

**SEEPZ SPECIAL ECONOMIC ZONE
ANDHERI (EAST), MUMBAI.**

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AGENDA FOR

**MEETING OF THE APPROVAL COMMITTEE FOR
SECTOR SPECIFIC SPECIAL ECONOMIC ZONE FOR
IT/ITES AT PUNE OF M/S. NALANDA SHELTER
PRIVATE LTD.**

Via Video Conferencing

DATE : 21.09.2023

TIME : 11:00 A.M.

**MEETING OF THE APPROVAL COMMITTEE FOR
SECTOR SPECIFIC SPECIAL ECONOMIC ZONE FOR
IT/ITES AT PUNE, UNDER THE CHAIRMANSHIP OF
DEVELOPMENT COMMISSIONER, SEEPZ-SEZ ON
21.09.2023**

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Agenda Item No.	Subject
Agenda Item No. 01 :-	Confirmation of the Minutes of the meeting held on 10.08.2023
Agenda Item No. 02 :-	Application of Approval for Change in Board of Directors submitted by M/s. Infovision Labs India Pvt Ltd
Agenda Item No. 03 :-	Application of Approval for Change of Nominee submitted by M/s. Cerence Services (India) LLP

Minutes of the 35th Meeting of the Approval Committee held under the Chairmanship of Zonal Development Commissioner SEEPZ-SEZ, Mumbai for Sector Specific Special Economic Zone for IT/ITES of M/s. Nalanda Shelter Pvt Ltd -SEZ, PUNE held on 10.05.2023 via video conferencing.

1	Name of the SEZ	M/s Nalanda Shelter Pvt Ltd - SEZ, PUNE
2	Sector	IT/ITES
3	Meeting No.	35 th
4	Date	10.08.2023

Members present

Sr	Name and Designation (S/Shri.)	Department
1	Smt. Mital S. Hiremath Joint Development Commissioner	Pune Cluster-SEZ, Pune
2	Smt. Pradnya R. Gholap, DCIT(TDS), Pune	Nominee of Income Tax, Pune
3	Dr. Dileeraj Dabhole Dy. DGFT	Nominee of DGFT, Pune
4	Smt. Malathi Nair Superintendent	Nominee of Customs, Pune

Special Invitee

Sr	Name and Designation	Department
1	Shri Satbir Sharma Specified Officer	M/s. Nalanda Shelters Pvt Ltd.-SEZ, Pune

Agenda Item No.01: Confirmation of the Minutes of the 34th meeting held on 25.07.2023

After deliberation, the Committee confirmed the minutes of the 34th meeting of Approval Committee held on 25.07.2023

Agenda Item No.02: Application for Approval of Setting up of New Unit submitted by M/s. Hella India Automotive Pvt Ltd.(Unit-I)

The proposal of the unit was placed before the Approval Committee for consideration.

After deliberation, Committee approved the proposal of M/s. Hella India Automotive Pvt Ltd. (Unit-I) for setting up of a new unit in M/s. Nalanda Shelter Pvt. Ltd.-SEZ, in terms of Rule 17 & 18 of SEZ Rules, 2006. The details of the approved proposal, as detailed below:

(Amount in Rs. Cr.)

Location	Ground Floor, 4th & 5th Floor, Tower A, Nalanda Shelter Pvt Ltd.-SEZ, RGIP, Phase-I, Hinjewadi, Pune-411 057			
Area	85358.45 sq.ft. (7930.06 Sq.mtr.)			
Product	Sr. No.	Services	SAC/CPC	Authorized Operations
	1	Information Technology	SAC-998314 CPC-842	- Software Development
	2	Information Technology Enabled Services such as Engineering & Design Services	SAC-99833 CPC-8672	- System Engineering - Software Engineering - Hardware Engineering - Mechanical Design
	3	Support Centres	SAC-998599 CPC-87909	- Patent Analysis - Corporate Audit Support - Sales & Marketing Support
	4	Other Business Services	SAC-998346 CPC-8676	- Testing - Program Management - Quality & Functional Safety
Investment in Plant & Machinery / Capital Goods (Rs. In Cr.)				
Indigenous				115.39
Imported				47.66
TOTAL				163.05
Services				
Indigenous				149.28
Imported				18.47

TOTAL								167.75
Projections for 1 st Block Period		1st	2nd	3rd	4th	5th	Total	
	FOB Value of Exports	86.73	169.77	194.67	220.57	252.19	923.93	
	FE outgo	43.51	3.91	5.51	6.19	7.00	66.12	
	NFE	43.21	165.85	189.16	214.38	245.18	857.78	
Employment	957 Employees (Male-603& Females- 354)							

Agenda Item No.03: Application for Approval of Setting up of New Unit submitted by M/s. Hella India Automotive Pvt Ltd.(Unit-II)

The proposal of the unit was placed before the Approval Committee for consideration.

