

## MULTAN ELECTRIC POWER COMPANY

No. 6685-6703 /Company Secy:

Dated 26-06-2023

1. Sardar Muhammad Jamal Khan Leghari,  
Ex President House Choti Zerin,  
District D.G Khan.
2. Mr. Allahyar Khan,  
Chief Executive Officer,  
MEPCO Multan.
3. Mr. Zafar Abbas,  
Additional Secretary-II,  
Ministry of Energy (Power Division),  
Block-A, Pak Secretariat, Islamabad.
4. Mr. Javed Iqbal Khan,  
Joint Secretary, Finance Division  
Room 326, Block D  
Pak Secretariat, Islamabad
5. Dr. Naeem Rauf,  
Secretary, Energy Department,  
8<sup>th</sup> Floor, EFU House,  
Jail Road, Lahore.
6. Mr. Fazalullah Durrani,  
House No. 16, Faisal Bagh,  
Stadium Road, Bahawalpur.
7. Muhammad Nawazish Ali Pirzada,  
Pirzada House, Airport Road,  
Bahawalpur.
8. Mr. Khurram Mushtaq,  
House No. 373, overseas B extension,  
Bahria Town, Lahore.
9. Mr. Asghar Leghari  
12-B-2, Off Zafar Ali Road, Gulberg V,  
Lahore.
10. Mian Shahid Iqbal,  
Rehman Villas, Bohar Gate Model Town B,  
Multan Road, Camp Office, Governor  
House, Bahawalpur.
11. Mr. Amad ud Din,  
129 Model Town A,  
Khanpur,  
District Rahimyar Khan.
12. Muhammad Jabir,  
House No. 2, Street No. 2, Eden Palace  
Villas, Raiwand Road, Opposite Etehad  
Town, Lahore.
13. Rana Yasir Rauf,  
House No. 315, F1 Block, Johar Town,  
Lahore.

**Sub:- MINUTES OF 201<sup>ST</sup> BOARD MEETING HELD ON 14-06-2023.**

Enclosed please find herewith Minutes of 201<sup>st</sup> BOD Meeting held on 14-06-2023  
Wednesday) at 10:00 AM in Board's Meeting Room MEPCO H/Qs Khanewal Road Multan,  
for kind information and necessary action please.

DA/as above

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. All Managers / Directors MEPCO HQs Multan.
6. The Staff Officer to CEO MEPCO H/Q Multan.

**COMPANY SECRETARY MEPCO**

For kind information and  
further necessary action  
please.

**Meeting Date:** 14-06-2023 (Wednesday)

**Meeting Time:** 10:00 AM

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

**In attendance:**

- |     |                                    |                               |
|-----|------------------------------------|-------------------------------|
| 1.  | Sardar Muhammad Jamal Khan Leghari | Chairman (Through Video Link) |
| 2.  | Mr. Allahyar Khan                  | CEO/Director                  |
| 3.  | Mr. Zafar Abbas                    | Director (Through Video Link) |
| 4.  | Mr. Javed Iqbal Khan               | Director (Through Video Link) |
| 5.  | Dr. Naeem Rauf                     | Director (Through Video Link) |
| 6.  | Mr. Fazalullah Durrani             | Director                      |
| 7.  | Muhammad Nawazish Ali Pirzada      | Director(Through Video Link)  |
| 8.  | Mr. Khurram Mushtaq                | Director (Through Video Link) |
| 9.  | Mian Shahid Iqbal                  | Director                      |
| 10. | Mr. Amad ud Din                    | Director (Through Video Link) |
| 11. | Mr. Asghar Leghari                 | Director (Through Video Link) |
| 12. | Rana Yasir Rauf                    | Director                      |
| 13. | Muhammad Jabir                     | Director (Through Video Link) |
| 14. | Mr. Sajid Yaqoob                   | Company Secretary             |

