

MULTAN ELECTRIC POWER COMPANY

Company Secretary Office MEPCO Headquarters Khanewal Road Multan

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Fax 061-9220204Dated 8-12-2

No. 16838-58 / Company Secy:

- Sardar Muhammad Jamal Khan Leghari, Ex President House Choti Zerin, District D.G Khan.
- 2. Mr. Allahyar Khan, Chief Executive Officer, MEPCO Multan.
- Mr. Zafar Abbas, Additional Secretary-II, Ministry of Energy (Power Division), Block-A, Pak Secretariat, Islamabad.
- Mr. Javed Iqbal Khan, Joint Secretary (Budget), Govt of Pakistan Finance Division Islamabad.
- 5. Muhammad Ajmal Bhatti, Secretary, Energy Department, 8th Floor, EFU House, Jail Road, Lahore.
- 6. Mr. Fazalullah Durrani, House No. 16, Faisal Bagh, Stadium Road, Bahawalpur.
- 7. Mr. Khurram Mushtaq, House No. 373, overseas B extension, Bahria Town, Lahore.
- 8. Muhammad Nawazish Ali Pirzada, Pirzada House, Airport Road, Bahawalpur.
- Mian Shahid Iqbal, Rehman Villas, Bohar Gate Model Town B, Multan Road, Camp Office, Governor House, Bahawalpur.
- 10. Mr. Asghar Leghari 12-B-2, Off Zafar Ali Road, Gulberg V, Lahore.
- 11. Mr. Amad ud Din,129 Model Town A, Khanpur, District Rahimyar Khan.
- 12. Rana Yasir Rauf, House No. 315, F1 Block, Johar Town, Lahore.
- 13. Muhammad Jabir, House No. 2, Street No. 2, Eden Palace Villas, Raiwand Road, Opposite Etehad Town, Lahore.

Sub:- MINUTES OF 193RD BOARD MEETING HELD ON 25-11-2022.

Enclosed please find herewith Minutes of 193rd BOD Meeting held on **25-11-2022** (Friday) at 10:00 AM in Board's Meeting Room MEPCO H/Qs Khanewal Road Multan, for information and necessary action please.

DA/as above

COMPANY SECRETARY MEPCO

CC:-

- 1. Finance Director, MEPCO Ltd Multan.
- 2. All D.Gs under MEPCO Ltd Multan.
- 3. All G.Ms under MEPCO Ltd Multan.
- 4. All Chief Engineers under MEPCO Ltd Multan.
- 5. The Manager (MM) & Procurement (Distn) MEPCO Multan.
- 6. The Director (S&V) MEPCO Ltd Multan.
- 7. The Staff Officer to CEO MEPCO H/Q Multan.

For kind information and further necessary action please.

Meeting Date: 25-11-2022 (Friday)

Meeting Time: 10:00 AM

Location: Board's Room MEPCO H/Q Khanewal Road Multan

In attendance:

1.	Sardar Muhammad Jamal Khan Leghari	Chairman
2.	Mr. Allahyar Khan	CEO/Director
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Mr. Zafar Abbas Director (Through Video Link)
Mr. Javed Iqbal Khan Director (Through Video Link)

5. Mr. Fazalullah Durrani Director6. Mr. Khurram Mushtaq Director

7. Muhammad Nawazish Ali Pirzada Director (Through Video Link)

8. Mian Shahid Iqbal Director

Mr. Asghar Leghari
Director (Through Video Link)
Mr. Amad ud Din
Director (Through Video Link)

11. Rana Yasir Rauf Director12. Muhammad Jabir Director

13. Mr. Sajid Yaqoob Company Secretary

Following MEPCO officers attended the Meeting on call.

1.	Mian Ansar Mahmood	Finance Director
2.	Engr. Zafar Iqbal Gill	General Manager (Tech)
3.	Engr. Jam Gul Muhammad Zahid	General Manager (CS)
4.	Engr. Noor-ul-Hassan	Chief Engineer (P&E)
5.	Mr. Liaqat Ali Memon	D.G (HR & Admin)

Meeting started under the Chairmanship of Sardar Muhammad Jamal Khan Leghari. The Chair noted the quorum to be in order. Proceedings commenced with recitation of Verses from the **Holy Quran** by Mr. Sajid Yaqoob. The Members and key management personnel declared that they are not directly or indirectly, concerned / interested in any contract or arrangement being considered in this Board meeting.

Following agenda items were presented to the Board, the resultant discussions and decisions of the BOD are narrated as under:-

Agenda item-1

Leave of absence of Honorable Members.

The Company Secretary informed the Board that Muhammad Ajmal Bhatti Director had expressed his inability to attend the Board meeting.

After due consideration, it was resolved that leave of absence from 193rd meeting of Board of Directors be and is hereby granted to Muhammad Ajmal Bhatti who had requested for the same.

Agenda item-2

To consider and confirm the minutes of the 192nd BOD Meeting held on 14-10-2022.

Company Secretary apprised that the minutes of 192nd BOD meeting held on 14-10-2022 duly endorsed by Chairman BOD were circulated among all Board Members. The Chairman BOD invited the attention of all Members for offering any reservation(s)/comment(s) regarding approval of the minutes.

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Company Secretary informed the members that an Addendum to minutes of 192nd BOD meeting against Agenda Item No. 4 has been issued with respect to replacement of Mr. Ahmed Taimoor Nasir with Mr. Zafar Abbas as member of Senior Selection Board already constituted to conduct the interviews of MEPCO officers having BPS-18 & above. He further informed that the aforementioned addendum will be incorporated in Board Resolution No. 192-BOD-R3. The members noted the explanation.

Since there were no comments received from any of the directors, the proceedings were confirmed as correctly recorded and the following resolution was passed unanimously.

Resolution

193-BOD-R1

RESOVLED that the minutes of 192nd BOD meeting held on 14-10-2022 along with addendum issued thereof be and is hereby confirmed as true record of the proceedings of the meetings.

Agenda item-3

To consider and confirm Circular Resolution No. 10/2022 dated 14-10-2022

Proceedings:

With permission of the Chair, Company Secretary apprised the members that BOD during its 190th meeting vide Resolution No. 190-BOD-R26 accorded approval for imposition of ban on all kinds of transfers / postings of officers / officials at all levels of Company till 31-12-2022.

