

28th ANNUAL GENERAL MEETING HELD ON TUESDAY, 13th SEPTEMBER, 2016

Declaration of Results of voting

As per the provisions of the Companies Act, 2013 and SEBI (LODR) Regulations, the Company had provided the facility of remote e-voting to the Shareholders to enable them to cast their vote electronically on the resolutions proposed in the Notice of the 28th Annual General Meeting (AGM) of CONCOR. The remote e-voting facility was provided during the period from 09:00 A.M. on 10th September, 2016 to 05:00 p.m. on 12th September, 2016. The company has also provided voting facility on all resolutions at the AGM held on 13th September, 2016.

Shri D.P. Gupta of SGS Associates, practicing Company Secretaries was appointed by the Company as Scrutinizer and Ms. Pragnya Parimita Pradhan, of M/s Pragnya Pradhan & Associates was appointed as alternate scrutinizer for conducting remote e-voting and polling at AGM in fair & transparent manner. The Scrutinizer has carried out the scrutiny of all the electronic votes received up to 05:00 p.m. on 12th September, 2016 and poll received till the conclusion of the meeting and submitted their Report on 14th September, 2016.

The Consolidated Results, as per the Scrutinizers' Report (copy enclosed) dated 14th September, 2016, are as follows:

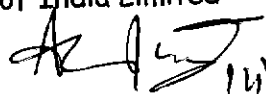
S. No.	Particulars	% of votes in favour (approx.)	% of votes Against (approx.)
1.	Resolution 1: Ordinary Resolution Adoption of audited Financial Statements (Standalone and Consolidated) of the company for the year ended 31 st March, 2016, including Balance sheet as at 31 st March 2016, the Statement of Profit & Loss for the year ended on that date and Reports of Directors & Auditors thereon.	100.00	0.00
2.	Resolution 2: Ordinary Resolution Confirmation of payment of Interim dividend and declaration of final dividend on equity shares for the financial year ended 31 st March, 2016.	100.00	0.00

3.	Resolution 3: Ordinary Resolution Re-appointment of Shri Anil Kumar Gupta, Chairman & Managing Director (DIN: 00066328), who retires by rotation.	98.91	1.09
4.	Resolution 4: Ordinary Resolution Re-appointment of Dr. P. Alli Rani, Director (Finance) (DIN: 02305257), who retires by rotation.	81.40	18.60
5.	Resolution 5: Ordinary Resolution To take note of appointment of M/s. Kumar Vijay Gupta & Co., Chartered Accountants the Statutory Auditors & fixing auditors remuneration.	99.30	0.70
6.	Resolution 6: Ordinary Resolution Appointment of Shri Kamlesh Shivji Vikamsey as Part-time Non-Official (Independent) Director [DIN: 00059620] of the company.	98.93	1.07
7.	Resolution 7: Ordinary Resolution Appointment of Shri Raj Krishan Malhotra as Part-time Non-Official (Independent) Director [DIN: 07483272] of the company.	99.40	0.60
8.	Resolution 8: Ordinary Resolution Appointment of Shri Sanjeev S. Shah as Part-time Non-Official (Independent) Director [DIN: 00323163] of the company.	99.06	0.94
9.	Resolution 9: Ordinary Resolution Appointment of Shri S. K. Sharma as Director (Government Nominee) [DIN: 07522844] of the company.	78.54	21.46
10.	Resolution 10: Ordinary Resolution Appointment of Shri Sanjay Bajpai as Director (Government Nominee) [DIN: 07549036] of the company.	78.54	21.46
11.	Resolution 11: Ordinary Resolution Appointment of Shri Pradip Kumar Agrawal as Director (Domestic Division) [DIN: 07557080] of the company.	80.68	19.32
12.	Resolution 12: Ordinary Resolution Appointment of Shri Sanjay Swarup as Director (International Marketing & Operations) [DIN: 05159435] of the company.	80.68	19.32

13.	Resolution 13: Ordinary Resolution Increase in the Authorized Share Capital of the Company from Rs.200 crores to Rs.400 crores.	98.89	1.11
14.	Resolution 14: Special Resolution Amendment in Clause V of Memorandum of Association of the Company.	98.89	1.11
15.	Resolution 15: Special Resolution Amendment in Article 5 of Articles of Association of the Company.	98.89	1.11

Based on the consolidated Report of the Scrutinizer(s), all Resolutions as set out in the Notice of 28th AGM have been duly approved by the Shareholders with requisite majority.

For Container Corporation of India Limited


(Anil Kumar Gupta) 14/9/16

Chairman & Managing Director

Date: 14th September, 2016
Place: New Delhi

SCRUTINIZER'S REPORT

(Pursuant to Section 108 and Section 109 of the Companies Act, 2013 and Rule 20 and Rule 21 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015)

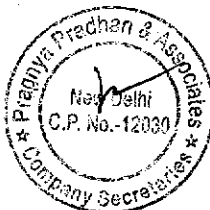
To,

The Chairman
28th Annual General Meeting of
Container Corporation of India Limited.
Concor Bhawan
C-3, Mathura Road
Opp Apollo Hospital,
New Delhi - 110076

Dear Sir,

Sub: Scrutinizer's Report on remote e - voting and poll conducted at the AGM pursuant to the provisions of Section 108 and Section 109 of the Companies Act, 2013 ("the Act") read with Rule 20 and Rule 21 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015