After deliberation, Committee approved the proposal of M/s. Hella India Automotive Pvt Ltd. (Unit-II) for setting up of a new unit in M/s. Nalanda Shelter Pvt. Ltd.-SEZ, in terms of Rule 17 & 18 of SEZ Rules, 2006. The details of the approved proposal, as detailed below:

(Amount in Rs. Cr.)

Location	Ground and 4 th Floors, Tower A, Nalanda Shelter Private Limited-SEZ, Rajiv Gandhi Infotech Park – Phase I, Hinjewadi, Pune – 411 -057.			
Area	19736.70 sq.ft. (1833.60Sq.mtr.)			
Product	Sr. No.	Services	SAC/CPC	Authorized Operations
	1	Information Technology	SAC-998314 CPC-842	- Software Development
	2	Information Technology Enabled Services such as Engineering & Design Services	SAC-99833 CPC-8672	- System Engineering - Software Engineering - Hardware Engineering - Mechanical Design
	3	Support Centres	SAC-998599	- Patent Analysis

			CPC-87909	- Corporate Audit Support - Sales & Marketing Support			
	4	Other Business Services	SAC-998346 CPC-8676	- Testing Program Management & Quality Functional Safety			
Investment in Plant & Machinery / Capital Goods (Rs. In Cr.)							
Indigenous	22.80						
Imported	15.86						
TOTAL	38.66						
Services							
Indigenous	32.02						
Imported	3.97						
TOTAL	35.99						
Projections for 1 st Block Period		1 st	2 nd	3 rd	4 th	5 th	Total
	FOB Value of Exports	20.27	38.23	42.32	46.36	51.13	198.31
	FE outgo	14.88	0.88	1.23	1.35	1.48	19.82
	NFE	5.39	37.35	41.09	45.01	49.64	178.48
Employment	221Employees (Male-139 & Females- 82)						

Agenda Item No.04: Application for Approval of Setting up of New Unit submitted by M/s. Faurecia India Pvt Ltd.

The proposal of the unit was placed before the Approval Committee for consideration.

After deliberation, Committee approved the proposal of M/s. Faurecia India Pvt Ltd. for setting up of a new unit in M/s. Nalanda Shelter Pvt. Ltd.-SEZ, in terms of Rule 17 & 18 of SEZ Rules, 2006. The details of the approved proposal, as detailed below:

(Amount in Rs. Cr.)

Location	At Ground Floor, 4th and 5th Floor, and 100 seats approx. in Incubation space at Ground Floor, Tower A, Nalanda Shelter Private Limited-SEZ Rajiv Gandhi Infotech Park, Phase-I, Hinjewadi 411026			
Area	81,428 sq.ft. (7565Sq.mtr.)			
Product	Sr. No.	Services	SAC/CPC	Authorized Operations
	1	Information Technology	SAC-998314 CPC-842	<ul style="list-style-type: none">- Software Development- Application Development- Enhancement in Existing application/ software- Integration- Testing and Maintenance
	2	Information Technology Enabled Services such as Engineering & Design Services	SAC-99833 CPC-8672	<ul style="list-style-type: none">- Consulting Engineering Services- Computer Aided Design- Services to Group Companies and external Customers for interior system components of the automotive industry
	3	Support Centres	SAC-998599 CPC-87909	<ul style="list-style-type: none">- Business Support services- Commercial training and coaching to employee- Human resources etc
	4	Data Processing Services	SAC-998415 CPC-843	<ul style="list-style-type: none">- Online Data Management- Transmission, Processing, Analysis etc
Investment in Plant & Machinery / Capital Goods (Rs. In Cr.)				
Indigenous				42.12
Imported				65.25

TOTAL									107.37
Services									
Indigenous									286.54
Imported									84.71
TOTAL									371.25
Projections for 1 st Block Period		1 st	2 nd	3 rd	4 th	5 th	Total		
	FOB Value of Exports	122.21	252.60	303.45	416.32	599.66	1694.24		
	FE outgo	45.40	17.25	20.37	30.27	36.69	149.96		
	NFE	76.81	235.36	283.09	386.06	562.97	1544.28		
Employment									1533 Employees (Male-931& Females- 602)

Agenda Item No.05: Application for leasing out built up space to vendor for setting up of Food court services submitted by M/s. Nalanda Shelter Pvt Ltd.(Developer)

The proposal of the Developer for leasing out built up space to vendor for setting up of Food Court services was considered in Approval committee meeting.

