

## NOTICE

### CONTAINER CORPORATION OF INDIA LTD.

Regd. Office: C-3, CONCOR Bhawan, Mathura Road, Opp. Apollo Hospital,  
New Delhi-110076 (CIN : L63011DL1988GOI030915)

Email: [investorrelations@concorindia.com](mailto:investorrelations@concorindia.com), Website: [www.concorindia.com](http://www.concorindia.com)

Phone: 011-41673093-96, Fax: 011-41673112

Notice is hereby given that the 31<sup>st</sup> Annual General Meeting of the Shareholders of the Company will be held as under:

|       |   |   |
|-------|---|---|
| Day   | : | Tuesday   |
| Date  | : | 27.08.2019  |
| Time  | : | 16.00 Hrs.  |
| Venue | : | Auditorium, National Rail Museum,<br>Nyay Marg, Near Bhutan Embassy,<br>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 Financial Statements (Standalone and Consolidated) of the Company for the year ended 31<sup>st</sup> March, 2019, including Balance Sheet as at 31<sup>st</sup> March, 2019, the Statement of Profit and Loss for the year ended on that date and the Reports of Board of Directors and Auditors thereon.
- (2) To declare Final dividend on equity shares for the financial year ended 31<sup>st</sup> March, 2019.
- (3) To appoint a Director in place of Shri V. Kalyana Rama, Chairman and Managing Director (DIN: 07201556), who retires by rotation and being eligible, offers himself for reappointment.
- (4) To appoint a Director in place of Shri Sanjay Bajpai, Director (Government Nominee) (DIN: 07549036), who retires by rotation and being eligible, offers himself for reappointment.
- (5) To take note of the appointment of M/s. Arun K Agarwal & Associates, Chartered Accountants, New Delhi as Statutory Auditors of the Company and fix auditors' remuneration and to pass the following resolution as an Ordinary Resolution:

"RESOLVED that the appointment of M/s. Arun K Agarwal & Associates, Chartered Accountants, as Statutory Auditors of the Company for the financial year 2018-19 in terms of the order CA.V/COY/CENTRAL GOVERNMENT, CCIL(9)/382, dated 31.07.2018 of Comptroller & Auditor General of India be and is hereby noted. The Statutory Auditors' of the Company may be paid such remuneration as may be fixed by the Board of Directors of the Company from time to time. Further, the remuneration payable to the branch auditors appointed by C&AG of India may also be fixed by the Board of Directors of the Company from time to time."

#### **SPECIAL BUSINESS:**

- (6) To consider, and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

"Resolved that pursuant to the applicable provisions of the Companies Act, 2013 and Rules made thereunder, Shri Manoj Kumar Dubey (DIN: 07518387), who was appointed as Director (Finance) by the Ministry of Railways vide its order no. 2017/E/(O)II/40/31 dated 25.10.2018 and was accordingly appointed as Director (Finance) & CFO of the Company by the Board of Directors on 30.10.2018 and in respect of whom the Company has received a notice in writing from the director himself, be and is hereby appointed as a Director of the Company w.e.f. the date of his assumption of the charge i.e. 31.10.2018, on terms & conditions determined by the Govt. of India and he would be liable to retire by rotation."

- 7) To consider, and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

“Resolved that pursuant to the applicable provisions of the Companies Act, 2013 and Rules made thereunder, Shri Jayasankar M.K. (DIN: 08523769), who was appointed as a Non-official Independent Director by the Ministry of Railways vide its order no. 2009/PL/50/13/Pt., dated 11.07.2019 giving reference to DoPT notification no. 22/7/2019-EO(ACC)', dated 08.07.2019 and was accordingly appointed as Director of the Company by the Board of Directors on 31.07.2019 and in respect of whom the Company has received a notice in writing from the director himself, be and is hereby appointed as a Director of the Company for a period of three years ending on 07.07.2022 or until further orders, whichever is earlier.”

- 8) To consider, and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

“Resolved that pursuant to the applicable provisions of the Companies Act, 2013 and Rules made thereunder, Shri Kamlesh Shivji Vikamsey (DIN: 00059620), who was re-appointed as a Non-official Independent Director by the Ministry of Railways vide its order no.2009/PL/48/1 (Pt.3), dated 11.07.2019 giving reference to DoPT notification no.22/7/2019-EO(ACC), dated 08.07.2019 and was accordingly re-appointed as Director of the Company w.e.f. 01.04.2019 by the Board of Directors on 31.07.2019 and in respect of whom the Company has received a notice in writing from the director himself, be and is hereby re-appointed as a Director of the Company for a period of one year ending on 31.03.2020 or until further orders, whichever is earlier.”