Later on, based on the recommendations of HR & Nomination Committee, matter regarding amendment in Board Resolution No. 190-BOD-R26 was circulated amongst Members of the Board through Circular Resolution No. 10/2022 dated 14.10.2022 for approval on urgent basis. After considering the matter, the Board passed the below detailed Circular Resolution.

"Considering the recommendations of HR & Nomination Committee, RESOLVED that approval for amendment in Board Resolution No. 190-BOD-R26 is hereby accorded to the extent that CEO and Head of Concerned Circle are authorized to consider transfer / posting on case to case basis in the best interest of work."

Company Secretary requested the Honorable members to consider and confirm the above narrated Circular Resolution.

After due consideration, the Board unanimously resolved as follows.

Resolution

193-BOD-R2

RESOLVED that the Circular Resolution No. 10/2022 be and is hereby confirmed.

Agenda item-4 Matters relating to HR & Nomination Committee

To consider the request for deputation from GENCO-III TPS to MEPCO in respect of Rana Muhammad Usman, Sr. Engineer / XEN.

Proceedings:

With permission of the Chair, agenda was presented by D.G (HR & Admin). He informed the Board that matter regarding deputation from GENCO-III TPS to MEPCO in respect of Rana Muhammad Usman, Sr. Engineer / XEN was presented in 3rd HR & Nomination Committee

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meeting held on 21-10-2022 wherein, Committee has recommended to Board to regret the case.

Upon query of one of members, Chairman HR & Nomination Committee briefed that presented request lacked merit as post of Senior Engineer is filled through promotion only. The request of deputation, if approved, would affect the right of promotion of SDOs as the incumbent will be adjusted against the post of Senior Engineer.

Participating into discussion, one of members emphasized that presented proposals from management to Board must strictly adhere to departmental policies, rules and regulation. He was of the view that presented proposal should had not been presented before the Board or its Committee if the case lacked merit. All other members endorsed the verdict of honourable member and directed the management to ensure adherence to policies in future. The management noted the same for future compliance.

After detailed discussion, the members unanimously agreed to endorse the recommendations of HR & Nomination Committee and passed the following resolution.

Resolution

193-BOD-R3

RESOLVED that considering the request of D.G (HR & Admin) and recommendations of HR & Nomination Committee, the request for grant of deputation of Rana Muhammad Usman, Sr. Engineer / XEN from GENCO-III to MEPCO is hereby regretted being devoid of merit.

The resolution is based on the following confirmations by the management of MEPCO.

- a) No material information has been withheld and the working papers represent all facts of the case.
- b) All legal and codal formalities have been complied with.
- c) There is no conflict of interest of any officer of the MEPCO.
- d) Certified that the case has been checked by the sponsoring officer and is complete in all respects for consideration of Board of Directors, MEPCO.
- e) Concerned official/officer of MEPCO's management would be liable for any omission/misstatement of the facts and figures in the working papers.
- To consider the request for grant of deputation in MEPCO in respect of Mst. Asia Sumer, Assistant Director & Mr. Abdul Khaliq Khalid, Assistant Audit Officer.
- To consider the request for deputation from FESCO to MEPCO in respect of Mr. Haroon Yaseen, SDO/Jr. Engineer FESCO.

Proceedings:

With permission of the Chair, agenda was presented by D.G (HR & Admin). He informed the Board that matter regarding grant of deputation in MEPCO in respect of Mst. Asia Sumer, Assistant Director FESCO, Mr. Abdul Khaliq Khalid, Assistant Audit Officer and Mr. Haroon Yaseen, SDO/Jr. Engineer FESCO for a period of 03 years was presented in 3rd HR & Nomination Committee meeting held on 21-10-2022 wherein, the Committee has recommended the case to Board for its approval. However, the Committee had directed to present an overview of their complete service record (e.g. experience, performance, cases,

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penalties and other etc.) along with approved NOC issued by competent authority of concerned DISCO / department to relieve them while presenting the case to Board.

While submitting compliance of the direction of HR & Nomination Committee, DG (HR &Admin) informed that desired information has been obtained from respective departments and ready for members' consideration. One of members interjected the proceedings with the remarks that scrutiny of record should had been completed at HR & Nomination Committee level as it requires detailed scrutiny of the information which is not possible at Board level. Responding to the observation, another member informed the Board that matter was thoroughly thrashed out at Committee level and principally agreed with the requests. However, some additional record was desired to get more clarification of these cases.

One of members pointed out that the initial request of Mst. Asia Sumer, Assistant Director stated that the officer needs to get back to Multan for taking care of her sick mother in law, but there is nothing on record indicating the establishment of this fact. The presented working paper is silent about this fact. Participating into discussion, another member proposed that requests for deputation up to BPS-19 should be entrusted to management to decide the same at its own level or the powers be delegated to HR & Nomination Committee for approval. After due consideration of the pros and cons, the Board did not agree with the proposal.

The Board deliberated the issue at length and after due consideration resolved to refer back the case to HR & Nomination Committee to thrash out the provided service record (e.g. experience, performance, disciplinary cases, penalties & others etc.) and other relevant detail in depth for fair decision.

The Board unanimously resolved as follows.

Resolution

193-BOD-R4

RESOLVED that the subjected agendas are hereby referred back to HR & Nomination Committee for further detailed deliberation.



Approval for recruitment for the post of Manager (Legal & Labor) BPS-19 in MEPCO.

Proceedings:

With permission of the Chair, agenda was presented by D.G (HR & Admin). He apprised the Board that matter regarding publication of advertisement for recruitment of Manager (Legal & Labor) was presented in 3rd HR & Nomination Committee meeting held on 21-10-2022 wherein, the Committee has recommended the case to the Board to accord its approval for publication of draft advertisement for the post of Manager (Legal & Labor) after getting necessary permission from Ministry of Energy (Power Division) Islamabad. Continuing with his briefing, DG (HR & Admin) intimated that Ministry of Energy (Power Division) had frozen recruitments against all the vacant positions for six months which is going to expire on 28.11.2022. Further action will be taken in the light of directions imparted by Ministry thereon.

Upon query of one of members, D.G (HR & Admin) briefed the Board regarding historical back ground of the efforts made for recruitment of subjected post. He informed the Board that

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previous exercise was not materialized as no suitable candidate was found due to multiple reasons. D.G (HR & Admin) presented the draft advertisement for members' consideration.

