts and ensure best interest of the company in these contracts • Support in preparation of replies to various queries on contracts as well as in cases • Propose the appropriate mix of contract packages for each type of contract/ project • Ensures compliances of various laws and statutes • Establish dispute resolution framework for the company • Assist in compliance of various acts, rules and regulations

#	Parameter	Description or advisories
7	Eligible Age	<ul style="list-style-type: none">• Should not be more than 65 years of age
8	Qualification	<ul style="list-style-type: none">• Should be a graduate in law or civil engineering• Master's degree or diploma in contracts will be an added advantage
9	Experience	<ul style="list-style-type: none">• Should have 10 years of experience in company law and contracts• Should be experienced in construction contracts• Should be familiar with government procurement manuals
10	Salary	75000-300000 (per month)

16 ANNEXURE I: INDICATIVE ORGANOGRAM OF SPV



17 Annexure II: Indicative Scoring Method

Performance Matrix of a candidate

Parameter	Indicative Score#	Not relevant	Well below the Requirement	Meet requirements	Exceeds requirements
		0	50%	75%	100%
Educational Qualification (from profile)	10				
Experience (from Profile)	10				
Written Test	50				
Interview ³	30				
Total	100				

This scoring method is indicative. SPV may change the scoring pattern based on requirements and priorities.

³To include technical and leadership assessment of candidates through a panel of experts.

18 ANNEXURE III: DRAFT OFFER LETTER *(To be legally vetted by the SPV)*⁴

Appointment Letter for [insert position]

We are pleased to offer you an appointment as [insert position/designation] to [name of SPV] on the following terms and conditions. This offer of employment and continued employment are contingent upon satisfactory background checks. You shall perform your duties from [name of office]. However, the Company may at its sole discretion, transfer or assign you to work in any unit or department within the Company group or the Clients' offices in India or abroad in future depending on the exigencies of work, with or without any change in the terms and conditions of the appointment.

1. Commencement Date

Your appointment will commence on [insert date] subject to satisfactory background checks. If you wish to join earlier or defer your joining date, please inform HR Talent Acquisition team [insert number of days] days before your likely date of joining. This offer will stand automatically withdrawn if you are unable to report on the joining date or if the Company is unable to accommodate your request for change in the date of joining.

Salary

Your gross annual compensation package will be as stated in [Annexure A] in accordance with the breakup amounts stated there-in. Taxes and statutory deductions, if any will be borne by employee. In all other matters concerning the allowances and benefits, you will be governed by such policies and rules as may generally be applicable to other staff or as specifically intimated to you, and as modified and amended from time to time. Please note the Management reserves the sole right to modify the allowances/benefits applicable in a particular category depending on relative merits/demerits of any individual, determined on case-to-case basis.

Probation Period

The initial six months' of your employment shall be a probationary period during which either party may terminate this employment contract by giving one month notice in writing or one month salary in lieu of notice. Your performance and suitability for continued employment will be reviewed at the end of the probation.

Working Hours

⁴SPVs are encouraged to legally vet the draft offer letter

Normal office hours in [location] would be from 9.00 am to 5.30 pm. Monday to Friday/Saturday with ½ hour break for lunch. Should you be posted to site, you are required to follow the site's working hours as required by the clients and/or the Company.

Overtime

Due to the nature of the work involved, you may also be required to work such additional hours (outside your normal working hours) as necessary for the proper fulfillment of your duties.

Leave

You will be entitled to the leaves as per the Company Leave policy.

Holidays

You are entitled to public holidays in India. The list of public holidays will be published by the company every year. You hereby agree that if exigencies of work require, you will work on any holidays. Please refer to our HR policy for details.

Insurance

You are entitled to participate in the Company's Insurance and Hospitalization Plan, subject to the rules of such insurance details of which are available from the Company Policy. You will be provided such benefits based on the actual necessary and reasonable expenses incurred but such sum shall not exceed the maximum limit set out in the relevant insurance policy.

Employer Provident Fund

If you are eligible, you shall be entitled to receive Employer Provident Fund contributions in accordance with the regulations of the Employer Provident Fund Board.