- 9) To consider, and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

“Resolved that pursuant to the applicable provisions of the Companies Act, 2013 and Rules made thereunder, Shri Sanjeev S. Shah (DIN: 00323163), who was re-appointed as a Non-official Independent Director by the Ministry of Railways vide its order no. 2009/PL/48/1 (Pt.3), dated 11.07.2019 giving reference to DoPT notification no. 22/7/2019-EO(ACC), dated 08.07.2019 and was accordingly re-appointed as Director of the Company w.e.f. 01.04.2019 by the Board of Directors on 31.07.2019 and in respect of whom the Company has received a notice in writing from the director himself, be and is hereby re-appointed as a Director of the Company for a period of one year ending on 31.03.2020 or until further orders, whichever is earlier.”

By order of Board of  
CONTAINER CORPORATION OF INDIA LIMITED

Dated : 31.07.2019  
Place : New Delhi

Sd/-  
(**Harish Chandra**)  
Executive Director (Finance) & Company Secretary

#### **NOTES:**

1. A brief resume and other particulars required about the Directors seeking re-appointment and appointed since last Annual General Meeting is annexed hereto and forms part of Notice.
2. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, relating to the Special Business to be transacted at the meeting is annexed hereto.
3. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself/ herself and such proxy need not be a member of the Company. The proxy form duly completed and signed must be deposited at the registered office of the Company, not less than forty-eight hours before the commencement of the annual general meeting. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder. During the period beginning twenty four hours before the time

fixed for the commencement of AGM and until the conclusion of the meeting, a member would be entitled to inspect the proxies lodged during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.

4. The equity shares of the Company are in compulsory demat mode and sale/purchase of the same is required to take place in dematerialized form only.
5. Corporate Members intending to send their authorized representatives to attend the meeting are requested to send/attach a duly certified copy of the Board Resolution & Power of Attorney authorizing their representative to attend and vote on their behalf at the Annual General Meeting, along with the Proxy Form/Attendance Slip.
6. Pursuant to Section 91 of the Companies Act, 2013, the Register of Members and Share Transfer Books will remain closed from 21.08.2019 to 27.08.2019 (both days inclusive) for the purpose of determining entitlement of members to final dividend for the financial year ended on 31.03.2019.
7. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrars and Transfer Agents, M/s Beetal Financial & Computer Services (P) Ltd. for assistance in this regard.
8. Members holding shares in multiple folios in physical mode are requested to apply for consolidation of their folios to the Company or RTA along with relevant share certificates.
9. Members who hold shares in physical form are requested to send all correspondence concerning registration of transmissions, subdivision, consolidation of shares or any other shares related matter and/or registration of email address, change in address and bank account, email address, etc. to RTA of the Company and in case of shares are held in electronic mode, to their respective Depository Participants. To prevent fraudulent transactions, members are advised to exercise due diligence and notify change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified. Further, SEBI has notified the SEBI (Listing Obligations and Disclosure Requirements) (Fourth Amendment) Regulations, 2018 on June 8, 2018 to permit transfer of listed securities only in the dematerialized form with a depository. In view of this, shareholders holding shares in physical form, are advised to dematerialize their shares.
10. The final dividend recommended by the Board of Directors was Rs.8.55 per equity share of Rs.5.00 each, which was subject to approval of Shareholder in AGM. Final dividend on equity shares as recommended by the Directors for the year ended on 31.03.2019, if approved by the members at the Annual General 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 20.08.2019.
  - (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 20.08.2019.
11. As SEBI has made usage of electronic payment modes for making payments (like Dividend) to the investors mandatory, therefore members are advised to register the requisite particulars of their bank account in respect of shares held in dematerialised form with their respective depository participants, to enable the Company to make payment of dividend by electronic mode. Those holding shares in physical form may send their requisite bank account particulars to RTA of the Company. Those who have already furnished their banking particulars in this regard, need not send it again.
12. During the year 2018-19, the Company has transferred to Investor Education and Protection Fund the

