

# CONTAINER CORPORATION OF INDIA LIMITED

(A Government of India Undertaking)

## ANNUAL REPORT 2010-11



## मिशन

“हमारा मिशन अपने व्यावसायिक सहयोगियों और शेयरधारकों के साथ मिलकर कॉनकॉर को एक उत्कृष्ट कंपनी बनाने का है। अपने व्यावसायिक सहयोगियों के सक्रिय सहयोग से तथा लाभप्रदता एवं वृद्धि सुनिश्चित करके अपने ग्राहकों को अनुक्रियाशील, लागत प्रभावी, दक्ष और विश्वसनीय संभारतंत्र साधन उपलब्ध कराकर हम अवश्य ही ऐसा कर पाएंगे। हम अपने ग्राहकों की पहली पसंद बने रहने के लिए प्रयासरत हैं। हम अपने सामाजिक दायित्वों के प्रति दृढ़तापूर्वक प्रतिबद्ध हैं और हम पर जो विश्वास रखा गया है, उस पर खरे उतरेंगे।”

## Mission

“Our mission is to join with our community partners and stake holders to make Concor a company of outstanding quality. We do this by providing responsive, cost effective, efficient and reliable logistics solutions to our customers through synergy with our community partners and ensuring profitability and growth. We strive to be the first choice for our customers. We will be firmly committed to our social responsibility and prove worthy of trust reposed in us.”



## लक्ष्य

“हम ग्राहक केंद्रित, निष्पादन प्रेरित, परिणाम अभिमुख संगठन बनेंगे जिसका मुख्य लक्ष्य ग्राहकों को प्रतिलाभ दिलाना होगा”

“हम संसाधनों का लाभप्रद उपभोग करने हेतु तथा उच्च गुणवत्ता वाली सेवाएं देने के लिए प्रयासरत रहेंगे और श्रेष्ठता हेतु मानक स्थापित करने के रूप में हमारी पहचान होगी। ”

“हम परिष्कृत नवीन सेवाएं देने के लिए निरन्तर नए और बेहतर विकल्प खोजेंगे। ग्राहकों की सुविधा और संतुष्टि ही हमारा ध्येय होगा। हम अपने व्यावसायिक प्रतिस्पर्धियों से सीख लेंगे और श्रेष्ठता हेतु सदैव प्रयासरत रहेंगे।”

“हम अपने संगठन के लक्ष्यों और मिशन के समर्थन में परिमेय निष्पादन लक्ष्य निर्धारित करेंगे। हम अपने प्रतिस्पर्धियों के मुकबले स्वयं ही मानक स्थापित करेंगे तथा अपने संगठन की उन्नति के लिए अपने व्यवसाय और परिचालन के सभी क्षेत्रों में एक संव्यावसायिक, सक्षम और समर्पित टीम के रूप में कार्य करेंगे।”

“हम व्यवसाय—सम्मत उच्चतम मानकों का अनुसरण करेंगे तथा उत्तरदायी निगमित हस्ती के रूप में सामाजिक दायित्वों का निर्वहन करते हुए व्यावसायिक समुदाय के लिए समाजिक मूल्यों में अत्यधिक वृद्धि करेंगे।”

“हम अपने कार्यालयीन कार्यों में पूर्णतः सत्यनिष्ठा, ईमानदारी, पारदर्शिता और निष्पक्षता बनाए रखेंगे। हम निजी जिंदगी में भी नैतिकता के उच्च आदर्श बनाए रखने हेतु प्रयासरत रहेंगे। ”

## Objectives

“ We will be a customer focussed , performance driven , result oriented organisation, focussed on providing value for money to our customers..”

“ We will strive to maximise productive utilisation of resources, deliver high quality of services, and be recognised as setting the standards for excellence.”

“ We will constantly look for new and better ways to provide innovative services. We will aim for customer convenience and satisfaction, learn from our competitors and always strive for excellence.”

“ We will set measurable performance goals to support the objectives and mission of our organisation and work as a professional, competent and dedicated team for the organisation to achieve excellence in all areas of our business and operations by benchmarking ourselves with our competitors.”

