

MINUTES OF THE 2022-23/02 (Second) MEETING OF THE BOARD OF DIRECTORS OF IHUB NTIHAC FOUNDATION ("IHUB" or "COMPANY") HELD ON THURSDAY 22nd SEPTEMBER 2022 AT 6:30 P.M. AT REGISTERED OFFICE OF THE COMPANY SITUATED AT THE INDIAN INSTITUTE OF TECHNOLOGY KANPUR ("IIT KANPUR"), KALYANPUR, KANPUR- 208016.

DIRECTOR'S PRESENT-

Prof. Abhay Karandikar	Chairman and Director
Prof. Subramaniam Ganesh	Director
Prof. Ayyangar Ranganath Harish	Director
Prof. Manindra Agarwal	Project Director

OTHER ATTENDEES

Dr. Tanima Hajra	Chief Operating Officer
Mr. A.K. Mishra	Chief Financial Officer
Ms. Aditi Saraswat	Finance Manager
CS Yogi Srivastava	

ROLLCALL

The meeting was convened physically, however the members were shared a zoom link for joining the meeting through video conferencing. Prof. Manindra Agarwal joined the meeting electronically.

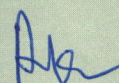
Before the commencement of the meeting, a roll call was made among the members of the Board who confirmed their location for joining the meeting and the receipt of the Board agenda and its supporting documents. Prof. Manindra Agarwal confirmed his joining from Mumbai and the remaining directors, who joined the meeting physically, confirmed their location at the registered office of the company situated at IIT Kanpur, Kanpur 208016. The presence of the invitees was also noted and approved by the Board.

During the Rollcall, the members of the Board approved the convening the meeting at the shorter notice.

CHAIRMAN OF THE MEETING

Prof. Abhay Karandikar (Ex-Officio- Director, IIT Kanpur) took the chair as per the provisions of the Articles of Association of the Company.

The quorum was present throughout the Board meeting.



The Chairman took on read a notice calling **2022-23/02 (Second)** Board Meeting along with the agenda.

The Chairman authorized CS Yogi Srivastava as a Company Secretary to proceed the meeting as per Agenda items as circulated to the Board members.

ITEM NO. 1 LEAVE OF ABSENCE.

All the directors of the meeting were present throughout the meeting.

ITEM NO-2 TO CONFIRMATION OF THE MINUTES OF THE LAST BOARD MEETING DATED 18TH JUNE 2022.

The Board was requested to take a note of the minutes of the last board meeting dated 18th June 2022. The Board passed the following resolution-

“RESOLVED THAT the minutes of the last meeting of the Board held on 18th June 2022 be and are hereby noted and taken on records.”

ITEM NO-3 -INTIMATION BY DIRECTOR OF DISQUALIFICATION & DIRECTORSHIP (FORM DIR-8).

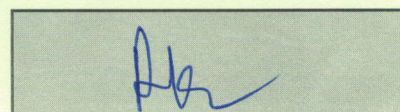
The agenda item was placed before the board. The Board confirmed the same and passed the following resolution.

“RESOLVED THAT pursuant to the provisions of Section 164 of the Companies Act, 2013, the declaration in Form DIR-8 received from the following directors of the Company, confirming that they have not been disqualified as the director of the Company, and as placed before the board of directors be and are hereby noted and taken on record:

1. Prof. Abhay Karandikar, (DIN: 00477659) Chairman & Director
(Ex- Officio Director, IIT Kanpur).
2. Prof. Subramaniam Ganesh, (DIN: 08341226) Director
(Ex- Officio -Deputy Director, IIT Kanpur).
3. Prof. A.R Harish (DIN: 08867629), Director (EX-Officio Dean R&D, IIT Kanpur)
4. Prof. Manindra Agarwal (DIN:08018222), Director
(Ex-Officio- Project Director, TIH, IIT Kanpur)”

ITEM NO-4 DISCLOSURE OF INTEREST OF DIRECTORS. (FORM MBP-1)

The agenda item was placed before the board. The Board confirmed the same and passed the following resolution.