unpaid or unclaimed dividend declared upto financial year 2010-11 and interim dividend of 2011-12. Shareholders who have not encashed their dividend warrant(s) so far for the financial year ended 2011-12 (final dividend) or any subsequent financial year(s), are requested to make their claim to the Company or RTA of the Company. Shareholders are requested to note that in terms of provisions of Section 124 of the Companies Act 2013, 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. The Ministry of Corporate Affairs (MCA) notified the Investor Education And Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016 (IEPF Rules), as amended from time to time, which is applicable to the Company. In terms of the said IEPF Rules, the Company has uploaded the information in respect of the unpaid/ unclaimed dividends, as on the date of the 30<sup>th</sup> Annual General Meeting held on 20.09.2018, on the website of the IEPF viz. [www.iepf.gov.in](http://www.iepf.gov.in) and under "Investors Relations Section" on the Website of the Company viz. [www.concorindia.com](http://www.concorindia.com). Also attention of the members is drawn to the provisions of Section 124(6) of the Act which require a Company to transfer in the name of IEPF Authority all such shares in respect of which dividend has not been paid or claimed for 7 (seven) consecutive years or more. In accordance with the aforesaid provision of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended, the Company is required to transfer all such shares in respect of which dividend declared has not been encashed or claimed by the members for 7 (seven) consecutive years or more. Members are advised to visit the website: [www.concorindia.com](http://www.concorindia.com) to ascertain details of shares liable for transfer in the name of IEPF Authority.

13. Pursuant to Section 139 of Companies Act, 2013, the Auditors of a Government Company are to be appointed/re-appointed by the Comptroller and Auditor General (C&AG) of India and in terms of provisions contained in Companies Act 2013, their remuneration shall be fixed by the Company in a General Meeting or in such manner as the Company in a General Meeting may determine. In pursuance of the same, C&AG of India had appointed M/s. Arun K Agarwal & Associates, Chartered Accountants, as Statutory Auditors of the Company for the Financial Year 2018-19. C&AG of India has also appointed Branch Auditors for carrying out audit of branches/regions of the Company. Accordingly, the members are requested to authorize the Board of Directors of the Company to fix the remuneration for the Statutory Auditors/ Branch Auditors of the Company.
14. Pursuant to Section 101 of Companies Act, 2013 read with the relevant Rules, the Company is allowed to serve documents like notices, annual reports, etc., in electronic form to its members. It also facilitates prompt receipt of communications and thereby reduces postal transit losses. Accordingly, copy of the Annual Report is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes through e-mail unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report is being sent in the permitted mode.
15. Members, who have not registered their e-mail addresses so far, are requested to register their e-mail address with the RTA of the Company / Depository Participant (DP) of respective member and take part in the Green Initiative of the Company.
16. Relevant documents referred to in the Notice will be available for inspection by the Members at the Registered Office of the Company on all working days (except Saturdays, Sundays and Public Holidays) during working hours upto the date of Annual General Meeting and the same along with other documents as required under the applicable law will also be available for inspection at the time of AGM of the Company at the meeting.
17. Members desiring any information as regards the businesses proposed to be transacted at this meeting are requested to write to the Company at least 7 days before the date of the meeting to enable the management to keep the information ready.
18. Members desirous of making a nomination in respect of their shareholding in the Company, as permitted under Section 72 of the Companies Act, 2013 are requested to write to RTA of the Company in prescribed form in the Companies (Share Capital and Debentures) Rules, 2014. In case of shares held in dematerialized form, the nomination form has to be lodged directly with the respective Depository Participant (DP).

19. Members are requested to:

- i) Note that copies of Annual Report will not be distributed at the Annual General Meeting and they may bring their copies of Annual Report;
- ii) Members/proxies are requested to affix their signature at the space provided in the attendance slip and handover the same at the entrance of the venue of the AGM;
- iii) Quote their Folio / Client ID & DP ID Nos., email address, contact no., etc. in all correspondence with the Company/RTA;
- iv) Note that due to security reasons mobile phones, briefcases, eatables and other belongings are not allowed inside the Auditorium; and
- v) Note that no gifts/coupons will be distributed at the Annual General Meeting.

20. The Annual Report of the Company is also available on the Company's website [www.concorindia.com](http://www.concorindia.com).