“ We will follow highest standards of business ethics and add social value for the community at large by discharging social obligations as a responsible corporate entity.”

“ We will maintain absolute integrity, honesty, transparency and fair-play in all our official dealings and strive to maintain high standards of morality in our personal life.”



## CONTENTS

1.	10 Years Performance at a Glance – Financial & Physical	01
2.	Company information	02
3.	Notice	03-06
4.	Directors' Report	07-13
5.	Addendum to the Directors' Report	14-15
6.	Corporate Governance Report	16-21
7.	Management Discussion and Analysis	22-24
8.	Certificate on Corporate Governance	25
9.	Balance Sheet	26
10.	Profit & Loss Account	27
11.	Schedules Annexed to Balance Sheet and Profit & Loss Account	28-33
12.	Significant Accounting Policies	34-35
13.	Notes on Account	36-51
14.	Balance Sheet Abstract & Company's General Profile	52
15.	Auditors' Report	53
16.	Annexure to the Auditors' Report	54-55
17.	Cash Flow Statement	56
18.	Statement Pursuant to Section 212 (1)(e) of the Companies Act, 1956	57
19.	Annual Report of Fresh & Healthy Enterprises Limited (Subsidiary Company)	58-88
20.	Comments of Comptroller and Auditor General of India Under Section 619(4) of the Companies Act, 1956 - FHEL	89
21.	Container Corporation of India Limited	
	- Consolidated Financial Statements	90-113
	- Auditors' Report on Consolidated Financial Statements	114
22.	Comments of the Comptroller and Auditor General of India on the accounts of CONCOR	115
23.	Proxy Form	116
24.	Attendance Slip	117
25.	ECS & ECS Mandate Form	118-119
26.	Offices	120

# 10 YEARS FINANCIAL/PHYSICAL PERFORMANCE (YEAR WISE DATA)

## FINANCIAL PERFORMANCE

(₹ In Crores)