After deliberation, the Committee deferred the proposal of the Developer and directed to refer the proposal to MOC&I to seek necessary clarification with respect to applicability of the Rule 11(5) of SEZ, Rules, 2006 vis a vis a 'unit' or multiple 'units'.

Meeting ended with a vote of thanks to the Chair.


(Rajesh Kumar Mishra)
Chairman-cum- Development
Commissioner

GOVT. OF INDIA,
OFFICE OF THE ZONAL DEVELOPMENT COMMISSIONER,
SEEPZ – SEZ (PUNE CLUSTER)

AGENDA NOTE FOR CONSIDERATION OF APPROVAL COMMITTEE

a) **Proposal: -**

Application submitted by M/s. Infovision Labs India Private Ltd located at 1st Office floor, Unit No. 1 & 2, Tower A and Incubation Space at Ground Floor, Tower A, Nalanda Shelter Pvt Ltd – SEZ, Blue Ridge, Rajiv Gandhi Infotech Park, Hinjewadi, Phase I, Pune 411 057 for Change in Board of Directors.

b) **Specific Issue on which decision of Approval Committee is required: -**

Approval of the Committee for Change in Board of Directors, in terms of Instruction No. 109 dated 18.10.2021, as detailed below:

Existing List of Board of Directors:

Sr. No.	Name of the Director	Designation	Date of Cessation
1.	Mr. Satya Srinivas Yalamanchi	Director	04.06.2019
2.	Mr. Vinay Narayan Barigidad	Director	16.04.2022
3.	Mrs. Vinuta Vinay Barigidad	Director	16.04.2022
4.	Mr. Abhijeet Ramchandra Desai	Director	12.05.2023

Proposed List of Board of Directors:

Sr. No.	Name of the Director	Designation	Date of Appointment
1.	Mr. Rajarama Mohana Rao Yalamanchi.	Director	01.12.2014
2.	Mr. Venkataramana Kovelamudi	Director	17.02.2022
3.	Mr. Uma Shankar Patro	Additional Director	02.05.2023

c) **Relevant provisions: -**

As per para (i) of Instruction no. 109, dated 18.10.2021,

“Reorganization including change of name, Change of Shareholding pattern, business transfer arrangements, court approved mergers and demergers, change of constitution, Change of Directors, etc. may be undertaken by the Unit Approval Committee (UAC) concerned subject to the condition that the Developer/Co-developer/ Unit shall not opt out or exit out of the Special Economic Zone and continues to operate as a going concern. All liabilities of the Developer/Co-Developer/Unit shall remain unchanged on such reorganization.”...

d) Other Information: -

- M/s. M/s. Infovision Labs India Private Ltd has submitted application for following LOA Nos.
 - LOA No. SEEPZ-SEZ/NSPL-SEZ/IL IPL/01/2019-20/3035 dated 09.03.2020
- Units have submitted following documents:
 - Online Application for change in Directors
 - List of Existing and Proposed Directors
 - Copy of all LOAs
 - Form DIR-12 of newly appointed Directors with Challan
 - Form DIR-12 for Resignation of Director with Challan
 - Undertaking in terms of Instruction No. 109
 - Undertaking regarding personal liability arising, if any against the resigning director
 - Unit has intimated that they have not submitted the prior intimation to this office as required under instruction 109 of MOC&I. it was inadvertently missed out from their end with respect to change in directors. There was no any clarity to them for considering Rule 22 of SEZ rules and Instruction 109 of MOC&I & they did not submitted intimation for the same. Further the unit requested to condone the delay in submission of intimation of change in Directors of company.
- **Reason for change in board of directors:**

The unit has informed that, there has been change in composition of Board of Directors of the company due to the appointment and cessation of Directors.

d) ADC's Recommendations:

- Approval committee may kindly consider the proposal of Units for Change in Board of Directors., in terms of Instruction no. 109 issued by MOC&I.