**Following MEPCO officers attended the Meeting on call.**

- |    |                                 |                          |
|----|---------------------------------|--------------------------|
| 1. | Mian Ansar Mahmood              | Finance Director         |
| 2. | Engr. Rana Muhammad Ayub        | General Manager (Tech)   |
| 3. | Engr. Noor ul Hassan Dogar      | Chief Engineer (P&E)     |
| 4. | Engr. Muhammad Arshad           | Chief Engineer (Dev) PMU |
| 5. | Engr. Muhammad Siddique         | Director (Proc) Dist.    |
| 6. | Engr. Muhammad Akram            | Director (Proc) PMU      |
| 7. | Mr. Waqas Masood Amjad Chughtai | Director (HRM)           |


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 Chairman of Board of Directors noted that all the members are available.

**Agenda item-2 To consider and confirm the minutes of the 200<sup>th</sup> BOD Meeting held on 29-05-2023 & adjourned 200<sup>th</sup> BOD Meeting held on 02-06-2023.**

Company Secretary apprised that the minutes of 200<sup>th</sup> BOD meeting held on 29-05-2023 & adjourned 200<sup>th</sup> BOD meeting held on 02-06-2023 duly endorsed by Chairman BOD were circulated among all Board Members. With consent of the Chair, Company Secretary presented the summary of minutes with salient features of the discussions, directions and resolutions of the Board. 

At the outset, Company Secretary informed that certain observations were received from Honorable Member, Mr. Javed Iqbal Khan regarding Agenda Item No. 17 & 19-a. He informed that observations received have been duly incorporated in the minutes. Upon query of the Chair, he read the Resolution No. 200-BOD-R16 & 200-BOD-R18 as proposed by the Honorable Member in comparison with the originally recorded minutes. The Chairman invited the attention of all members for offering any reservation(s)/comments(s) regarding approval of minutes. All members agreed with the observation of Honorable Member and the proceedings along with the proposed amendments were confirmed as correctly recorded.

After due consideration, the Board unanimously resolved as follows.

### **Resolution**

**201-BOD-R1** With aforementioned amendments, **RESOVLED that** the minutes of 200<sup>th</sup> BOD meeting held on 29.05.2023 & adjourned 200<sup>th</sup> BOD meeting held on 02-06-2023 be and is hereby confirmed as true record of the proceedings of the meetings.

### **Agenda item-3**

**To consider and confirm Circular Resolution No. 9/2023 dated 08.06.2023 regarding approval for procurement of 135 No. 200KVA Dist. Transformers.**

### **Proceedings:**

With permission of the Chair, Company Secretary apprised the members that the matter regarding approval for procurement of 135 No. 200KVA Dist. Transformers was circulated amongst the Members through Circular Resolution No. 09/2023 dated 08-06.2023 for consideration on urgent basis. After considering the matter, the Board passed the below detailed Circular Resolution.

“Considering the request of Tender Evaluation Committee, **RESOLVED** that approval for procurement of 135 No. 200KVA Distribution Transformers @ Rs. 1,475,000/- per unit from M/s J.F Industries Lahore, amounting to Rs. 199.503 Million (including RTL Testing charges & excluding 18% GST) against Tender No. 89/23 is hereby accorded.”

After due consideration, the Board unanimously resolved as follows.

### **Resolution**

**201-BOD-R2** **RESOLVED that** the Circular Resolution No. 09/2023 be and is hereby confirmed.

### **Agenda item-4**

**To consider and confirm Circular Resolution No. 10/2023 dated 08.06.2023 regarding approval for procurement of 248 No. 100KVA Dist. Transformers.**

### **Proceedings:**

With permission of the Chair, Company Secretary apprised the members that the matter regarding approval for procurement of 248 No. 100KVA Dist. Transformers was circulated amongst the Members through Circular Resolution No. 10/2023 dated 08-06.2023 for consideration on urgent basis. After considering the matter, the Board passed the below detailed Circular Resolution.