While responding to a query, DG (HR & Admin) responded that the qualification, age and experience mentioned in proposed advertisement is as per service rules for the post. Chief Executive Officer interjected the discussion with the request to members for materialization of the matter as this key position is lying vacant since long and Company is suffering a lot without presence of right person for this job.

While continuing, D.G (HR & Admin) narrated the specific Legal Cadre Service Rules regarding qualification & experience. He enlightened that advertisement has been drafted as per service rules duly approved & adopted by the BOD and any amendment in eligibility criteria mentioned in the job advertisement needs to be adopted in service rules beforehand.

The proposed advertisement was thoroughly thrashed out by the members. One of members was of the view that required combination of qualification & experience is stringent enough to provide the room for suitable/competent candidate from open market. While another member proposed to study the criteria for appointment of Additional Advocate General (AAG) and prepare the advertisement accordingly by specifying age, qualification and 10-15 years of field experience of desired categories. Moreover, labor aspect of the post should also be kept in view while specifying the criteria for the advertisement.

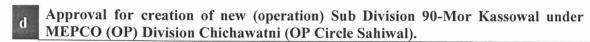
During the course of discussion, DG (HR & Admin) informed the members that a Standing Committee of management has already been constituted to examine the service rules (both new & previous) and recommend the proposed amendments to Board for consideration. He proposed that subjected case may be referred to the committee and the recommendations thereon be presented to Legal Committee for its vetting. All members agreed with proposal.

After extensive deliberations, the Board resolved as follows.

Resolution

193-BOD-R5

RESOLVED that the Standing committee shall analyze the particulars of job advertisement for the post of Manager (Legal & Labor) & propose necessary amendments with concrete recommendations to Legal Committee for deliberation.



Proceedings:

With permission of the Chair, agenda was presented by D.G (HR & Admin). He informed the Board that matter regarding creation of new (operation) Sub Division 90-MOR Kassowal under MEPCO (OP) Division Chichawatni (OP Circle Sahiwal) was presented in 3rd HR & Nomination Committee meeting held on 21-10-2022 wherein, the Committee has recommended the case to Board for approval.

While responding to a query regarding staff availability, D.G (HR & Admin) responded that initially, the technical staff required for functioning of proposed sub division will be managed through internal adjustment. Furthermore, 52 additional posts will be required to be created as

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a result of creation of proposed Sub Division. Responding to query of the Chair, CEO assured that new sub division will be able to perform well through internal arrangement/adjustment.

Upon query of the Chair, D.G (HR & Admin) explained the members about technical justification and financial impact for creation of proposed sub division. The matter has been scrutinized by different committees at management level before presentation to Board. The management level committees have recommended this creation as financially and technically viable. He informed that creation of new sub division will not only result in savings of Rs. 68.5 Million in terms of line losses and improvement in recovery but will also provide better customer service of the area. One of members observed that projected savings are being misinterpreted and same needs to be revisited. He was of the view that management should explain whether the sub division will be sustainable keeping in the expenditure being incurred including creation of 52 new posts.

After detailed deliberation, the members were of unanimous view that such cases should be deliberated in PSM & Risk Management Committee for feasibility analysis. Based on the recommendations of PSM & Risk Management Committee, the case will be referred to HR & Nomination committee for its evaluation of HR related matters. The Board will finalize the same on joint recommendations of both committees.

After due consideration, the following resolution was passed unanimously.

Resolution

193-BOD-R6

RESOLVED that the case is hereby referred to PSM & Risk Management Committee for due deliberation as discussed above.



To consider the request for extension in deputation period of Engr. Khawaja Niaz Ahmed, XEN MEPCO presently working in PPMC on deputation basis.

Proceedings:

With permission of the Chair, agenda was presented by D.G (HR & Admin). He informed the Board that matter regarding extension in deputation period of Engr. Khawaja Niaz Ahmed, XEN MEPCO presently working in PPMC on deputation basis was presented in 3rd HR & Nomination Committee meeting held on 21-10-2022 wherein, the Committee has recommended the case to Board for approval.

After due consideration, the following resolution was passed unanimously.

Resolution

193-BOD-R7

RESOLVED that considering the request of D.G (HR & Admin) and recommendations of HR & Nomination Committee, approval for extension in deputation period for further 02 years w.e.f 16.08.2022 to 15.08.2024 in respect of Engr. Khawaja Niaz Ahmed, XEN / Sr. Engineer MEPCO presently working as Dy. Manager, MI PPMC as per request of MD, PPMC vide letter No. PPMC/GMHR/DDA/3098-3100 dated: 02.09.2022 is hereby accorded.

- a) No material information has been withheld and the working papers represent all facts of the case.
- b) All legal and codal formalities have been complied with.
- c) There is no conflict of interest of any officer of the MEPCO.
- d) Certified that the case has been checked by the sponsoring officer and is complete in all respects for consideration of Board of Directors, MEPCO.
- e) Concerned official/officer of MEPCO's management would be liable for any omission/misstatement of the facts and figures in the working papers.

Approval for retention of 03 sports persons on stipend basis.

Proceedings:

With permission of the Chair, agenda was presented by D.G (HR & Admin). He informed the Board that matter regarding retention of 03 no. sports persons on stipend basis was presented in 3rd HR & Nomination Committee meeting held on 21-10-2022 wherein, the Committee has recommended the case to Board for approval.

After due consideration, the following resolution was passed unanimously.

Resolution

193-BOD-R8 RESOLVED that considering the request of D.G (HR & Admin) and recommendations of HR & Nomination Committee, approval for retention of following 03 players on monthly stipend basis for further period as mentioned against each is hereby accorded:-

Sr. No	Name of player & Father's Name	Discipline	Monthly Stipend	Further retention period
1	Miss Zahra Suleman D/O Suleman Yousaf	Lawn Tennis	30,000/-	11.06.2022 to 10.03.2023
2	Miss Mehak Khokhar D/O Brig. (R) M Khalid Sajjad Khokhar	-do-	35,000/-	11.06.2022 to 10.03.2023
3	Mr. Abdullah Muhammad S/O Naeem Shoukat	Table Tennis	25,000/-	04.09.2022 to 03.06.2023

The resolution is based on the following confirmations by the management of MEPCO.