**GOVT. OF INDIA,
OFFICE OF THE ZONAL DEVELOPMENT COMMISSIONER,
SEEPZ – SEZ (PUNE CLUSTER)**

AGENDA NOTE FOR CONSIDERATION OF APPROVAL COMMITTEE

a) Proposal: -

Proposal submitted by M/s. Cerence Services (India) LLP, unit located in Nalanda Shelter Pvt Ltd - SEZ for Change in Nominee of designated partner in accordance to Instruction no. 109 of MOC&I.

b) Specific Issue on which decision of Approval Committee is required: -

Approval for Change in Nominee of designated partner in terms of Instruction No. 109 dated 18.10.2021, as detailed below:

Summary of Partners/Designated Partners & their contribution before change.

Sr. No.	Name of Designated Parties to the LLP Agreement.	Through Nominee Designated Partners	LLP Agreement Effective From date	Capital Contribution (Amt. in Rs.)	Capital Contribution percentage
01	Name of 1 st Partner : Cerence B V Address : CBS Weg 11,6412 Ex Heerlen, Netherlands	Name : Deepti Pareekshit Bhat	27.11.2020 for Change in Nominee Designated Partner	42,03,22,350.00	98.94%
02	Name of 2 nd Partner : Cerence Service B V Address : Olympia 2 D, 1213NT Hilversum, Netherlands	Name : Dennis Joseph Close	01.04.2022 for Change in Nominee Designated Partner	45,14,000.00	01.06%
	Total			42,48,36,350.00	100%

Summary of Partners/Designated Partners & their contribution After change :

Sr. No.	Name of Designated Parties to the LLP Agreement.	Through Nominee Designated Partners	LLP Agreement Effective From date	Capital Contribution (Amt. in Rs.)	Capital Contribution percentage
01	Name of 1 st Partner : Cerence B V Address : CBS Weg 11,6412 Ex Heerlen, Netherlands	Name : Aniket Kulkarni	26.04.2024 for Change in Nominee Designated Partner	42,03,22,350.00	98.94%
02	Name of 2 nd Partner : Cerence Service B V Address : Olympia 2 D, 1213NT Hilversum, Netherlands	Name : Dennis Joseph Close	01.04.2022 for Change in Nominee Designated Partner	45,14,000.00	01.06%
	Total			42,48,36,350.00	100%

c) Relevant provisions: -

As per para (i) of Instruction no. 109, dated 18.10.2021,

“Reorganization including change of name, Change of Shareholding pattern, business transfer arrangements, court approved mergers and demergers, change of constitution, Change of Directors, etc. may be undertaken by the Unit Approval Committee (UAC) concerned subject to the condition that the Developer/Co-developer/ Unit shall not opt out or exit out of the Special Economic Zone and continues to operate as a going concern. All liabilities of the Developer/Co-Developer/Unit shall remain unchanged on such reorganization.”...

d) Other Information: -

- M/s. Cerence Services (India) LLP, located at Unit No. 1 & 4, 2nd Floor, Tower A, Nalanda Shelter Pvt Ltd – SEZ, Blue Ridge, RGIP, Hinjewadi Phase I, Pune 411057 has submitted application for following LOA No.
 - LOA No. SEEPZ-SEZ/EKIPL-SEZ/CSILLP/50/2019-20 DATED 09.03.2020 (As amended)
- Units have submitted following documents:
 - Online Application Request Id : 422300283462

- o CA certified List of Designated Partners before & After change in Nominee of Designated Partner.
- o Copy of Form 3 & Form 4 along with its Paid Challans.
- o Copy of resolution for appointment of Aniket Kulkarni & resignation of Deepti Pareekshit Bhat..
- o Certificate of Incorporation
- o Initial LLP agreement
- o All Supplementary LLP agreement for capital change, Designated partner change & Nominee person Change
- o Undertaking regarding personal liability arising, if any, against the nominee of Designated partner.
- o Undertaking in terms of Instruction No. 109.

➤ **Reason for Change in Nominee of designated partner:**

The unit has informed that Ms. Deepti Pareekshit Bhat has resigned from Nominee of Designated Partner (Cerence Service B.V.) w.e.f 26.04.2023 and Mr Aniket Kulkarni has been appointed as Nominee of Designated Partner (Cerence B.V) w.e.f 26.04.2023.

d) ADC's observation:

- Approval committee may kindly consider the proposal for Change in Nominee of designated partner in accordance to Instruction no. 109 of issued by MOC&I.