21. The voting rights of the shareholders shall be in proportion to their shares in the paid up equity share capital of the Company as on the cut-off date of 20.08.2019. In terms of the provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, substituted by the Companies (Management and Administration) Amendment Rules, 2015, and regulation 44 of SEBI (LODR) Regulations, 2015, the Company has provided a facility to the members to exercise their votes electronically through the electronic voting service facility arranged by National Securities Depository Limited (NSDL). The facility for voting, either through electronic voting system or ballot paper, will also be made available at the AGM and the members attending the AGM who have not already casted their votes by remote e-voting shall be able to exercise their voting right at the AGM. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM. A person who is not a member as on the cut-off date should treat this Notice for information purpose only.

22. Kindly note that the members can opt for only one mode of voting i.e. either e-voting or exercising this right in the meeting. Therefore, members who have cast their votes by remote e-voting prior to the AGM may attend the AGM but shall not be entitled to cast their votes again.

23. Members desiring to exercise their vote by e-voting are requested to carefully read the enclosed instructions which inter-alia provide the process and manner for e-voting, login ID, generating password and time schedule, including the time period during which the votes may be cast, etc.

24. In order to scrutinize the e-voting process in a fair and transparent manner and to carry out the required activities the Board of Directors has appointed Shri Rakesh Kumar of M/s R K & Associates, Company Secretaries (Membership No. F7695), as the Scrutinizer. Further, the Company has also appointed Ms. Pragnya Parimita Pradhan of M/s Pragnya Pradhan & Associates, Company Secretaries (Membership No. A32778) as the alternate scrutinizer.

25. Webcast Facility: The Company will be providing one-way live webcast of the proceedings of the AGM on the NSDL website. You may access the same at <https://www.evoting.nsdl.com> by using your remote e-voting credentials. The link will be available in shareholder login where the EVEN of Company will be displayed.

## EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

### Item No.6

Shri Manoj Kumar Dubey (DIN:07518387) was appointed as Director (Finance) for a period of five years by the Ministry of Railways vide its order no. 2017/E(O)II/40/31, dated 25.10.2018 and was accordingly appointed as Director (Finance) & CFO of the Company by the Board of Directors on 30.10.2018. In terms of his above order for appointment, his appointment would be effective from the date of his assumption of charge and he has assumed the charge of Director (Finance) on 31.10.2018 (AN). Shri Manoj Kumar Dubey will be a whole time Director of the Company and will be liable to retire by rotation under section 152 of the Companies Act 2013. The appointment is in the pay scale of Rs.1,80,000- Rs.3,40,000 and other terms and conditions regulating the appointment of Shri Manoj Kumar Dubey will be as per applicable Government guidelines and Company policy.

His brief resume, inter-alia, giving nature of his expertise in specific functional area are provided elsewhere



which forms part of this notice.

The Board of Directors considers that in view of the background and experience of Shri Manoj Kumar Dubey, it would be in the interest of the Company to appoint him as a Director of the Company. The Board recommends the resolution for your approval.

None of the Directors or Key Managerial Personnel of the Company or their relatives, except Shri Manoj Kumar Dubey, being the appointee himself, is in any way, concerned or interested, financially or otherwise, in the resolution.

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

Ministry of Railways, Government Of India vide its order no. 2009/PL/50/13/Pt., dated 11.07.2019 giving reference to DoPT notification no.22/7/2019-EO(ACC), dated 08.07.2019 appointed Shri Jayasankar M.K. (DIN: 08523769) as a non-official Independent Director on the board of CONCOR. Accordingly, he was appointed as Independent Director of the Company by the Board of Directors on 31.07.2019 for a period of three years ending on 07.07.2022 or until further orders, whichever is earlier. Shri Jayasankar M.K. will not be liable to retire by rotation under section 152 of the Companies Act, 2013.

His brief resume, inter-alia, giving nature of expertise in specific functional area are provided elsewhere which forms part of this notice.

The Board of Directors considers that in view of the background and experience of Shri Jayasankar M.K., it would be in the interest of the Company to appoint him as an Independent Director of the Company. The Board recommends the resolution for approval of the members.

None of the Directors or Key Managerial Personnel of the Company or their relatives except Shri Jayasankar M.K., being the appointee himself, is in any way, concerned or interested, financially or otherwise, in the resolution.