- a) No material information has been withheld and the working papers represent all facts of the case.
- b) All legal and codal formalities have been complied with.
- c) There is no conflict of interest of any officer of the MEPCO.
- d) Certified that the case has been checked by the sponsoring officer and is complete in all respects for consideration of Board of Directors, MEPCO.
- e) Concerned official/officer of MEPCO's management would be liable for any omission/misstatement of the facts and figures in the working papers.

h



Approval for recruitment of various posts of BPS-17 including 6% Balochistan quota in MEPCO.

Proceedings:

With permission of the Chair, agenda was presented by D.G (HR & Admin). He informed the Board that matter regarding recruitment of various posts of BPS-17 including 6% Balochistan quota in MEPCO was presented in 3rd HR & Nomination Committee meeting held on 21-10-2022 wherein, the Committee has recommended the case to Board for approval of publishing the advertisement for total 04 posts lying vacant under 6% Balochistan Quota as per directions of Ministry of Energy (Power Division) Islamabad. The members were further informed that HR & Nomination Committee has further instructed to present case for hiring of various posts for BPS-17 lying vacant under direct quota other than Balochistan quota while presenting the case to Board.

D.G (HR & Admin) presented the detail of various posts available for hiring under different quotas. He requested the Board to allow hiring under these posts to overcome the shortage of staff. He requested to adopt WAPDA Service Rules for the post of Assistant Manager (Civil). He apprised that same were already generally adopted but were not included in 28 policies recently approved by Board therefore formal approval was solicited from BoD to adopt them.

The members agreed to proceed for hiring against different proposed posts lying vacant under quota system in cognizance with the instructions from Ministry of Energy (Power Division) Islamabad while adopting WAPDA Service Rules for the post of Assistant Manager (Civil).

After due consideration, the following resolution was passed unanimously.

Resolution

193-BOD-R9 RESOLVED that considering the request of D.G (HR & Admin) and recommendations of HR & Nomination Committee, approval for the followings is hereby accorded:-

- i. Recruitment of 77 proposed posts of BPS-17 under Direct Quota along with adoption of WAPDA Service Rules for the post of Assistant Manager (Civil) in MEPCO.
- ii. Recruitment of 04 no. proposed posts of BPS-17 under 06% Balochistan Quota.

- a) No material information has been withheld and the working papers represent all facts of the case.
- b) All legal and codal formalities have been complied with.
- c) There is no conflict of interest of any officer of the MEPCO.
- d) Certified that the case has been checked by the sponsoring officer and is complete in all respects for consideration of Board of Directors, MEPCO.
- e) Concerned official/officer of MEPCO's management would be liable for any omission/misstatement of the facts and figures in the working papers.

h To consider the presentation of MEPCO officers / officials on various issues.

Proceedings:

With permission of the Chair, agenda was presented by D.G (HR & Admin). He informed the Board that matter regarding presentation of MEPCO officers/officials on various issues was presented in 3rdHR & Nomination Committee meeting held on 21-10-2022 wherein, Committee has recommended the case to Board for approval with recommendations to constitute a sub-committee comprising upon Mr. Asghar Leghari and Muhammad Nawazish Ali Pirzada, Members of BOD to consider such cases and give their recommendations to HR & Nomination Committee accordingly.

Participating into discussion, one of the members pointed out that composition of sub-committee should be comprised of odd numbers in order to mitigate any risk of polarity or deadlock in the event if two members dissent from each other while giving their recommendations. All other members seconded the remarks of honorable member. The Board unanimously resolved to nominate Mr. Fazalullah Durrani, BOD member as the third member of the sub-committee. Furthermore, it was also resolved that the Committee is empowered to seek any kind of information pertaining to the representations from management on case to case basis. The management shall be liable to provide complete record of the complaints as and when required by the sub-committee. Moreover, Chief Executive Officer will ensure that the concerned Directorate head will assist the sub-committee as and when required.

During the course of discussion, one of members showed his displeasure for non-compliance on the directions of HR & Nomination Committee till to date regarding taking legal opinion on the grievance matter of D.G (MIRAD). The Board members recorded their displeasure upon such kind of slackness on the part of management and directed to expedite the disposal of the matter at earliest. The management noted the concern for compliance.

After due discussion, the following resolution was passed unanimously.

Resolution

193-BOD-R10

RESOLVED that considering the request of D.G (HR & Admin) and recommendations of HR & Nomination Committee, approval to constitute Employees Grievances Committee comprising upon following Board members to consider the representation of MEPCO officers / officials on various issues and give its recommendations to HR & Nomination Committee is hereby accorded.

1.	Muhammad Nawazish Ali Pirzada	Convener
2.	Mr. Asghar Leghari	Member
3.	Engr. Fazalullah Durrani	Member

- a) No material information has been withheld and the working papers represent all facts of the case.
- b) All legal and codal formalities have been complied with.
- c) There is no conflict of interest of any officer of the MEPCO.

- d) Certified that the case has been checked by the sponsoring officer and is complete in all respects for consideration of Board of Directors, MEPCO.
- e) Concerned official/officer of MEPCO's management would be liable for any omission/misstatement of the facts and figures in the working papers.

Agenda item-5 Matters relating to Procurement & Disposal Committee

Approval for procurement of Bill Form (General & MDI) opened on 08.09.2022, (bid validity up to 06.01.2023).

Proceedings:

With permission of the Chair, agenda was presented by General Manager (Tech). He informed the Board that matter regarding procurement of Bill Form (General & MDI) was presented in 3rd Procurement & Disposal Committee meeting held on 29-10-2022 wherein, the Committee has recommended the case to Board for approval with the direction to present re-evaluation of the quoted rates with respect to dollar rate prevailing at the time of procurement of MEPCO with comparison to FESCO and GEPCO, while presenting the case to Board.

General Manager (Tech) apprised the members that the firm has voluntarily reduced the rates of Bill Forms (General) from Rs. 5298 to Rs. 5248 as a gesture of good will. While submitting justification of the quoted price after revision of rates by the firm, he elaborated price comparison with other DISCOs along with dollar rate. He explained that for Bill Form (General) this tender rate is 105.96%, 42.06%, 7.36%, 7.62% & 33.19% on higher side as compared with the previous purchase/ tender rate of MEPCO, LESCO, GEPCO, FESCO & SEPCO respectively. Whereas, for Bill Form (MDI), the current tender rate is 103.34%, 44.77% & 9.68% higher in comparison with previous purchase/ tender rate of MEPCO, LESCO & FESCO respectively.