S.NO	PARTICULARS	2001-02	2002-03	2003-04	2004-05	2005-06	2006-07	2007-08	2008-09	2009-10	2010-11
1	Total Income (Including other Income)	1,335.41	1,533.84	1,807.40	2,043.33	2,489.16	3,141.94	3,510.33	3,628.25	3,885.73	4,030.18
2	Expenditure (Incl. Increase/decrease in stock)	909.90	1,056.36	1,253.15	1,366.82	1,735.54	2,166.11	2,455.49	2,486.10	2,744.04	2,826.68
3	Operating Margin (1-2)	425.51	477.48	554.25	676.51	753.62	975.83	1,054.84	1,142.15	1,141.69	1,203.50
4	Interest Expenses	2.87	2.74	0.25	0.29	0.23	-	-	-	-	-
5	Depreciation	33.47	43.94	55.28	66.62	83.26	93.58	106.34	115.91	135.10	145.23
6	Profit before Tax	389.17	430.80	498.72	609.60	670.13	882.25	948.50	1,026.24	1,006.59	1,058.27
7	Profit after Tax	249.48	272.85	367.59	428.60	525.80	703.82	752.21	791.20	786.69	875.95
8	Dividend	64.99	71.48	81.24	94.23	116.98	142.98	168.98	181.98	181.98	201.48
9	Profit & Loss Account Balance	782.83	947.75	1,186.72	1,465.38	1,805.21	2,273.49	2,752.78	3,251.95	3,747.47	4,301.29
10	General Reserve	61.48	88.77	125.53	168.39	220.97	291.35	366.15	380.28	458.95	546.54
11	Term Loan	54.65	14.37	11.99	10.60	-	-	-	-	-	-
12	Reserves & Surplus (9+10)	844.32	1,036.52	1,312.25	1,633.77	2,026.18	2,564.84	3,118.93	3,632.23	4,206.42	4,847.83
13	Fixed Assets (Gross Block)	752.65	982.50	1,198.79	1,538.62	1,793.61	2,025.33	2,244.24	2,640.95	2,988.86	3,286.15
14	Sundry Debtors	9.04	8.34	5.78	5.73	8.52	9.90	13.83	15.72	17.64	17.27
15	Foreign Exchange Earnings	-	0.19	0.26	0.66	-	-	-	-	-	-
16	Share Capital	64.99	64.99	64.99	64.99	64.99	64.99	64.99	129.98	129.98	129.98
17	Capital Employed	956.09	1,114.96	1,387.90	1,600.86	1,940.09	2,456.61	3,030.16	3,507.20	4,100.33	4,643.27
18	Government Investment	41.00	41.00	41.00	41.00	41.00	41.00	41.00	82.00	82.00	82.00
19	Net Worth (12+16)	909.31	1,101.51	1,377.24	1,698.76	2,091.17	2,629.83	3,183.92	3,762.21	4,336.40	4,977.81
20	Profit Before Tax to Capital Employed (6÷17)	0.41	0.39	0.36	0.38	0.35	0.36	0.31	0.29	0.25	0.23
21	Operating Margin to Capital Employed (3÷17)	0.45	0.43	0.40	0.42	0.39	0.40	0.35	0.33	0.28	0.26
22	Profit after Tax to Share Capital (7÷16)	3.84	4.20	5.66	6.59	8.09	10.83	11.57	6.09	6.05	6.74
23	Expenditure to Income (2÷1)	0.68	0.69	0.69	0.67	0.70	0.69	0.70	0.69	0.71	0.70
24	Number of Employees	781	841	915	988	1,036	1,080	1,134	1,176	1,129	1,147
25	Income per Employee (1÷24)	1.71	1.82	1.98	2.07	2.40	2.91	3.10	3.09	3.44	3.51
26	Foreign Exchange Earnings Per Employee (15÷24)	-	-	-	-	-	-	-	-	-	-
27	Current Ratio	2.68	2.27	2.51	2.38	2.47	2.98	3.54	3.51	4.05	5.21
28	Debt/Equity Ratio (11÷19)	0.06	0.01	0.01	0.01	-	-	-	-	-	-
29	Investments	0.66	0.66	3.45	84.00	129.38	131.70	155.36	203.08	240.54	243.96
<b>PHYSICAL PERFORMANCE (TEUs)*</b>											
1	International Handling	905058	1031925	1251618	1376516	1556714	1715661	1977399	1854959	1882277	2018551
2	Domestic Handling	326775	351238	350501	351460	373848	389605	470370	453273	538970	543746
3	Total (1+2)	1231833	1383163	1602119	1727976	1930562	2105266	2447769	2308232	2421247	2562297

\* Twenty foot equivalent units



## COMPANY INFORMATION

### BOARD OF DIRECTORS

**Shri Vinay Mittal**

Chairman (Non-Executive)

**Shri Anil Kumar Gupta**

Managing Director

**Shri Harpreet Singh**

Director (Projects & Services)

**Shri Yash Vardhan**

Director (Intl. Marketing & Opn.)

**Smt. P. Alli Rani**

Director (Finance)

**Shri S.K. Das**

Director

**Lt. Gen. Arvind Mahajan (Retd.), PVSM, AVSM, VSM&bar**

Director

**Dr. (Prof.) A. K. Bandyopadhyay**

Director

**Dr. (Prof.) Shri Kausik Gupta**

Director

### COMPANY SECRETARY

**Shri Harish Chandra**

Group General Manager (Finance & Company Secretary)

### STATUTORY AUDITORS

M/s. Kumar Chopra & Associates  
**New Delhi**

### BRANCH AUDITORS

M/s. Ghosh & Pande.,  
**Kolkata**

M/s. P S Moorthy Associates,  
**Chennai**

M/s Ambalal Patel & Co.,  
**Ahmedabad**

M/s Natvarlal Vepari and Co.,  
**Mumbai**

### BANKERS

Axis Bank Ltd.

Bank of India

Canara Bank

CitiBank

Corporation Bank

HDFC Bank Ltd.

ICICI Bank Ltd.

IDBI Bank Ltd.

Indian Overseas Bank

Indian Bank

Jammu & Kashmir Bank

Punjab National Bank

Punjab & Sind Bank

Standard Chartered Bank

Syndicate Bank

State Bank of India

State Bank of Patiala

Union Bank of India

YES Bank Ltd.