“Considering the request of Tender Evaluation Committee, **RESOLVED that** approval for procurement of 248 No. 100KVA Distribution Transformers @ Rs.918,042/- per unit from M/s Hammad Engineering Lahore, amounting to Rs. 228.219 Million (including RTL Testing charges & excluding 18% GST) against Tender No. 88/23 is hereby accorded.”

After due consideration, the Board unanimously resolved as follows.

### **Resolution**

**201-BOD-R3 RESOLVED** that the Circular Resolution No. 10/2023 be and is hereby confirmed.

**Agenda item-5 To consider the SOP for appointment of Chief Executive Officer MEPCO.**

### **Proceedings:**

At the outset of discussion, Company Secretary informed the members that approved advertisement for the post of CEO MEPCO has been duly published as well as uploaded on MEPCO website on dated 11-06-2023. Last date for submission of application form is 10-07-2023. He also apprised the members that office of Company Secretary forwarded the advertisement to Director (Public Relation) MEPCO H/Qs Multan for its publication in newspapers with the address of Company Secretary Office MEPCO H/Q Multan. But the copy of published advertisement received in Company Secretary office vide Director (Public Relations) Diary No. 5227-38 dated 12.06.2023 showed that address of Director General (HR & Admn) MEPCO H/Qs, Khanewal Road Multan has been mentioned. Director (Public Relation) has been requested to take corrective measures in this regard.

The members showed displeasure for this lapse. Upon query of one of Board members, Company Secretary presented the chain of custody in this matter. After due consideration, the Board unanimously resolved to constitute an enquiry committee comprising of following members to investigate the matter and present the progress in next meeting.

1. Engr. Fazalullah Durrani
2. Mian Shahid Iqbal
3. Rana Yasir Rauf

Furthermore, it was also agreed that last date for submission of application form will be considered from the date of issuance of Corrigendum i.e. 14-06-2023 instead of from the date of original publication of advertisement.

With permission of the Chair, Company Secretary apprised the members that the matter regarding appointment of Chief Executive Officer MEPCO was presented in 200<sup>th</sup> BOD meeting held on 29-05-2023 wherein, the BOD has accorded approval of the following.

1. To cancel the whole recruitment process by quashing the advertisement published on 20-12-2021 and start the process afresh.
2. Advertisement with the permission to publish the same in the leading two (2) English and two (2) Urdu national newspapers as well as on the MEPCO Website.
3. Application Form and Declaration for the post of Chief Executive Officer MEPCO.

However, the deliberation on draft SOP to conduct hiring process for the post of Chief Executive Officer MEPCO was deferred to next meeting due to time constraints.

While continuing, Company Secretary presented the Comparison of GEPCO & MEPCO SOPs (to the extent as finalized by HR & Nomination Committee) for members' deliberation. The members discussed the matter at length and different proposals were given to make the procedure efficient and transparent. After detailed discussion and due deliberation, the Board unanimously resolved as follows.

**Resolution**

**201-BOD-R4** **RESOLVED that** approval of SOP (**Attached at Annexure-A**) for completion of hiring process for the Post of Chief Executive Officer MEPCO is hereby accorded.

**Resolution**

**201-BOD-R5** **RESOLVED that** an enquiry committee is hereby constituted to investigate the matter regarding wrong printing of address on the advertisement for the post of CEO MEPCO.

1. Engr. Fazalullah Durrani (Member)
2. Mian Shahid Iqbal (Member)
3. Rana Yasir Rauf (Member)

**Matters relating to Procurement & Disposal Committee**
**Agenda item-6**

**Approval for procurement of 132/11.5 KV, 31.5/40MVA & 20/26 MVA Power Transformers financed under MEPCO's Own Resources / Deposit Works against (Tender No. 53/2022-23 opened on 21.03.2023, bid validity is up to 19.07.2023).**

**Proceedings:**

With permission of the Chair, agenda was presented by Chief Engineer (Dev) PMU. He informed the Board that matter regarding procurement of 132/11.5 KV, 31.5/40MVA & 20/26 MVA Power Transformers financed under MEPCO's Own Resources / Deposit Works was deferred in 200<sup>th</sup> BOD meeting with the direction to present registration with PEC and legal relationship as agreed by both firms involved in joint venture to ascertain that in case of any defect, repair, re-work or warranty claim; the firms will be jointly and severally responsible or otherwise. The Board also directed to provide liability clause of joint venture; in case of non performance.