Responding to query of one of members, GM (Tech) informed that available stock is depleting and will exhaust in one & half month, whereas average monthly consumption is 3787 boxes (General & MDI). Further, he informed that proposed procurement will be consumed within eight and half months. He stressed for proposed procurement keeping in view the stock position and dollar rate fluctuations.

The Board considered the case in detail and after due deliberation acceded to approve the proposed award of tender. The following resolution was passed unanimously.

Resolution

193-BOD-R11

RESOLVED that considering the request of General Manager (Tech) and recommendations of Procurement & Disposal Committee, approval for procurement of 24800 boxes Bill Forms General and 400 boxes Bill Forms MDI from M/S UBC Convertec Pvt. Ltd. amounting to Rs. 132.689 million (excluding 17% GST) against Tender No. 29/23 is hereby accorded.

- a) No material information has been withheld and the working paper represents all facts of the case.
- b) All legal and codal formalities have been complied with.

- c) That there is no conflict of interest of any member/Officer of MEPCO.
- d) MEPCO has complied with the PPRA rules and procedures related to such procurement.
- e) Technical and financial evaluation of the bid submitted for the said procurement have been carried out correctly on the basis of true facts of each bid submitted by the bidders.
- f) The recommendations of Bid Evaluation Committee are unconditional and no grievances have been received from any Bidder.
- g) The procurement will be in accordance with the approved financial budget and procurement plan.
- h) Previously, there is no issue on supplier side from which this procurement is being made.
- The supplier from which this procurement is being made is neither involved in litigation nor black listed in any other DISCO and fulfils all pre-requisites mentioned in tender documents.
- j) There is no violation of SOPs of MEPCO for environmental and social safeguard.
- k) Certified that the case has been checked by the sponsoring officer and is complete in all respect for consideration of Board of Directors, MEPCO.
- Any misstatement of the facts and figures in the working paper would make MEPCO management liable for the consequences.

Approval for procurement of 15 KM PVC Cable 4/Core 70MM² (19/.083) (T/No. 38/23, Dated: 13.09.2022, bid validity up to 30.11.2022).

Proceedings:

With permission of the Chair, agenda was presented by General Manager (Tech). He informed the Board that matter regarding procurement of 15 KM PVC Cable 4/Core 70MM² (19/.083) was presented in 3rd Procurement & Disposal Committee meeting held on 29-10-2022 wherein, the Committee has recommended the case to Board for approval with the instruction to mention quantity of PVC cable procured in other DISCOs in order to assess the price reasonability while presenting the case to Board.

While providing justification of the quoted rate, General Manager (Tech) presented the comparison of price along with dollar rate as well as quantity procured with previous purchase/ tender rate of MEPCO and other DISCOs. He apprised that the above tender rate is 60%, 4.17% & 60.98% on higher side as compared with the previous purchase / tender rate of MEPCO, SEPCO & IESCO whereas 1.09%, 2.67%, 3.41% & 4.41% on lower side as compared with latest tender rates of GEPCO, QESCO, FESCO & PESCO respectively.

Responding to query of one of members, GM (Tech) informed that available stock is nil and average monthly consumption is 2.08 km. Further, he informed that proposed procurement will be consumed within seven months. He stressed for proposed procurement keeping in view the stock position and dollar rate fluctuations.

During the course of discussion, one of members observed that only one firm purchased the tender document & participated in the tender despite of the fact that other manufacturers for

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the same cable are also available in the market. He emphasized to ensure price reasonability in case of single bidder and further highlighted that similar trend is appearing while analyzing the procurement of other DISCOs. He recalled that Procurement & Disposal Committee had exhaustive debate on all aspects of the issue and it was instructed to discuss the matter in Legal Committee. He reiterated the earlier directions of Committee that management should examine different avenues for potential cartelization of suppliers along with remedial measures. Another member proposed to compile the record of at least last five years' tenders involving procurement of distribution material in order to analyze the bidders' participation, price trends and patterns to move forward in this regard.

While concluding, the Board members recorded their resentment with the remarks that management needs to be agile on this sensitive matter. It was further directed that PSM & Risk Management Committee and Legal Committee should jointly come up with concrete proposals for the Board in order to thwart such kind of monopolistic approach on the part of suppliers. The management noted the same for compliance.

The Board considered the case in detail and after due deliberation acceded to approve the proposed award of tender. The following resolution was passed unanimously.

Resolution

193-BOD-R12

RESOLVED that considering the request of General Manager (Tech) and recommendations of Procurement & Disposal Committee, approval for procurement of 15 KM PVC 4/Core 70mm² @ Rs. 1,275,000/- per KM from M/s Eagle Cables Lahore amounting to Rs. 19.125 million (excluding GST) against Tender No. 38/23 opened on 13.09.2022 is hereby accorded.

- a) No material information has been withheld and the working paper represents all facts of the case.
- b) All legal and codal formalities have been complied with.
- c) That there is no conflict of interest of any member/Officer of MEPCO.
- d) MEPCO has complied with the PPRA rules and procedures related to such procurement.
- e) Technical and financial evaluation of the bid submitted for the said procurement have been carried out correctly on the basis of true facts of each bid submitted by the bidders.
- f) The recommendations of Bid Evaluation Committee are unconditional and no grievances have been received from any Bidder.
- g) The procurement will be in accordance with the approved financial budget and procurement plan.
- h) Previously, there is no issue on supplier side from which this procurement is being made.
- m) The supplier from which this procurement is being made is neither involved in litigation nor black listed in any other DISCO and fulfils all pre-requisites mentioned in tender documents.

- i) There is no violation of SOPs of MEPCO for environmental and social
- j) Certified that the case has been checked by the sponsoring officer and is complete in all respect for consideration of Board of Directors, MEPCO.
- k) Any misstatement of the facts and figures in the working paper would make MEPCO management liable for the consequences.

b-ii

Approval for procurement of 10 KM PVC Cable 4/Core 120MM² (37/.083) (T/No. 39/23, Dated: 13.09.2022, bid validity up to 30.11.2022).