#### **Item No.8**

The Ministry of Railways, vide its order no. 2010/PL/51/1, dated 01.04.2016 had appointed Shri Kamlesh Shivji Vikamsey, as a non-official part time Directors on the Board of the Company. His tenure had come to an end on 31.03.2019. Now Ministry of Railways, Government Of India vide its order no. 2009/PL/48/1 (Pt.3), dated 11.07.2019 giving reference to DoPT notification no. 22/7/2019-EO(ACC), dated 08.07.2019 has re-appointed Shri Kamlesh Shivji Vikamsey (DIN: 00059620) as a non-official Independent Director on the board of CONCOR from the date of completion of his existing tenure on 31.03.2019. Accordingly, he was re-appointed as Independent Director of the Company w.e.f. 01.04.2019 by the Board of Directors on 31.07.2019 for a period of one year ending on 31.03.2020. Shri Kamlesh Shivji Vikamsey will not be liable to retire by rotation under section 152 of the Companies Act, 2013.

His brief resume, inter-alia, giving nature of expertise in specific functional area are provided elsewhere which forms part of this notice.

The Board of Directors considers that in view of the background and experience of Shri Kamlesh Shivji Vikamsey, it would be in the interest of the Company to re-appoint him as an Independent Director of the Company. The Board recommends the resolution for approval of the members.

None of the Directors or Key Managerial Personnel of the Company or their relatives except Shri Kamlesh Shivji Vikamsey, being the appointee himself, is in any way, concerned or interested, financially or otherwise, in the resolution.

#### **Item No.9**

The Ministry of Railways, vide its order no. 2010/PL/51/1, dated 01.04.2016 had appointed Shri Sanjeev S. Shah, as a non-official part time Directors on the Board of the Company. His tenure had come to an end on 31.03.2019. Now Ministry of Railways, Government Of India vide its order no. 2009/PL/48/1 (Pt.3), dated 11.07.2019 giving reference to DoPT notification no. 22/7/2019-EO(ACC) dated 08.07.2019 has re-appointed Shri Sanjeev S. Shah (DIN: 00323163) as a non-official Independent Director on the board of CONCOR from the date of completion of his existing tenure on 31.03.2019. Accordingly, he was re-appointed as Independent Director of the Company w.e.f. 01.04.2019 by the Board of Directors on 31.07.2019 for a period of one year ending on 31.03.2020. Shri Sanjeev S. Shah will not be liable to retire by rotation under section 152 of the Companies Act, 2013.

His brief resume, inter-alia, giving nature of expertise in specific functional area are provided elsewhere which forms part of this notice.

The Board of Directors considers that in view of the background and experience of Shri Sanjeev S. Shah, it would be in the interest of the Company to re-appoint him as an Independent Director of the Company. The Board recommends the resolution for approval of the members.

None of the Directors or Key Managerial Personnel of the Company or their relatives except Shri Sanjeev S. Shah, being the appointee himself, is in any way, concerned or interested, financially or otherwise, in the resolution.

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

Dated : 31.07.2019  
Place : New Delhi

Sd/-  
**(Harish Chandra)**  
Executive Director (Finance) & Company Secretary

**BRIEF RESUME AND OTHER PARTICULARS OF DIRECTORS RETIRING BY ROTATION/  
SEEKING APPOINTMENT/ REAPPOINTMENT [REFER POINT (1) OF NOTES TO NOTICE]**