While responding to direction, Chief Engineer (Dev) PMU informed that a letter was written to both firms to seek aforementioned information. Subsequently, a response has been received vide which the firms apprised that Validus Engineering (Pvt.) Ltd. is already registered with SECP and pre-qualified in DISCOs. Similarly, Elsewedy Electric for Electrical Products, Egypt is registered / pre-qualified in their respective departments / organizations. Moreover, as per JV agreement, in case of defects, repair, rework or warranty claim, the partner in charge (Manufacturers & Supplier) i.e. Validus Engineering Private Limited shall be responsible and accordingly will submit the Performance Guarantee if the bid is accepted by Employer and the project is awarded to the firms.

While discussing the scope of work / responsibilities of JV partners, Chief Engineer (Dev) PMU informed that as per clause 2.1 of JV agreement, the partners of the Joint Venture shall be jointly and severally responsible for the successful execution of the project towards employer and separately responsible towards each other. Furthermore, as per clause 2.2 of JV agreement, the scope of works between the partners is as follows.

- Elsewedy Electric for Electrical Products: Design, Manufacture supervision and Quality control.
- Validus Engineering: Manufacturing, testing, inspection and supply of 03×31.5/40 MVA, 132/11.5 kV Power Transformers & 01×20/26 MVA, 132/11.5 kV Power Transformers as per tender documents.
- Performance securities for execution of contract, if the bid is accepted by Employer and the Project is awarded to the Joint Venture, will be managed by the Partner in-charge i.e. Validus Engineering Private Limited.

While intimating the precedent of other DISCOs, Chief Engineer (Dev) PMU apprised that the same JV agreement was submitted in GEPCO, FESCO & IESCO tenders and the DISCOs have issued purchase orders accordingly. He informed that JV agreement has also been submitted by the firms on non-judicial stamp paper in favor of MEPCO.

During the course of discussion, one of members was of the view that the JV agreement submitted on non-judicial stamp paper has no sanctity in the instant case. Another member endorsed the view point of Honorable member with the observation that Joint Venture should be registered with SECP as separate legal entity with a separate Name & NTN No.

Participating into discussion, Finance Director intimated the members that there may be auditable objection at the time of issuing payment cheque to JV firms as there is requirement by the audit to issue cheque only in the name of Joint Venture instead of the firms partnered in JV. So, the title of account opened in the bank should be in the name of Joint Venture instead of one of the two firms. Moreover, performance guarantee will be submitted by Validus Engineering Private Limited only as per the presented agreement which is also objectionable from audit point of view. The members agreed with the observations of Finance Director.

Moving forward, one of the Board members was of the view that there is no mandatory requirement for JV partnerships to be registered with SECP but the agreement in the instant case does not entail the name of JV partnership which is objectionable from audit as well as legal point of view.

After detailed discussion and due deliberation, the members were of considered opinion that legal opinion from MEPCO Legal Counsel should be obtained before proceeding in this matter, keeping in view the aforementioned observations. The legal advice should answer the query that whether Joint Venture under the presented agreement constitutes a separate legal entity or otherwise. The members also directed to update the Board regarding submission of performance guarantee by both firms in GEPCO, FESCO & IESCO or otherwise along with the JV name on invoice submitted in different DISCOS.

After due consideration, the Board directed as follows.

#### Direction

**201-BOD-D1** DIRECTED to obtain legal opinion in the matter, keeping in view the above mentioned observations.

**(Responsibility: Chief Engineer (Dev) PMU | Timeline: Next Meeting)**

#### Matters relating to Policy, Strategy, Market Reforms & Risk Management Committee

**Agenda item-7** Approval of PC-1's for Electrification of villages / Abadies of NA-167 and NA-185.

#### **Proceedings:**

With permission of the Chair, agenda was presented by General Manager (Tech.). He informed the Board that matter regarding approval of PC-1's for Electrification of villages / Abadies of NA-167 and NA-185 was presented in 6<sup>th</sup> Policy, Strategy, Market Reforms & Risk Management Committee meeting held on 07-06-2023 wherein, the Committee has recommended the case to Board for approval.

Upon query regarding management's strategy in case of imminent escalation in rates of material as compared to estimated cost of a project, P.D (Construction) informed that initially 25% of the villages/abadies will remain untouched in order to combat any contingency arising due to hike in

material cost so that those funds can be utilized in the rest of schemes after the approval of competent forum. The members endorsed the strategy with the emphasis that the management must adopt concrete measures to ensure timely completion of the schemes.

During the course of discussion, one of the members reiterated the earlier direction of Board that the management should take necessary measures for completion of SDGs and village electrifications related to previous Governments since the projects / schemes were left incomplete due to insufficient funds & price escalation of materials. He proposed that the management should explore the possibility of completion of leftover / pending projects / schemes since long due to non-availability of funds. All other members agreed with the proposal with direction to present the case for Board's approval, if required.

After due consideration, the Board unanimously resolved as follows.

### **Resolution**

**201-BOD-R6** Considering the request of General Manager (Tech.) and recommendations of Policy, Strategy, Market Reforms & Risk Management Committee, **RESOLVED that** approval of PC-Is of 122 No. Schemes of NA-167 (Bahawalnagar), amounting to Rs. 250 Million and 101 No. schemes of NA-185 (Muzaffargarh), amounting to Rs. 50 Million for electrification of Villages / Abadies under SAP 2022-23 is hereby accorded, for further submission to Ministry of Energy (Power Division) Islamabad.

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

- 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.

### **Matters relating to HR & Nomination Committee**

**Agenda item-8** **Approval for request for extension in deputation period of Mr. Asif Ali, SDO on deputation from MEPCO to LESCO.**

#### **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 Mr. Asif Ali, SDO on deputation from MEPCO to LESCO was presented in 10<sup>th</sup> HR & Nomination Committee meeting held on 27-04-2023 wherein, the Committee has recommended the case to Board for approval.

During the course of discussion, one of members reiterated the earlier recommendations of HR & Nomination Committee and proposed that Deputation Policy needs to be revisited by Board as numbers of officers / officials are approaching with their deputation requests out of Company. Considering the fact that MEPCO has drained considerable resources for recruitment and grooming of these employees, such practice needs to be discouraged. On the other hand, deputation requests of employees working in other companies are being received and approval of such requests may hamper the rights of Employees already working in MEPCO. All other members agreed with the

proposal with the direction to management to give a detailed presentation on salient features of the Deputation Policy in vogue in HR & Nomination Committee meeting. The management noted the same for compliance.

While discussing the subjected request, the members were of unanimous view that the requested extension should be granted for 6 months instead of 3 months keeping in view the fact that deputation period of officer has already been expired on 15-04-2023. Upon expiry of extended period, no further extension will be granted and disciplinary action should be initiated as per rules.

After due consideration, the Board unanimously resolved and directed as follows.

### **Resolution**

**201-BOD-R7** Considering the request of D.G (HR & Admin) and recommendations of HR & Nomination Committee, **RESOLVED that** approval for extension in deputation period for 06 months in respect of Mr. Asif Ali, Jr. Engineer MEPCO presently working in LESCO on deputation basis in the light of MEPCO Deputation Policy-2022 is hereby accorded. However, no further extension will be granted in future.

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

- 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.

### **Direction**

**201-BOD-D2** **DIRECTED** to give a detailed presentation on salient features of the Deputation Policy in vogue in HR & Nomination Committee meeting.