Proceedings:

With permission of the Chair, agenda was presented by General Manager (Tech). He informed the Board that matter regarding procurement of 10 KM PVC Cable 4/Core 120MM² (37/.083) (T/No. 39/23, dated: 13.09.2022, having bid validity up to 30.11.2022) was presented in 3rd Procurement & Disposal Committee meeting held on 29-10-2022 wherein, the Committee has recommended the case to Board for approval and desired that management should also mention quantity of PVC cable procured in other DISCOs in order to assess the price reasonability, while presenting the case to Board.

While providing justification of the quoted rate, General Manager (Tech) presented the comparison of price along with dollar rate as well as quantity procured with previous purchase/ tender rate of MEPCO and other DISCOs. He apprised that the above tender rate is 56.49%, 2.72% & 60.85% on higher side as compared with the previous purchase / tender rate of MEPCO, SEPCO & IESCO whereas 2.03%, 1.95% & 1.66% on lower side as compared with latest tender rates of PESCO, LESCO & GEPCO respectively.

Responding to query of one of members, GM (Tech) informed that available stock is nil and average monthly consumption is 1.17 km. Further, he informed that proposed procurement will be consumed within nine months. He stressed for proposed procurement keeping in view the stock position and dollar rate fluctuations.

The Board considered the case in detail and after due deliberation acceded to approve the proposed award of tender. The following resolution was passed unanimously.

Resolution

193-BOD-R13

RESOLVED that considering the request of General Manager (Tech) and recommendations of Procurement & Disposal Committee, approval for the procurement of 10 KM PVC 4/Core 120mm² @, Rs. 2,075,000/- per KM from M/s Eagle Cables Lahore amounting to Rs. 20.75 million (excluding GST) against Tender No. 39/23 opened on 13.09.2022 is hereby accorded.

- a) No material information has been withheld and the working paper represents all facts of the case.
- b) All legal and codal formalities have been complied with.
- c) That there is no conflict of interest of any member/Officer of MEPCO.

- d) MEPCO has complied with the PPRA rules and procedures related to such procurement.
- e) Technical and financial evaluation of the bid submitted for the said procurement have been carried out correctly on the basis of true facts of each bid submitted by the bidders.
- f) The recommendations of Bid Evaluation Committee are unconditional and no grievances have been received from any Bidder.
- g) The procurement will be in accordance with the approved financial budget and procurement plan.
- h) Previously, there is no issue on supplier side from which this procurement is being made.
- The supplier from which this procurement is being made is neither involved in litigation nor black listed in any other DISCO and fulfils all pre-requisites mentioned in tender documents.
- j) There is no violation of SOPs of MEPCO for environmental and social safeguard.
- Certified that the case has been checked by the sponsoring officer and is complete in all respect for consideration of Board of Directors, MEPCO.
- l) Any misstatement of the facts and figures in the working paper would make MEPCO management liable for the consequences.

c

Approval for procurement of 132KV Towers type ZM-60 along with Nuts Bolts and all allied accessories against MEPCO Tender No. 04/2022 (NCB) opened on 18.08.2022 under MEPCO own resources / deposit works (Bid Validity up to (16.12.2022).

Proceedings:

With permission of the Chair, agenda was presented by Chief Engineer (Dev) PMU. He informed the Board that matter regarding procurement of 132KV Towers type ZM-60 along with Nuts Bolts and all allied accessories was presented in 3rd Procurement & Disposal Committee meeting held on 29-10-2022 wherein, the Committee has recommended the case to Board for its approval.

Upon query of one of members, he informed that quoted rate is 2.68% less as compared with QESCO recent tender rates. Whereas comparison with HESCO & FESCO revealed that current tender rate is 23.22% & 8.84% higher respectively. But after analysis of US\$ Exchange rate and LME Steel, the price quoted by the bidder i.e. M/s Spleen-F.N Power (JV) Lahore in current tender seems reasonable. He emphasized that if the current tender is scrapped, the rates of ZM-60 Towers may increase due to increasing trend of US\$ & LME steel and ongoing projects will also be delayed. He apprised that the available stock of ZM-60 Type Tower along with Nuts Bolts and all allied accessories has been depleted completely. He further emphasized that the STG projects, deposit works during FY 2022-23 cannot be completed without availability of material. Moreover if case is deferred then bid validity will expire.

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During the course of discussion, the members observed that only one firm participated in the tender. The members reiterated their observations and discussions as recorded in minutes of Agenda item No 5b-i.

The Board considered the case in detail and after due deliberation acceded to approve the proposed award of tender. The following resolution was passed unanimously.

Resolution

193-BOD-R14

RESOLVED that considering the request of Chief Engineer (Dev) PMU and recommendations of Procurement & Disposal Committee, approval for issuance of L.O.I / P.O for the supply of ZM-60 Type Tower along with all allied accessories amounting to Rs. 161,478,000/- (excluding GST) against Tender No. 04/2022 opened on 18.08.2022 in favor of M/s Spleen-F.N Power (JV) Lahore is hereby accorded.

- a) No material information has been withheld and the working paper represents all facts of the case.
- b) All legal and codal formalities have been complied with.
- c) That there is no conflict of interest of any member/Officer of MEPCO.
- d) MEPCO has complied with the PPRA rules and procedures related to such procurement.
- e) Technical and financial evaluation of the bid submitted for the said procurement have been carried out correctly on the basis of true facts of each bid submitted by the bidders.
- f) The recommendations of Bid Evaluation Committee are unconditional and no grievances have been received from any Bidder.
- g) The procurement will be in accordance with the approved financial budget and procurement plan.
- h) Previously, there is no issue on supplier side from which this procurement is being made.
- The supplier from which this procurement is being made is neither involved in litigation nor black listed in any other DISCO and fulfils all pre-requisites mentioned in tender documents.
- j) There is no violation of SOPs of MEPCO for environmental and social safeguard.
- k) Certified that the case has been checked by the sponsoring officer and is complete in all respect for consideration of Board of Directors, MEPCO.
- 1) Any misstatement of the facts and figures in the working paper would make MEPCO management liable for the consequences.



Approval for procurement of 132KV Towers type ZM-1 along with Nuts Bolts and all allied accessories against MEPCO Tender No. 05/2022 (NCB) opened on 18.08.2022 under MEPCO own resources / deposit works (Bid Validity up to (16.12.2022).

Proceedings:

With permission of the Chair, agenda was presented by Chief Engineer (Dev) PMU. He informed the Board that matter regarding procurement of 132KV Towers type ZM-1 along with Nuts Bolts and all allied accessories was presented in 3rd Procurement & Disposal Committee meeting held on 29-10-2022 wherein, Committee has recommended the case to Board for approval.

