

## **CHAPTER – IV**

### **THE NORMS SET FOR DISCHARGE OF FUNCTIONS**

rites Limited has laid down well defined & definite procedures & guidelines for discharge of various functions in the form of delegation of powers, well structured policies & guidelines, manuals, compliance of provisions of various statutes, rules and regulations, guidelines of the Department of Public Enterprises and the Chief Vigilance Commission for governing smooth, efficient & effective businesses of the Company.

#### **Delegation of Powers**

Chairman & Managing Director, Directors, Divisional Heads, Strategic Business Unit (SBU) Heads, officers & staff of the Company at various levels discharge their duties & responsibilities in consonance with the powers delegated to them by the Board of Directors.

Ensuring non-violation to any of the provisions of the Companies Act, Govt. Guidelines and any other statutory/regulatory requirements, the delegation of powers is subject to observance of Memorandum of Association, Articles of Association, relevant policy, guidelines and administrative directives of the Company.

Subject to above, in case of exigencies, CMD exercises full powers of the Board of Directors for the intervening period between two Board meetings where the decision cannot be processed through circular resolution. However, such decisions are reported to the Board at its next immediate meeting.

Powers delegated to the executives at various levels commensurate with the requirement of the businesses. The powers are delegated at Divisional/SBU Head level so as to ensure opportune and decentralization of decision making processes.

The powers are delegated as per existing business requirement at various levels. In case of exigencies of work, the Executive Committee sub delegates the vested powers to the Executives in the interest of the businesses of the Company, however such sub-delegation is reported to the Board by the Company Secretary.

#### **Laid down Policies and Guidelines**

rites Limited is having well structured laid down policies & guidelines governing major activities of the Company. While discharging their duties, the executives, officers & the staff of the organization, follow these laid down policies and guidelines.

#### **Manuals/Instructions/Guidelines**

rites Limited has procedural manuals covering all major facets of its businesses, viz., Human Resource Management (HRM) Manual, Accounts Manual, Internal Audit Manual, ISO Manuals, Construction Project Management Manual, Quality Assurance & Inspection Manual and Operational Manuals.

Manuals ensure carrying out its activities in an efficient, systematic, orderly, organized and standardised manner and eliminate the scope of discretion. While discharging the functions, duties & responsibilities related & in ambit of these Manuals, the officers are obliged to follow the provisions of these Manuals/Instructions/Guidelines.

### **Guidelines & directives of Department of Public Enterprises and Government of India**

RITES Limited follows the guidelines & the directives of the Department of Public Enterprises and the Government of India, issued from time to time.

### **Guidelines of Chief Vigilance Commission**

RITES Limited follows the guidelines of Chief Vigilance Commission (CVC) , issued from time to time.

### **Listing requirement**

RITES Limited being a listed company complies with the provisions of the listing agreement with the Stock Exchanges and the rules and regulations of the SEBI.

### **Compliance with provisions of Statutes, etc.**

While discharging the respective functions, officers are required to comply with the applicable provisions of Indian Constitution, Statutes Rules & Regulations.

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