| Particulars   | Shri V. Kalyana Rama  | Shri Sanjay Bajpai  | Shri Manoj Kumar Dubey   |
|---|---|---|--|
| DIN   | 07201556  | 07549036  | 07518387   |
| Qualification and Experience                              | Refer Note 1  | Refer Note 2  | Refer Note 3   |
| Date of Birth (Age)                                       | 28.09.1963<br>(56 Years)  | 03.09.1963<br>(56 Years)  | 01.05.1970<br>(49 Years)   |
| Terms and Conditions of Appointment/ Reappointment        | He was appointed Chairman and Managing Director in the year 2016 in terms of orders of Ministry of Railways, Govt. of India and he is liable to retire by rotation. | He was appointed Director in the year 2016 in terms of orders of Ministry of Railways, Govt. of India and he is liable to retire by rotation. | He was appointed as Director (Finance) & CFO in the year 2018 in terms of orders of Ministry of Railways, Govt. of India and he is liable to retire by rotation. |
| Date of first Appointment to Board                        | 03.06.2015 as Director (Projects & Services) and from 01.10.2016 as Chairman and Managing Director  | 01.07.2016  | 31.10.2018   |
| Disclosure of Relationship with other Directors           | Nil   | Nil   | Nil  |
| Remuneration last drawn and proposed                      | Pay Scale of Rs.2,00,000 -3,70,000 & other emoluments are as per Govt./Company policy.  | Being a Part-Time Government Director, no remuneration is paid by the Company.  | Pay Scale of Rs.1,80,000 -3,40,000 & other emoluments are as per Govt./ Company policy.  |
| Shareholding in the Company                               | 550 Equity Shares of Rs.5/- each.   | Nil   | Nil  |
| No. of Board Meetings attended during the year            | 7 out of 7  | 5 out of 7  | 3 out of 3   |
| Directorship of other Board                               | 1. Fresh & Healthy Enterprises Ltd;<br>2. CONCOR Air Limited;<br>and<br>3. SIDCUL CONCOR Infra Co. Limited.   | Nil   | Nil  |
| Membership/ Chairmanship of Committees of other Board (s) | Nil   | Nil   | Nil  |



**BRIEF RESUME AND OTHER PARTICULARS OF DIRECTORS RETIRING BY ROTATION/  
SEEKING APPOINTMENT/ REAPPOINTMENT [REFER POINT (1) OF NOTES TO NOTICE]**

| Particulars   | Shri Jayasankar M.K.   | Shri Kamlesh S. Vikamsey   | Shri Sanjeev S. Shah   |
|---|--|--|--|
| DIN   | 08523769   | 00059620   | 00323163   |
| Qualification and Experience                              | Refer Note 4   | Refer Note 5   | Refer Note 6   |
| Date of Birth (Age)                                       | 30.05.1967<br>(52 Years)   | 06.12.1960<br>(58 years)   | 08.06.1960<br>(59 years)   |
| Terms and Conditions of Appointment/ Reappointment        | He was appointed as non-official Independent Director in terms of orders of Ministry of Railways, Govt. of India and he is not liable to retire by rotation. | He was appointed as non-official Independent Director in terms of orders of Ministry of Railways, Govt. of India and he is not liable to retire by rotation.   | He was appointed as non-official Independent Director in terms of orders of Ministry of Railways, Govt. of India and he is not liable to retire by rotation. |
| Date of first Appointment to Board                        | 30.07.2019   | 05.04.2016   | 05.04.2016   |
| Disclosure of Relationship with other Directors           | Nil  | Nil  | Nil  |
| Remuneration last drawn and proposed                      | Being a Non-Official Independent Director, no remuneration is paid by the company, except sitting fee per meeting.   | Being a Non-Official Independent Director, no remuneration is paid by the company, except sitting fee per meeting.   | Being a Non-Official Independent Director, no remuneration is paid by the company, except sitting fee per meeting.   |
| Shareholding in the Company                               | Nil  | Nil  | Nil  |
| No. of Board Meetings attended during the year            | N/A  | 7 out of 7   | 6 out of 7   |
| Directorship of other Board                               | Nil  | 1. Navneet Education Ltd.;<br>2. Man Infraconstruction Ltd.;<br>3. Tribhovandas Bhimji Zaveri Ltd.;<br>4. Palace Solar Energy Pvt. Ltd.;<br>5. Electrotherm Renewables Pvt. Ltd.;<br>6. Apcotex Industries Ltd.;<br>7. GIC Housing Finance Ltd.;<br>8. PTC India Financial Services Ltd. and<br>9. Waacox Energy Pvt. Ltd. | 1. Morgan Fincons Pvt. Ltd.; and<br>2. Mapara Holdings Pvt. Ltd.   |
| Membership/ Chairmanship of Committees of other Board (s) | Nil  | Refer Note 7   | Nil  |

**Note 1:** Shri V. Kalyana Rama is a Mechanical Engineer with ICWAI (Inter). He is an Indian Railway Traffic Service (IRTS) officer of 1987 batch. He had worked in BHPV & BHEL before joining Indian Railways. Prior to joining Board of Directors of CONCOR as Director (Projects & Services), he held various assignments such as Executive Director, Chief General Manager in CONCOR. He had held various challenging assignments in his career with Indian Railways. Professionally trained in Railways and multi modal transport logistics and was instrumental in development of container depots in South Central and Southern regions of CONCOR. He has been involved in all the developmental planning and operational activities of EXIM and Domestic cargo at the various dry port terminals of CONCOR. He was also Chief Executive Officer, M/s Infinite Logistics Solutions Private Limited now M/s TCI CONCOR Multimodal Solutions Private Limited, a Joint Venture of CONCOR. He has wide experience in the field of Engineering, System design, Railway & multi modal logistics operations and Project planning and commissioning.