At the very outset, the members of Procurement Committee pointed out that it was discussed in meeting that responsive bidder of captioned Tender was commercially non-responsive in FESCO and has a history of bad performance in HESCO. The Procurement Committee had directed to seek performance evaluation of M/s Associated Technologies (Pvt) Ltd Lahore from HESCO and reason for commercially non-responsiveness from FESCO to proceed further accordingly, but the same has not been complied with. Another member pointed that the firm is also in litigation with HESCO, whereas, it is pre-requisite of tender conditions that the bidder will certify that the firm is not involved in any litigation in any other DISCO. Prima facie, the firm has concealed the facts. He proposed that before proceeding in this matter, both DISCOs should be formally approached in order to get clarification regarding issues highlighted above. After due consideration, the members agreed with the proposal.

Furthermore, the Chair pointed out that the declaration submitted in working paper does not entail the certification that the firm is neither blacklisted / debarred nor involved in litigation with WAPDA/DISCOs/GENCOs/NTDCL. He desired that management must provide such certificate in every procurement matter. The management noted for future compliance.

After due consideration, the Board resolved as follows.

Resolution

193-BOD-R15

RESOLVED that the case is hereby deferred with the direction to approach FESCO and HESCO in order to clarify that whether M/s Associated Technologies (Pvt) Ltd Lahore is black listed or involved in litigation with these DISCOs and present the progress in next meeting to proceed accordingly.



Approval for procurement of 11KV Switchgear Panels against Tender No. 08/2022 (NCB) opened on 18.08.2022 under MEPCO's own resources / deposit works (Bid Validity up to 16.12.2022).

Proceedings:

With permission of the Chair, agenda was presented by Chief Engineer (Dev) PMU. He informed the Board that matter regarding procurement of 11KV Switchgear Panels was presented in 3rd Procurement & Disposal Committee meeting held on 29-10-2022 wherein, the Committee has recommended the case to Board for approval.

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Responding to the query of one of members, Chief Engineer (Dev) PMU informed regarding reason for enhancement of quantity of panels. He explained that Panels required for Nishter-II Grid Station have also been included in the subjected tender following Bidding Document Clause-33.3 section-IV Part-II (Particular Conditions of Contract). This clause allowed the purchaser to increase or decrease the quantities of Goods to the extent of 15% of the Contract Price at the time of award of contract without any change in the unit price or other terms and conditions of the Contract.

While providing justification of the quoted rate, Chief Engineer (Dev) PMU presented item wise price comparison with other DISCOs. The scrutiny of 11KV Incoming Panel rates exhibited that current tender price is higher when compared with FESCO, PESCO and QESCO. He further apprised that present tender rate of 11KV Outgoing Panels is less than LESCO & PESCO but higher from FESCO & QESCO. Similarly, the quoted rate of 11KV Capacitor Panels is less than FESCO, LESCO, & PESCO but higher from QESCO. He added that keeping in view the increasing trend of US\$ exchange rates, the price quoted by M/s PEL Lahore seems reasonable. He emphasized that in case of re-tendering, the price is expected to rise and the ongoing works may suffer. He further stressed that the STG projects, deposit works, GSO maintenance & ELR works during FY 2022-23 cannot be completed without availability of material.

The Board considered the case in detail and after due deliberation acceded to approve the proposed award of tender. The following resolution was passed unanimously.

Resolution

193-BOD-R16

RESOLVED that considering the request of Chief Engineer (Dev) PMU and recommendations of Procurement & Disposal Committee, approval for issuance of L.O.I / P.O for the supply of 11KV Switchgear Panels from M/s PEL (Pvt) Ltd Lahore amounting to Rs. 547,332,935/- (excluding GST) against Tender No. 08/2022 opened on 18.08.2022 is hereby accorded.

- No material information has been withheld and the working paper represents all facts of the case.
- b) All legal and codal formalities have been complied with.
- c) That there is no conflict of interest of any member/Officer of MEPCO.
- d) MEPCO has complied with the PPRA rules and procedures related to such procurement.
- e) Technical and financial evaluation of the bid submitted for the said procurement have been carried out correctly on the basis of true facts of each bid submitted by the bidders.
- f) The recommendations of Bid Evaluation Committee are unconditional and no grievances have been received from any Bidder.
- g) The procurement will be in accordance with the approved financial budget and procurement plan.
- h) Previously, there is no issue on supplier side from which this procurement is being made.

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- i) The supplier from which this procurement is being made is neither involved in litigation nor black listed in any other DISCO and fulfils all pre-requisites mentioned in tender documents.
- j) There is no violation of SOPs of MEPCO for environmental and social safeguard.
- k) Certified that the case has been checked by the sponsoring officer and is complete in all respect for consideration of Board of Directors, MEPCO.
- Any misstatement of the facts and figures in the working paper would make MEPCO management liable for the consequences.



Approval for procurement of 132KV line CTs (300/600/1200/5A) with SS Structure against MEPCO Tender No. 19/2022 opened on 20.09.2022 under MEPCO own resources/deposit works (Bid Validity upto 18.01.2023).

Proceedings:

With permission of the Chair, agenda was presented by Chief Engineer (Dev) PMU. He informed the Board that matter regarding procurement of 132KV line CTs (300/600/1200/5A) with SS Structure was presented in 3rd Procurement & Disposal Committee meeting held on 29-10-2022 wherein, the Committee has recommended the case to Board for approval.

While providing justification of the quoted rate, Chief Engineer (Dev) PMU presented the comparison of price along with dollar rate with other DISCOs. He apprised that the above tender rate is 11.61% & 4.93% on higher side as compared with tender rate of LESCO & PESCO respectively whereas 5.34% & 1.96% on lower side as compared with latest tender rates of QESCO & PESCO respectively. He emphasized the importance of presented procurement keeping in view the dollar rate fluctuations and work requirement. He further stressed that the STG projects, deposit works & GSO maintenance during FY 2022-23 cannot be completed without availability of material.

The Board considered the case in detail and after due deliberation acceded to approve the proposed award of tender. The following resolution was passed unanimously.

Resolution

193-BOD-R17

RESOLVED that considering the request of Chief Engineer (Dev) PMU and recommendations of Procurement & Disposal Committee, approval for issuance of L.O.I / P.O for the supply of 132KV Line CTs 300/600/1200/5A with SS Structure from M/s Mutahir Metal Works (Pvt) Ltd Lahore amounting to Rs. 82,476,000/- (excluding GST) against Tender No. 19/2022 opened on 20.09.2022 is hereby accorded.

- a) No material information has been withheld and the working paper represents all facts of the case.
- b) All legal and codal formalities have been complied with.
- c) That there is no conflict of interest of any member/Officer of MEPCO.
- d) MEPCO has complied with the PPRA rules and procedures related to such procurement.

- e) Technical and financial evaluation of the bid submitted for the said procurement have been carried out correctly on the basis of true facts of each bid submitted by the bidders.
- f) The recommendations of Bid Evaluation Committee are unconditional and no grievances have been received from any Bidder.
- g) The procurement will be in accordance with the approved financial budget and procurement plan.
- h) Previously, there is no issue on supplier side from which this procurement is being made.
- The supplier from which this procurement is being made is neither involved in litigation nor black listed in any other DISCO and fulfils all pre-requisites mentioned in tender documents.
- j) There is no violation of SOPs of MEPCO for environmental and social safeguard.
- Certified that the case has been checked by the sponsoring officer and is complete in all respect for consideration of Board of Directors, MEPCO.
- Any misstatement of the facts and figures in the working paper would make MEPCO management liable for the consequences.

Agenda item-6

To consider and review the Statement of Compliance with Public Sector Companies (Corporate Governance) Rules, 2013.

Proceedings:

With permission of the Chair, Company Secretary apprised the members that Statement of Compliance with respect to Public Sector Companies (Corporate Governance) Rules-2013 has been prepared by the Company and reviewed by the Auditors, which is required to be published in Company's Annual Report for the year ended 30th June, 2022. He further informed that the statement is required to be signed by the Chief Executive Officer of the Company jointly with Chairman of Board or any of the independent / non-executive director.

Upon query of the Chair, Company Secretary enlightened the members that out of total 35 points of statement of compliance, 28 points are complied with the Public Sector Companies (Corporate Governance) Rules. With regards to remaining 7 points, he presented the point wise reasons in detail for non-compliance with future course of action.

Regarding Rule 5(6), the Board directed to finalize the drafting of corporate strategy after taking input from all stakeholders. Furthermore, the management should also exert efforts to get ISO certification for the Company. The management informed that both directions as already issued in previous meetings are also under process and will be complied in true spirit.

After due consideration, the members agreed to accord its approval. Moreover, the Board unanimously agreed to authorize Mr. Shahid Iqbal, BOD Member to sign the statement of compliance & non-compliance on behalf of Board of Directors. The Board resolved as follows.

Resolution

193-BOD-R18

RESOLVED that approval for Statement of Compliance with respect to Public Sector Companies (Corporate Governance) Rules-2013 reviewed by External Auditors of the Company is hereby accorded.

Agenda item-7

To review the compliance status on the directions issued by BOD during its 188th, 189th, 190th, 191st & 192nd Meeting held on 05-08-2022, 17-08-2022, 14-09-2022, 06-10-2022 & 14-10-2022.

Resolution

193-BOD-R19 RESOVLED that the subjected agenda is hereby deferred to next meeting.

Agenda item-8

Any other points with the permission of the Chair

a Approval for promotion / recruitment of Director (IT) MEPCO.

Proceedings:

With permission of the Chair, agenda was presented by D.G (HR & Admin). He informed the Board that recruitment for the post of Chief Information Officer (CIO) & Director (IT) was under process. Meanwhile, Ministry of Energy (Power Division) Islamabad had frozen all appointments. Therefore, the recruitment process could not be finalized.

D.G (HR & Admin) apprised that as per Service Rules for the post of Director (IT) duly adopted by MEPCO, the post shall be filled in by promotion on seniority cum fitness amongst the senior most Dy: Manager (IT) in BPS-18 subject to fulfillment of departmental criteria established in this regard. However in case eligible officers from the cadre are not available then opt for direct recruitment.

Moving on, D.G (HR & Admin) intimated that 03 Deputy Directors (IT) MEPCO have filed Writ Petition with the pray that they may be considered for promotion from Dy: Director (IT) to Director (IT) BPS-18 to BPS-19 prior to the finalization of recruitment process against the post of Director (IT). The Honorable Lahore High Court Bench at Multan has referred the case to Chief Executive Officer MEPCO to decide the same in accordance with the law. In present scenario, MEPCO officers are eligible for promotion from DD (IT) to Director (IT) in IT hierarchy. Now Ministry of Energy (Power) Division Islamabad has also allowed to continue the recruitment process against the frozen posts.

While continuing, D.G (HR & Admin) apprised that captioned agenda is presented on the analogy of discussion in 3rd HR & Nomination Committee meeting of not to consider the publication of advertisement for the posts of Chief People Officer, Chief Information Officer and Director (IT), as these posts can be filled through promotion process of eligible officers for the respective cadres as per new Service Rules-2021 duly adopted by MEPCO BOD. Keeping in view of above, D.G (HR & Admin) requested the members to accord approval to quash the advertisement for the post of Director (IT) already published as well as to conduct Promotion Board of Dy: Director (IT) to Director (IT) from BPS-18 to BPS-19.

After due consideration, the Board resolved as follows.



Resolution

193-BOD-R20

RESOLVED that considering the request of D.G (HR & Admin), approval for the followings is hereby accorded:-

- i. To quash the advertisement for the post of Director (IT) published as on 02.01.2022.
- ii. To conduct Promotion Board of Dy. Director (IT) to Director (IT) from BPS-18 to BPS-19 as the said posts can be filed through promotion process of eligible officers as mentioned in the Service Rules-2021.

The resolution is based on the following confirmations by the management of MEPCO.

- a) No material information has been withheld and the working papers represent all facts of the case.
- b) All legal and codal formalities have been complied with.
- c) There is no conflict of interest of any officer of the MEPCO.
- d) Certified that the case has been checked by the sponsoring officer and is complete in all respects for consideration of Board of Directors, MEPCO.
- e) Concerned official/officer of MEPCO's management would be liable for any omission/misstatement of the facts and figures in the working papers.

The meeting ended with thanks to and from the chair.

For & on behalf of Chairman

(Engr. Sajid Maqoob) Company Secretary MEPCO