### Registrars & Share Transfer Agent

M/s. Beetal Financial & Computer  
Services (P) Ltd., New Delhi

NOTE : 1. No gift will be distributed in the Annual General Meeting.

2. Members are requested to bring their copy of Annual Report.

## NOTICE

Notice is hereby given that the 23rd Annual General Meeting of the Shareholders of the Company will be held as under:

Day	:	Monday
Date	:	19th September, 2011
Time	:	16:00 Hrs.
Venue	:	Auditorium, National Railway Museum, Nyaya Marg, Near Bhutan Embassy, Chanakyapuri, New Delhi-110021

to transact, with or without modifications, as may be permissible, the following business:

### **ORDINARY BUSINESS:**

To consider, and if thought fit, to pass the following resolutions as Ordinary Resolutions:

1. To receive, consider and adopt the Balance Sheet as at 31st March, 2011, Profit & Loss Account for the year ended on that date and the Reports of Board of Directors and Auditors thereon.
2. To confirm the payment of Interim dividend and to declare dividend on equity shares for the financial year ended 31st March, 2011.
3. To appoint a Director in place of Shri Anil Kumar Gupta, who retires by rotation and being eligible, offers himself for reappointment.
4. To appoint a Director in place of Shri Harpreet Singh, who retires by rotation and being eligible, offers himself for reappointment.
5. To appoint a Director in place of Smt. P. Alli Rani, who retires by rotation and being eligible, offers herself for reappointment.
6. To take note of the appointment of M/s. Kumar Chopra & Associates, Chartered Accountants, New Delhi as Statutory Auditors of the Company and to pass the following resolution as an Ordinary Resolution :  
"RESOLVED that the appointment of M/s. Kumar Chopra & Associates, Chartered Accountants as Statutory Auditors of the Company for the financial year 2010-11 in terms of the order no. CA. V/COY/CENTRAL GOVERNMENT/CCIL(5)/27 dated 12.07.2010 of Comptroller & Auditor General of India be and is hereby noted."

### **SPECIAL BUSINESS:**

To consider, and if thought fit, to pass with or without modification(s), the following resolutions as Ordinary Resolutions:

7. "RESOLVED that Shri Vinay Mittal, be and is hereby appointed as Part-time Chairman of the Company w.e.f. 26.07.2011 in terms of Railway Board's order no. 2004/PL/51/3, dated 26.07.2011 and shall be liable to retire by rotation.
8. "RESOLVED that Lt. Gen. (Retd.) Arvind Mahajan, be and is hereby appointed as Part-time Director of the Company w.e.f. 13.05.2011 in terms of Railway Board's order no. 2010/PL/51/1, dated 13.05.2011 and shall be liable to retire by rotation."
9. "RESOLVED that Dr. (Prof.) A.K. Bandyopadhyay, be and is hereby appointed as Part-time Director of the Company w.e.f. 13.05.2011 in terms of Railway Board's order no. 2010/PL/51/1, dated 13.05.2011 and shall be liable to retire by rotation."
10. "RESOLVED that Dr. (Prof.) Kausik Gupta, be and is hereby appointed as Part-time Director of the Company w.e.f. 13.05.2011 in terms of Railway Board's order no. 2010/PL/51/1, dated 13.05.2011 and shall be liable to retire by rotation."

By order of Board of  
**CONTAINER CORPORATION OF INDIA LIMITED**

Date : 10.08.2011  
Place : New Delhi

(HARISH CHANDRA)  
Group General Manager (Finance & Company Secretary)



## NOTICE

### **NOTES**

- (a) The relevant details in respect of Item Nos. 3, 4, 5, 7, 8, 9 & 10 above, pursuant to Clause 49 of the Listing Agreement are annexed hereto.
- (b) A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself/herself and proxy need not be a Member.
- (c) The instrument appointing proxy should however be deposited at the Registered Office of the Company not less than forty eight hours before the commencement of the meeting.
- (d) The Register of Members and Share Transfer Books will remain close from 8th September, 2011 to 19th September, 2011 (both days inclusive).
- (e) Members holding shares in Physical form are requested to notify immediately change in their address & Bank account details to the Registrar and Share Transfer Agent of the Company by quoting their folio numbers and those in demat mode, to their Depository Participant.
- (f) Dividend on Equity shares as recommended by the Directors for the year ended on 31st March, 2011 when declared at the Meeting, will be paid:
  - (i) to those Members whose names appear in the Register of Members of the Company, after giving effect to all valid Share Transfers in Physical form lodged with the Company and its Registrar on or before 07.09.2011.
  - (ii) in respect of Shares held in electronic form, to those “deemed members” whose names appear on the Statements of beneficial ownership furnished by National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), at the end of business hours on 07.09.2011.
- (g) Shareholders who have not encashed their dividend warrant(s) so far for the financial year ended 31st March, 2004 or any subsequent financial years, are requested to make their claim to the Company or Registrar and Share Transfer Agents, M/s Beetal Financial & Computer Services (P) Ltd. Shareholders are requested to note that in terms of provisions of Section 205A & 205C of the Companies Act, 1956, any dividend, which remains un-paid/un-claimed for a period of seven years from the date of its transfer to the unpaid/unclaimed dividend account, will be transferred to Investor Education and Protection Fund established by Central Government. Thereafter, no claim shall be entertained in respect of dividend transferred to the said Fund.

### **EXPLANATORY STATEMENT PURSUANT TO SEC. 173(2) OF THE COMPANIES ACT, 1956**

#### **Item No. 7**

Ministry of Railways, Government of India vide its order no.2004/PL/51/3, dated 26.07.2011 has communicated that the President of India in terms of Article 66 of Articles of Association of Company has appointed Shri Vinay Mittal, Chairman/Railway Board, looking after the duties of post of Member Traffic also, on the Board of the Company as Part-time Chairman w.e.f. 26.07.2011.

Accordingly, the requisite particulars of Shri Vinay Mittal, in the prescribed forms are being filed with the Registrar of Companies, NCT of Delhi & Haryana, New Delhi.

In terms of Section 255 of the Companies Act, 1956, the above appointment is required to be confirmed in this Annual General Meeting.

None of the Directors, except Shri Vinay Mittal, is concerned or interested in the resolution.



**NOTICE****Item No.8**

The Government of India has appointed Lt. Gen. (Retd.) Arvind Mahajan, as Part-time Director of the Company w.e.f. 13.05.2011 in terms of Railway Board's order no. 2010/PL/51/1, dated 13.05.2011.

Accordingly, the Company has filed the requisite particulars of Lt. Gen. (Retd.) Arvind Mahajan, in the prescribed forms with the Registrar of Companies, NCT of Delhi & Haryana, New Delhi.

In terms of Section 255 of the Companies Act, 1956, the above appointment is required to be confirmed in this Annual General Meeting.

None of the Directors, except Lt. Gen. (Retd.) Arvind Mahajan, is concerned or interested in the resolution.

**Item No.9**

The Government of India has appointed Dr.(Prof.) A.K. Bandyopadhyay as Part-time Director of the Company w.e.f. 13.05.2011 in terms of Railway Board's order no. 2010/PL/51/1, dated 13.05.2011.

Accordingly, the Company has filed the requisite particulars of Dr.(Prof.) A.K. Bandyopadhyay, in the prescribed forms with the Registrar of Companies, NCT of Delhi & Haryana, New Delhi.

In terms of Section 255 of the Companies Act, 1956, the above appointment is required to be confirmed in this Annual General Meeting.

None of the Directors, except Dr.(Prof.) A.K. Bandyopadhyay, is concerned or interested in the resolution.

**Item No.10**

The Government of India has appointed Dr.(Prof.) Kausik Gupta as Part-time Director of the Company w.e.f. 13.05.2011 in terms of Railway Board's order no. 2010/PL/51/1, dated 13.05.2011.

Accordingly, the Company has filed the requisite particulars of Dr.(Prof.) Kausik Gupta, in the prescribed forms with the Registrar of Companies, NCT of Delhi & Haryana, New Delhi.

In terms of Section 255 of the Companies Act, 1956, the above appointment is required to be confirmed in this Annual General Meeting.

None of the Directors, except Dr.(Prof.) Kausik Gupta, is concerned or interested in the resolution.

By order of Board of

**CONTAINER CORPORATION OF INDIA LIMITED**

Date : 10.08.2011

Place : New Delhi

**(HARISH CHANDRA)**

Group General Manager (Finance & Company Secretary)



**Details of directors seeking re-appointment / appointment at the forthcoming Annual General Meeting (Refer Point No.1 of Notes to Notice)**

Name	Date of Birth	Date of appointment	Qualifications	Expertise in specific functional areas	List of other Public companies in which Directorship held (as per their last declaration)	Details of Other Committee Membership
Shri Vinay Mittal	20.06.1953	26.07.2011	B.A. (Hons.)	Operations, Planning, Information Technology, Safety and General Management	Two \$	Nil
Shri Anil Kumar Gupta	24.09.1956	16.02.2006 (MD w.e.f. 30.12.2009)	M.A., M. Phil. (Economics), M.B.A. (NMP)	Railway Operations Commercial & Safety related issues. Expertise in Container Terminal Planning and management & marketing of services	Three \$\$	Nil
Shri Harpreet Singh	24.11.1957	20.07.2006	Grad.I. Mech.E.(London), AMIE (Mech. Engg.), Institution of Engineers India, AMIE (Elect. Engg.) Institution of Engineers India, MBA (Finance)	Management of Projects & Services	Two *	One**
Smt. P. Alli Rani	15.05.1960	31.08.2009	M.A., MPhil, (Economics), MBA (Fin.)	Worked in Railway finance and telecom finance for 23 years	Six #	Six ##
Lt. Gen. Arvind Mahajan, PVSM., AVSM, VSM & bar	24.12.1947	13.05.2011	PG Diploma in Business Management, PG Diploma in Industrial Management, PG degree in Mechanical Engg. (Automobiles), AMIE (Mech.) MIE (Mech.) and FIE, M.Phil (Defence Studies)	Management of Logistics and Supply Chain Management	Two @	Three @@
Dr. (Prof.) A. K. Bandyopadhyay	11.11.1947	13.05.2011	Master degree in Electronics and Telecommunication Engineering, Ph.d. (Engg.)	Electronic, Telecommunication Engineering & research	One ^	One ^^
Dr. (Prof.) Kausik Gupta	31.08.1963	13.05.2011	MSC in Economics, Ph.d, Post doctoral research as a World Bank Fellow from University of York, U.K.	Economics and research	Nil	Nil

**Name of the Companies :**

\$ 1. Dedicated Freight Corridor Corp. of India Ltd. 2. Indian Railway Catering and Tourism Corp. Ltd.

\$\$ 1. Fresh & Healthy Enterprises Ltd. 2. Gateway Terminals (I) Pvt. Ltd. 3. CONYK Cartrac Pvt. Ltd.

\* 1. Fresh & Healthy Enterprises Ltd. 2. Infinite Logistics Solutions Pvt. Ltd.

\*\* Appointments Committee of Infinite Logistics Solutions Pvt. Ltd.

# 1. Fresh & Healthy Enterprises Ltd. 2. Himalayan Terminals Pvt. Ltd. 3. Albatross CFS Pvt. Ltd. 4. Star Track Terminals Pvt. Ltd. 5. CMA-CGM Logistics Park (Dadri) Pvt. Ltd. 6. Infinite Logistics Solutions Pvt. Ltd.

## Audit Committees of 1. Fresh & Healthy Enterprises Ltd. 2. Himalayan Terminals Pvt. Ltd. 3. Albatross CFS Pvt. Ltd. 4. Star Track Terminals Pvt. Ltd. 5. CMA-CGM Logistics Park (Dadri) Pvt. Ltd. 6. Infinite Logistics Solutions Pvt. Ltd.

@ 1. NMDC Ltd. 2. LIC of India

@@ Member of Audit Committee of NMDC Ltd. 2. Member of Risk Management committee & Policy holder protection committee of LIC of India

^ Railtel Corporation of India Ltd.

^^ Member of Audit Committee of Railtel Corporation of India Ltd.