**Note 2:** Shri Sanjay Bajpai is Executive Director/Traffic (Co-ordination), Railway Board and is a Post-Graduate in Economics from Allahabad University. He is an officer of the Indian Railway Traffic Service (IRTS) 1991 batch, joined Indian Railways in 1992. He has had vast and varied experience in Railway Operations, Commercial working, General Administration. He was also Deputy GM/G and Secretary/GM/Northern Railway as well as Chief Passenger Transport Manager on Northern Railway. He joined as Executive Director Traffic Co-ordination on 1st June, 2016. He has held the key charges of passenger operations, freight operations and general administration on Zonal Railways.

**Note 3:** Shri Manoj K. Dubey has done under graduation and post-graduation from the Hindu College of the University of Delhi. Before clearing Civil Service and joining IRAS of 1993 batch, he worked with UTI for two years. He has done MBA from Indian School of Mines, Dhanbad and was conferred the overall Silver Medal for the batch 2011-13 from the then President of India for topping the batch. A recipient of National Award for outstanding service at Minister of Railways level in the year 2011 and he has paved the path in Indian Railways in ushering - payment of salaries almost 100% through Bank, e-Tendering, e-Auction, payment of the contractor/supplier through RTGS/NEFT, computerization of bill passing / pension settlement and PF etc. Attained several milestones in systems improvement and contributing phenomenally in operations, incentives and staff posting policy. He has vast experience of Train Operation Management and Freight Loading Mechanism having worked as Head of Finance of three major loading divisions of Indian Railway viz., Dhanbad, Asansol and Mughalsarai for nearly fifteen years. Being entrusted as Director/Executive Director in PPP Directorate and Finance Commercial Directorate in Railway Board for last five years, Shri Dubey has been associated in many prestigious projects like setting up of Loco Factories through PPP/FDI for Indian Railways at Madhepura and Mahrora; has been functioning pivotally in High Speed Rail of Indian Railways, and that in Dedicated Freight Corridor of Railways as key financial advisor to Infrastructure Directorate. He has also developed expertise in Tariff structuring of freight and passenger trains as well as for catering and tourism contracts at strategic level. He has the experience of drafting many Cabinet Notes and has vast experience of International Competitive Bidding for Mega Projects. Shri Dubey was in the Board of Directors of a Joint Venture Company of General Electricals of USA and IR, Alstom of France and IR, and a Joint Venture Company of NMDC, SAIL and Indian Railways.

**Note 4:** Shri Jayasankar M. K. is a member of Tirur Bar association which is affiliated to Bar council of Kerala, having long standing of more than 27 years in Sessions Court, Asst. Sessions Court and Sub Court, Judicial First Class Magistrate Court, Munsiff Court, M.A. C. T., Family Court, Court of Executive Magistrate and Consumer Redressal Forum, etc.

His area of specialization is civil, criminal, compensation, consumer matters and family matters. Presently, he is on the penal of Oriental Insurance Co. Ltd., National Insurance Co. Ltd. and Sree Gokulam Chits and Finance (p) Ltd. He has done B. Com. from MES College, Ponnani, University of Calicut in 1988 and LLB from VB College of Law, Uduppi, Mangalore University in 1992.

**Note 5:** Shri Kamlesh Shivji Vikamsey is a Senior Partner of Khimji Kunverji & Co., Chartered Accountants since 1982, a firm registered with the Institute of Chartered Accountants of India & in practice since 1936, having over 80 years of experience in the areas of Auditing, Taxation, Corporate & Personal Advisory Services, Business & Management Consulting Services, Due diligence, Valuations, Inspections, Investigations, etc.

Presently he is appointed Chairperson of Audit Committee of United Nations Children's Fund (UNICEF), New York, USA; as member of Audit Committee of World Meteorological Organization (WMO), Geneva, Switzerland;