Income Tax & Business Travel

Employees are fully liable for the payment of income tax payable in respect of all sourced emoluments in all jurisdictions. [insert SPV name] has a policy of 100% compliance with regards to individual tax, corporate tax, and work authorization. If, during the course of employment, you believe you may trigger foreign individual income tax liability due to your work activities, you are advised to raise the issue immediately to your manager, Human Resources and your Finance representatives. In the absence of any prior written agreement to the contrary, you shall be personally responsible to track your own travel and settle any foreign individual tax that you may trigger.

Retirement

You will automatically retire from the service of the company on attaining the age of superannuation i.e. 60 years, unless the management gives an extension in writing.

Termination of Engagement after Confirmation

We may at any time terminate your engagement by giving you two months' notice in writing or by paying you two months' compensation package in lieu of notice and, except as otherwise expressly provided, you will have no further claim on us. You may terminate your service during the course of your engagement by giving us two months' notice of resignation in writing or by paying to us two months' compensation package in lieu of notice. However in the event of your resignation you can be relieved at the sole discretion of the company without payment of any balance notice period. However, the Company will not be required to give any notice or compensation package in lieu thereof, if the termination is due to act of indiscipline, furnishing of incorrect particulars/information during appointment etc. Treatment of any outstanding leave entitlement within the notice period is at the discretion of the Company. We may instruct you to take leave on specific days within the notice period or pay for your outstanding leave entitlement. If we terminate your engagement for reason of indiscipline and/or misconduct, you will forfeit all accrued and untaken leave.

Conformity

You will conform to the Company's laid down expected standards of discipline, policies, rules etc. As amended and modified from time to time or understood by convention as company norms. Any breach of such discipline, commission of misconduct will render your appointment liable for termination with immediate effect, without any obligation on the Part of the Management/Company.

Policy and Procedures

You agree and confirm that you will comply with all Company policies and procedures issued including, for the avoidance of doubt, the Company's Code of Conduct and related training.

Confidentiality Undertaking

You are required to observe and comply with the confidentiality undertakings as more particularly set out in the attached Confidentiality Undertakings. Please sign and return a copy of the attached Confidentiality Undertakings to acknowledge your acceptance and understanding of the same when you sign back a copy of your employment letter.

You agree and confirm that you will comply with all Company policies and procedures issued including, for the avoidance of doubt, the Company's Code of

Conduct and related training. We would be pleased to have your confirmation in writing that you agree and accept this contingent offer on these terms and conditions. Please sign and date the attached copy and return it to our Human Resources Department immediately.

19 Annexure IV: Key Managerial Personnel as per Companies Act, 2013

Definition of the key managerial personnel as per the Companies Act 2013 is as under:

- | | | |
|---|---------|---|
| 1 | CEO | As per Section 2(18): Chief Executive Officer means an officer of a company, who has designated as such by it |
| 2 | CFO | As per Section 2(19): Chief Financial Officer means a person appointed as the Chief Financial Officer of a company |
| 3 | CS | As per Section 2(24): Company Secretary or secretary means a company secretary defined in clause (c) of sub-section (1) of section 2 of the Company Secretaries Act, 1980 who is appointed by a company to perform the functions of a company secretary under this act |
| 4 | Manager | As per Section 2(53): Manager means an individual who, subject to the superintendence, control and direction of the Board of Directors, has the management of the whole, or substantially the whole, of the affairs of a company, and includes a director or any other person occupying the position of a manager, by whatever name called, whether under a contract of service or not |
| 5 | MD | As per Section 2(54): Managing Director means a director who, by virtue of the articles of a company or an agreement with the company or a resolution passed in its general meeting, or by its Board of Directors, is entrusted with substantial powers of management of the affairs of the company and includes a director occupying the position of managing director, by whatever name called. |
| 6 | WTD | As per Section 2(94): Whole-time Director includes a Director in the whole-time employment of the company |

As per the Companies Act, 2013, the following class of Companies shall have whole-time key managerial personnel:

- (i) Every listed company
- (ii) Every other public company having paid up share capital of Rs. 10 Crores or more

The above mentioned companies shall have the following whole-time key managerial personnel:

- (i) Managing Director, or Chief Executive Officer or manager and in their absence, a whole-time director
- (ii) Company secretary
- (iii) Chief Financial Officer

If a company is having paid up share capital of Rs. 5 Crores or more, it shall have a whole time Company Secretary.