**(Responsibility: D.G (HR & Admin) | Timeline: Next HR & Nomination Committee Meeting)**

**Agenda item-9** **To consider the request for regularization of deputation period of Mr. Farrukh Mushtaq, DCM MEPCO.**

### **Proceedings:**

With permission of the Chair, agenda was presented by D.G (HR & Admin). He informed the Board that matter regarding regularization of deputation period of Mr. Farrukh Mushtaq, DCM MEPCO was presented in 10<sup>th</sup> HR & Nomination Committee meeting held on 27-04-2023 wherein, the Committee has recommended the case to Board for approval.

After due consideration, the Board unanimously resolved to endorse the recommendations of HR & Nomination Committee as follows.

### **Resolution**

**201-BOD-R8** Considering the request of D.G (HR & Admin) and recommendations of HR & Nomination Committee, **RESOLVED that** approval for extension in deputation period from 12.02.2022 to 10.05.2022 (89 x days) in respect of Mr. Farrukh Mushtaq, Deputy Commercial Manager MEPCO presently attached with PPMC, Islamabad in order to regularize the matter is hereby accorded.



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

- 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-10

#### **Approval for condonation of deficiency in qualifying service for pension purpose in respect of late Muhammad Wajid, Lorry Driver.**

##### **Proceedings:**

With permission of the Chair, agenda was presented by D.G (HR & Admin). He informed the Board that matter regarding condonation of deficiency in qualifying service for pension purpose in respect of late Muhammad Wajid, Lorry Driver was presented in 10<sup>th</sup> HR & Nomination Committee meeting held on 27-04-2023 wherein, the Committee has recommended the case to Board for approval.

After due consideration, the Board unanimously resolved to endorse the recommendations of HR & Nomination Committee as follows.

##### **Resolution**

**201-BOD-R9** Considering the request of D.G (HR & Admin) and recommendations of HR & Nomination Committee, **RESOLVED** that approval for condonation of 07 months & 25 days period less in 10 years qualifying service for grant of pensionary benefits in favor of Mst. Bushra Bibi Wd/O Late Muhammad Wajid, Ex-Lorry Driver in the light of WAPDA Pension Rules-1977 is hereby accorded.

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

- 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-11

#### **Approval for restoration of previous limit of 921 No. instead of 796 No. for hiring the services of outsourced S/Guards.**

##### **Proceedings:**

With permission of the Chair, agenda was presented jointly by D.G (HR & Admin) & Director (Security & Vigilance). He informed the Board that matter regarding restoration of previous limit of 921 No. instead of 796 No. for hiring the services of outsourced Security Guards was presented in 10<sup>th</sup> HR & Nomination Committee meeting held on 27-04-2023 wherein, the Committee has recommended the case to Board for approval with the direction to management to present the financial impact of off-day wages being paid to existing staff while presenting the case to Board.

In compliance of the direction, Director (Security & Vigilance) presented the financial impact of off-day wages being paid to existing staff. He informed that an amount of Rs. 10.3 Million is being dispersed on account of off-day wages to the 209 No. security guards performing duties on holidays. Furthermore, the number of outsourced security guards can be increased / enhanced from already engaged contractor as per bidding documents & PPRA rules, he clarified.

Participating into discussion, one of Board members pointed out that the presented rationale for increase in number of outsourced security guards does not merit for consideration. However, the immediate requirement should be catered by adding up to 70 numbers after incorporating the strength of 36 numbers for newly created offices / buildings and 34 numbers against retired Security Guards, he proposed. All other members agreed with the proposal and desired that the management should present a rationalized & pragmatic solution for reliever / replacement of regular security guards in next meeting.

After due consideration, the Board unanimously resolved as follows.

### **Resolution**

**201-BOD-R10** Considering the request of D.G (HR & Admin) and recommendations of HR & Nomination Committee, **RESOLVED that** approval for restoration of 866 No. outsourced Security Guards instead of 796 No. is hereby accorded.

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

- 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.