“RESOLVED THAT pursuant to the provisions of Section 164 of the Companies Act, 2013, the declaration in Form DIR-8 received from the following directors of the Company, confirming that they have not been disqualified as the director of the Company. and as placed before the board of directors be and are hereby noted and taken on record:

1. Prof. Abhay Karandikar, (DIN: 00477659) Chairman & Director
(Ex- Officio Director, IIT Kanpur).
2. Prof. Subramaniam Ganesh, (DIN: 08341226) Director
(Ex- Officio -Deputy Director, IIT Kanpur).
3. Prof. A.R Harish (DIN: 08867629), Director (EX-Officio Dean R&D, IIT Kanpur)
4. Prof. Manindra Agarwal (DIN:08018222), Director
(Ex-Officio- Project Director, TIH, IIT Kanpur)

ITEM NO-5 TO CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2022 AND THE REPORTS OF THE BOARD OF DIRECTORS AND THE AUDITORS THEREON.

The draft audit report, balance sheet, along with the Notes on Accounts etc. for the financial year 2021-22 were presented before the Board. The Board took a note of the aforesaid reports and the documents.

Mr. A K Mishra, the Chief Financial Officer of the Company briefed the Board for the summary of the financials of the company. The members of the Board took a note of the aforesaid information and deliberated the financials of the company

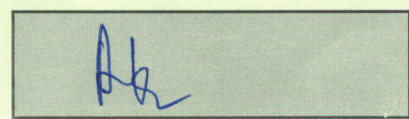
The members of the Board approved the adoption of the books of accounts of the Company and passed the following resolutions –

“RESOLVED THAT the Audited Balance Sheet as at 31st March, 2022 and Income and Expenditure Account for the period ended on 31st March, 2022 with schedules along with the Auditors’ Report thereon are hereby considered, approved and adopted.

RESOLVED FURTHER THAT the Director’s Report for the year ended 31st March, 2022 as placed before the Board, be and is hereby approved.

RESOLVED FURTHER THAT Directors of the Company and the Chief Executive Officer and the Chief Financial Officer if any, of the Company, be and are hereby authorized to sign the said Financial Statements for the Financial Year ended on 31st March, 2022 on behalf of the Board of the Directors.”

RESOLVED FURTHER THAT the Balance Sheet as at 31st March, 2022 and Income and Expenditure Account with schedules, along with the reports of the Board of Directors and the Auditors thereon will be placed for approval and adoption in the 2nd Annual General Meeting of the Company.



RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, the Director (Ex-Officio Project Director-TIH, IIT Kanpur) of the Company or any other director authorized by him be and is hereby authorized to take all such steps (including calling of Annual General Meeting etc.) as may be necessary, desirable, expedient and generally to do all such acts, deeds, matters and things in connection there with and incidental thereto as the Board in its absolute discretion may deem fit."

The aforesaid financials (Audit report, financial statements etc.) are appended as **Exhibit-1**.

ITEM NO-6 PROJECT DIRECTOR MAY AUTHORIZE CEO OR COO OF THE COMPANY TO SIGN THE MOUS, AGREEMENTS AND CONTRACTS ETC.

The agenda item was placed before the board. The Board confirmed the same and passed the following resolution.

"RESOLVED THAT the authority to sign MoU/Agreement/ Contracts etc. is also given to CEO/COO of the company, provided due approval for doing the same is taken from the Director (Ex-Officio- Project Director, TIH, IIT Kanpur) through a note file."

ITEM NO-07 ANY OTHER ITEM WITH PERMISSION TO THE CHAIR

APPROVAL TO FIX THE DATE, TIME & VENUE OF HOLDING 2nd ANNUAL GENERAL MEETING (AGM).

A request was made to the Chairman to add and discuss an additional agenda item for convening the Annual General Meeting at Shorter Notice after the conclusion of the Board Meeting. The Chairman approved the addition of the aforesaid agenda item.

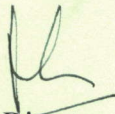
The Board passed the following resolution -

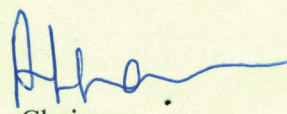
"RESOLVED THAT the 2nd Annual General Meeting of the Company will be held on Thursday, 22nd September at 6:55 PM at Registered Office of the Company situated at IIT Kanpur,Kanpur-208016.

RESOLVED FURTHER THAT the draft notice submitted to this meeting be and is hereby approved and Directors of the Company be and are hereby severally authorized to sign the same pursuant to the provisions of Section 101(3) of the Companies Act, 2013, send it to every member,director and the auditor of the Company."

There being no other business to transact, the meeting ended at 6:50 pm with vote of thanks to the Chair.

Signatures:


Project Director


Chairman

Date of Signing:

Place of Signing:

Date of entry:

