

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.”



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10 YEARS FINANCIAL/PHYSICAL PERFORMANCE (YEAR WISE DATA)

FINANCIAL PERFORMANCE

(` In Crores)

S.NO	PARTICULARS	2002-03	2003-04	2004-05	2005-06	2006-07	2007-08	2008-09	2009-10	2010-11	2011-12
1	Total Income (Including other Income)	1,533.84	1,807.40	2,043.33	2,489.16	3,141.94	3,510.33	3,628.25	3,885.73	4,032.11	4,377.49
2	Expenditure (Incl. Increases / decrease in stock)	1,056.36	1,253.15	1,366.82	1,735.54	2,166.11	2,455.49	2,486.10	2,744.04	2,828.60	3,037.22
3	Operating Margin (1-2)	477.48	554.25	676.51	753.62	975.83	1,054.84	1,142.15	1,141.69	1,203.51	1,340.27
4	Interest Expenses	2.74	0.25	0.29	0.23	-	-	-	-	-	-
5	Depreciation	43.94	55.28	66.62	83.26	93.58	106.34	115.91	135.10	145.23	158.49
6	Profit before Tax	430.80	498.72	609.60	670.13	882.25	948.50	1,026.24	1,006.59	1,058.28	1,181.78
7	Profit after Tax	272.85	367.59	428.60	525.80	703.82	752.21	791.20	786.69	875.95	877.88
8	Dividend	71.48	81.24	94.23	116.98	142.98	168.98	181.98	181.98	201.48	214.47
9	Profit & Loss Account Balance	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	4,842.12
10	General Reserve	88.77	125.53	168.39	220.97	291.35	366.15	380.28	458.95	546.54	634.33
11	Term Loan	14.37	11.99	10.60	-	-	-	-	-	-	-
12	Reserves & Surplus (9+10)	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	5,476.45
13	Fixed Assets (Gross Block)	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	3,503.78
14	Sundry Debtors	8.34	5.78	5.73	8.52	9.90	13.83	15.72	17.64	17.27	19.59
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	129.98	129.98	129.98	129.98
17	Capital Employed	1,114.96	1,387.90	1,600.86	1,940.09	2,456.61	3,030.16	3,507.20	4,100.33	4,962.42	5,557.10
18	Government Investment	41.00	41.00	41.00	41.00	41.00	41.00	82.00	82.00	82.00	82.00
19	Net Worth (12+16)	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	5,606.43
20	Profit Before Tax to Capital Employed (6÷17)	0.39	0.36	0.38	0.35	0.36	0.31	0.29	0.25	0.21	0.21
21	Operating Margin to Capital Employed (3÷17)	0.43	0.40	0.42	0.39	0.40	0.35	0.33	0.28	0.24	0.24
22	Profit after Tax to Share Capital (7÷16)	4.20	5.66	6.59	8.09	10.83	11.57	6.09	6.05	6.74	6.75
23	Expenditure to Income (2÷1)	0.69	0.69	0.67	0.70	0.69	0.70	0.69	0.71	0.70	0.69
24	Number of Employees	841	915	988	1,036	1,080	1,134	1,176	1,129	1,147	1,164
25	Income per Employee (1÷24)	1.82	1.98	2.07	2.40	2.91	3.10	3.09	3.44	3.52	3.76
26	Foreign Exchange Earnings Per Employee (15÷24)	-	-	-	-	-	-	-	-	-	-
27	Current Ratio	2.27	2.51	2.38	2.47	2.98	3.54	3.51	4.05	5.59	5.71
28	Debt/Equity Ratio (11÷19)	0.01	0.01	0.01	-	-	-	-	-	-	-
29	Investments	0.66	3.45	84.00	129.38	131.70	155.36	203.08	240.54	243.96	293.10
PHYSICAL PERFORMANCE (TEUs)*											
1	International Handling	1031925	1251618	1376516	1556714	1715661	1977399	1854959	1882277	2018551	2136000
2	Domestic Handling	351238	350501	351460	373848	389605	470370	453273	538970	543746	468311
3	Total (1+2)	1383163	1602119	1727976	1930562	2105266	2447769	2308232	2421247	2562297	2604311

* Twenty foot equivalent units



COMPANY INFORMATION

BOARD OF DIRECTORS

Shri K.K. Srivastava

Chairman (Non-Executive)

Shri Anil Kumar Gupta

Managing Director

Shri Harpreet Singh

Director (Projects & Services)

Shri Yash Vardhan

Director (Intl. Marketing & Opn.)

Smt. P. Ali Rani

Director (Finance)

Shri Shahnawaz Ali

Director (Domestic)

Shri Manoj K. Akhouri

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

Note :

1. No gifts will be distributed in the Annual General Meeting.
2. Members are requested to bring their copy of Annual Report.

STATUTORY AUDITORS

M/s. Kumar Chopra & Associates
New Delhi

BRANCH AUDITORS

M/s. Ray & Co.,
Kolkata

M/s. P S Moorthy Associates,
Chennai

M/s Jain Seth & Co.,
Ahmedabad

Khatri & Iyer
Nagpur

Rao & Babu Associates
Hyderabad

M/s Natvarlal Vepari and Co.,
Mumbai

BANKERS

Andhra Bank
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

NOTICE

Notice is hereby given that the 24th Annual General Meeting of the Shareholders of the Company will be held as under:

Day : Tuesday

Date : 18th September, 2012

Time : 1600 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, 2012, 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, 2012.
3. To appoint a Director in place of Shri Yash Vardhan, who retires by rotation and being eligible, offers himself for reappointment.
4. To appoint a Director in place of Lt. Gen. (Retd.) Arvind Mahajan, who retires by rotation and being eligible, offers himself for reappointment.
5. To appoint a Director in place of Dr. (Prof.) Kausik Gupta, who retires by rotation and being eligible, offers himself for reappointment.
6. To appoint a Director in place of Dr. (Prof.) A.K. Bandyopadhyay, who retires by rotation and being eligible, offers himself for reappointment.
7. 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 2011-12 in terms of the order no. CA.V/COY/CENTRAL GOVERNMENT, CCIL(5)/562, dated 03.09.2011 of Comptroller & Auditor General of India be and is hereby noted."



NOTICE

SPECIAL BUSINESS:

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

8. "RESOLVED that Shri K.K. Srivastava, be and is hereby appointed as Part-time Chairman of the Company w.e.f. 20.10.2011 in terms of Railway Board's order no. 2004/PL/51/3, dated 20.10.2011 and shall be liable to retire by rotation."
9. "RESOLVED that Shri Shah Nawaz Ali, be and is hereby appointed as Director (Domestic) of the Company w.e.f. 17.11.2011 in terms of Ministry of Railway's letter no.2009/E(O)II/40/37, dated 17.11.2011 and shall be liable to retire by rotation."
10. "RESOLVED that Shri M.K. Akhouri, be and is hereby appointed as Part-time Director of the Company w.e.f. 14.06.2012 in terms of Railway Board's order no. 2004/PL/51/3, dated 14.06.2012 and shall be liable to retire by rotation."

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

11. "RESOLVED THAT, subject to Government/regulatory approvals (if any required), the existing Article 4 of the Articles of Association of CONCOR be replaced by the following:

The company may purchase/ buy back its own shares or securities in accordance with the provisions of the applicable laws and guidelines."

12. "RESOLVED THAT, subject to Government/regulatory approvals (if any required), the existing Article 65A of the Articles of Association of CONCOR be replaced by the following:

Subject to the provisions of Section 252 of the Act, the President shall from time to time, determine in writing, the number of Directors of the Company which shall not be less than 5 (five) and not more than 14 (fourteen). The Directors are not required to hold any qualification shares and their remuneration, if any, shall be determined by the President."

By order of Board of
CONTAINER CORPORATION OF INDIA LIMITED

Date : 26.07.2012
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, 6, 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 7th September, 2012 to 18th September, 2012 (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, 2012 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 6th September, 2012.
 - (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 6th September, 2012.
- (g) Shareholders who have not encashed their dividend warrant (s) so far for the financial year ended 31st March, 2005 (final) 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.8

The Government of India has appointed Shri K.K. Srivastava as Part-time Chairman of the Company w.e.f. 20.10.2011 in terms of Railway Board's order no. 2004/PL/51/3, dated 20.10.2011.

Accordingly, the Company has filed the requisite particulars of Shri K.K. Srivastava, 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 Shri K.K. Srivastava, is concerned or interested in the resolution.

Item No.9

The Government of India has appointed Shri Shah Nawaz Ali as Director (Domestic) of the Company w.e.f. 17.11.2011 in terms of Ministry of Railway's letter no. 2009/E(O)II/40/37, dated 17.11.2011.

Accordingly, the Company has filed the requisite particulars of Shri Shah Nawaz Ali, 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 Shri Shah Nawaz Ali, is concerned or interested in the resolution.



NOTICE

Item No.10

The Government of India has appointed Shri M.K. Akhouri as Part-time Director of the Company w.e.f. 14.06.2012 in terms of Railway Board's order no. 2004/PL/51/3, dated 14.06.2012

Accordingly, the Company has filed the requisite particulars of Shri M.K. Akhouri, 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 Shri M.K. Akhouri, is concerned or interested in the resolution.

Item No. 11

The Department of Public Enterprises (DPE) vide its Office Memorandum no. F.No. DPE/14(24)/2011-Fin, dated 26th March, 2012 had informed that the Memorandum and Articles of Association of the company should have enabling provisions for buy-back of shares. In the said Office Memorandum it has been stated that in case there are no enabling provisions for buy-back of shares in the Memorandum and Articles of Association of the company, the same is to be amended and compliance to be intimated to DPE. As CONCOR's existing Memorandum and Articles of Association does not have enabling provisions in this regard, CONCOR's Board of Directors has recommended its amendment in line with the above Office Memorandum of DPE. In term of the provisions of the Companies Act, 1956 any amendment in the Articles of Association would require approval of shareholders by way of special resolution. Accordingly, the shareholders may consider and pass the proposed resolution as a special resolution.

None of the Directors are concerned or interested in the above resolution.

Item no. 12

Ministry of Railways vide its letter no.2008/PL/56/4, dated March 14, 2012 had intimated that it has been decided to implement the DPE guidelines of having Chairman-cum-Managing Directors (CMD) in place of Managing Directors (MD) in the company. In this letter, it was also intimated that necessary changes in this regard are required to be carried out in the Memorandum and Articles of Association of the company and the proposal for the same is to be furnished to the Ministry after approval of Board of Directors. The provisions contained in Memorandum and Articles of Association of CONCOR were examined and it was found that the existing provisions can take care of the situation when MD would be designated as CMD therefore no specific changes are required for implementing the above decision of Ministry of Railways. However, in terms of provisions contained in the listing agreement and DPE guidelines, once CONCOR will have an executive CMD, 50% of the total strength of the Board of Directors should comprise of independent Directors. Considering the posts of 5 functional Directors and 2 Railway's nominee Directors, post re-designation of MD as CMD, 7 Independent Directors would be required on the Board of CONCOR thereby making total Board strength as 14 no. of Directors. The present Articles of Association provides for a maximum twelve number of directors. Accordingly, it is necessary to increase the maximum number of directors on the board of CONCOR to fourteen. CONCOR's Board of Directors has recommended relevant amendment in Articles of Association of the company for increasing the maximum number of directors to fourteen. In term of the provisions of the Companies Act, 1956 any amendment in the Articles of Association would require approval of shareholders by way of special resolution. Accordingly, the shareholders may consider and pass the proposed resolution as a special resolution. The proposed amendments in Articles of Association for this purpose have already been submitted to the Ministry of Railways.

None of the Directors, except Shri Anil Kumar Gupta, Managing Director is concerned or interested in the above resolution.

By order of Board of
CONTAINER CORPORATION OF INDIA LIMITED

Date : 26.07.2012
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. a 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 K.K. Srivastava	01.05.1953	20.10.2011	M.Sc. (Statistics)	Operations, Planning, Information Technology, Safety and General Management	Two \$	-Nil-
Shri M.K. Akhouri	30.11.1963	14.06.2012	M.Sc.(Tech) Applied Geology	Railway Operations Commercial & Safety related issues. Expertise in Container Terminal Planning and management & marketing of services.	One \$\$	Nil
Shri Shah Nawaz Ali	01.02.1953	17.11.2011	M.A. (Political Science)	Hand to Hand Logistics	One*	One**
Shri Yash Vardhan	24.08.1956	28.09.2007	M.Sc. & M.Phil	Railway Operations Commercial, Safety and Planning. Setting up & management of container terminals	Six #	Two##
Lt. Gen. Arvind Mahajan (Retd.) 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	Three @	Four @@
Dr. (Prof.) A. K. Bandyopadhyay	11.11.1947	13.05.2011	Master degree in Electronics and Telecommunication Engineering, Ph.d. (Engg.)	Electronic, and Telecommunication Engineering & research	Two ^	Two ^^
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. Pipavav Railway Corporation Ltd. 2. Indian Railway Catering and Tourism Corp. Ltd.

\$\$ 1. Central Railside Warehouse Company Ltd.

* 1. Infinite Logistics Solutions Pvt. Ltd.

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

1. Fresh & Healthy Enterprises Ltd. 2. Hind CONCOR Terminals (Dadri) Pvt. Ltd. 3. Container Gateway Ltd. . 4. Gateway Terminals India Pvt. Ltd. 5. India Gateway Terminals Pvt. Ltd. 6. CONYK Cartrac Pvt. Ltd.

Audit Committees of 1. Gateway Terminals India Pvt. Ltd. 2. India Gateway Terminals Pvt. Ltd.

@ 1. NMDC Ltd. 2. LIC of India 3. Fresh & Healthy Enterprises Ltd.

@@ 1. Member of Audit Committee of NMDC Ltd. 2. Member of Risk Management committee & Policy holder protection committee of LIC of India 3. Member of Audit Committee of Fresh & Healthy Enterprises Ltd.

^ 1. Railtel Corporation of India Ltd. 2. Fresh & Healthy Enterprises Ltd.

^^ Member of Audit Committee & the Remuneration Committee of Railtel Corporation of India Ltd.