### **Matters relating to Audit & Finance Committee**

#### **Agenda item-12**

**Approval for booking the adjustment of GOP Equity / investment of Rs. 255 Million in the Books of Accounts.**

#### **Proceedings:**

With permission of the Chair, agenda was presented by Finance Director. He informed the Board that matter regarding booking the adjustment of GOP Equity/investment of Rs. 255 Million in the Books of Accounts was presented in 6<sup>th</sup> Audit & Finance Committee meeting held on 15-05-2023 wherein, the Committee has recommended the case to Board for approval.

After due consideration, the Board unanimously resolved to endorse the recommendations of Audit and Finance Committee as follows.

### **Resolution**

**201-BOD-R11** Considering the request of Finance Director and the recommendations of Audit & Finance Committee, **RESOLVED that** approval for booking of Adjustment of GoP Equity of Rs. 255 million in the Books of Accounts of MEPCO is hereby accorded.

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

- 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-13 Approval of un-audited quarterly accounts for 3<sup>rd</sup> quarter of FY 2022-23.**

#### **Proceedings:**

With permission of the Chair, agenda was presented by Finance Director. He informed the Board that matter regarding un-audited quarterly accounts for 3<sup>rd</sup> quarter of FY 2022-23 was presented in 6<sup>th</sup> Audit & Finance Committee meeting held on 15-05-2023 wherein, the Committee has recommended the case to Board for approval.

Continuing with his briefing, Finance Director explained that total sales have been increased by 20%, whereas; the cost of electricity has been escalated by 15%. He apprised that MEPCO has booked net profit of Rs. 2,952 Million during the 3<sup>rd</sup> quarter of F.Y 2022-23. Number of units sold during the 3<sup>rd</sup> quarter for F.Y 2022-23 has been declined by 11.55% as compared to 3<sup>rd</sup> quarter of F.Y 2021-22. Company has booked the net profit because of increase in the sales price of unit by 35.90%. He further presented the comparison of operating expenses of current and previous financial year for members' consideration. Upon query regarding reduction in number of units sold, Finance Director explained that various factors like weather, change in demand and energy conservation methods adopted by major consumers including Govt. departments are contributing towards this reduction. Comparative analysis of other elements of profit & loss statement was also presented for members' consideration.

Upon query of one of the members, Finance Director apprised that MEPCO has decreased T&D losses to 11.76% as compared to 13.08% in 3<sup>rd</sup> quarter of previous year. The Board noted the presentation with the emphasis to carryout extensive exercise to bring down the annual T&D loss and present proposal encapsulating road map to bring the line losses within NEPRA Target. After due consideration, the Board unanimously resolved as follows.

#### **Resolution**

**201-BOD-R12** Considering the request of Finance Director and recommendations of Audit & Finance Committee, **RESOLVED that** approval for 3<sup>rd</sup> Quarter Un-Audited Accounts for FY 2022-23 is hereby accorded.

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

- 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-14**

To deliberate upon employees' grievance handling mechanism for disposal of the representation being made by employees to Hon'ble Chairman / Members of the Board.

**Agenda item-15**

To review the compliance status on the directions issued by BOD during its 188<sup>th</sup>, 189<sup>th</sup>, 190<sup>th</sup>, 191<sup>st</sup>, 192<sup>nd</sup>, 193<sup>rd</sup>, 194<sup>th</sup>, 195<sup>th</sup>, 196<sup>th</sup>, 197<sup>th</sup>, 198<sup>th</sup>, 199<sup>th</sup> & 200<sup>th</sup> Meeting held on 05-08-2022, 17-08-2022, 14-09-2022, 06-10-2022, 14-10-2022, 25-11-2022, 31-12-2022, 12-01-2023, 02-02-2023, 12-03-2023, 21.03.2023, 28.04.2023 & 29.05-2023 respectively.

**Resolution**

**201-BOD-R13** **RESOLVED** that the subjected agendas are hereby deferred to next meeting due to time constraints.

The meeting ended with thanks to and from the chair.

  
(Engr. Sajid Yaqoob)  
Company Secretary MEPCO