We, D.P Gupta (FCS 2411), Proprietor of SGS ASSOCIATES, Company Secretaries Firm having its registered office at 14, First Floor, Rani Jhansi Road, Jhandewalan, New Delhi- 110055, and Ms. Pragnya Parimita Pradhan (ACS 32778), Company Secretary in Practice having office at WZ-189, 2nd Floor, Hari Bhawan, Khampur, Opp. West Patel Nagar, New delhi 110008 have been appointed as a Scrutinizer and alternate Scrutinizer respectively of **Container Corporation of India Limited** ("the Company") pursuant to section 108 and section 109 of the Companies Act, 2013 read with Rule 20 and Rule 21 of the Companies (Management and administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015, for the purpose of Scrutinizing the remote e-voting and Poll process at the 28th AGM held on 13th September, 2016 in a fair and transparent manner and ascertaining the requisite majority on e-voting and poll carried out as per the provision of Companies Act, 2013 on the below mentioned resolution(s), We submit our report as under:



1. The e-voting period remained open from 10/09/2016 (9.00 a.m.) to 12/09/2016 (5.00 p.m.).
2. The shareholders holding shares as on the "cut off" date i.e 06/09/2016 were entitled to vote on the proposed resolutions (item no.1 to 15) as set out in the Notice of 28th AGM of Container Corporation of India Limited.
3. The votes were unblocked on 13/09/2016 after the conclusion of the said Annual General Meeting in the presence of the following two witnesses who are not in the employment of the Company:

Ms. Shivani Gour (A-10, street no. 1, Brahampuri, New Delhi-110053) and Mrs. Leena Jain (161, North Avenue, New Delhi - 110001) who are not in the employment of the Company. They have signed below in Confirmation of the votes being unblocked in their presence.

Signatures Shivani Gour
Name Shivani Gour

Signatures Leena Jain
Name Leena Jain

4. Thereafter, the details, containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website www.evoting.nsdl.com of M/s **National Securities Depository Limited** and aggregated with the list of equity shareholders who had voted through poll at the 28th AGM of the Company.
5. The results of the e-voting & Polling is as under:

A) Resolution 1:- Adoption of Annual Accounts as on March 2016 (Ordinary Resolution)

(i) Voted in favour of the resolution:

	Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
E-Voting	439	168762102	100.00
Polling At AGM	5	9	-
Total	444	168762111	100.00



(ii) **Voted against the resolution:**

	Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
E-voting	0	0	0
Polling At AGM	0	0	0
Total	0	0	0

(iii) **Invalid Votes:**

	Total number of members whose votes were declared invalid	Total numbers of votes cast by them
E-voting	0	0
Polling At AGM	0	0

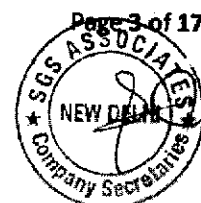
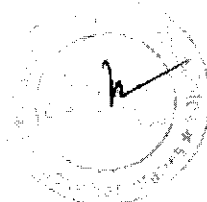
B) Resolution 2:- Confirmation of payment of Interim dividend and Declaration of Final Dividend payable to members (Ordinary Resolution)

(i) **Voted in favour of the resolution:**

	Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
E-Voting	438	168772077	100.00
Polling At AGM	5	9	-
Total	443	168772086	100.00

(ii) **Voted against the resolution:**

	Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
E-voting	0	0	0
Polling At AGM	0	0	0
Total	0	0	0



(iii) **Invalid Votes:**

	Total number of members whose votes were declared invalid	Total numbers of votes cast by them
E-voting	0	0
Polling At AGM	0	0

C) Resolution 3:- Re-appointment of Shri Anil Kumar Gupta, Chairman & Managing Director [DIN: 00066328], (Ordinary Resolution).

(i) **Voted in favour of the resolution:**

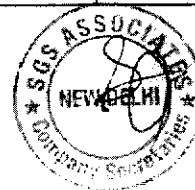
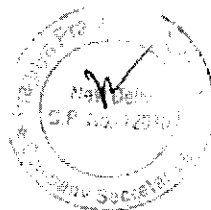
	Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
E-Voting	419	166607077	98.91
Polling At AGM	5	9	-
Total	424	166607086	98.91

(ii) **Voted against the resolution:**

	Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
E-voting	17	1830132	1.09
Polling At AGM	0	0	0
Total	17	1830132	1.09

(iii) **Invalid Votes:**

	Total number of members whose votes were declared invalid	Total numbers of votes cast by them
E-voting	0	0
Polling At AGM	0	0



D) Resolution 4:- Re-appointment of Dr. P. Alli Rani, Director (Finance)
[DIN: 02305257], (Ordinary Resolution).

(i) Voted in favour of the resolution:

	Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
E-Voting	248	137374074	81.40
Polling At AGM	5	9	-
Total	253	137374083	81.40

(ii) Voted against the resolution:

	Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
E-voting	190	31398008	18.60
Polling At AGM	0	0	-
Total	190	31398008	18.60

(iii) Invalid Votes:

	Total number of members whose votes were declared invalid	Total numbers of votes cast by them
E-voting	0	0
Polling At AGM	0	0



**E) Resolution 5:- To take note of appointment of Statutory Auditor
(Ordinary Resolution)**

(i) Voted in favour of the resolution:

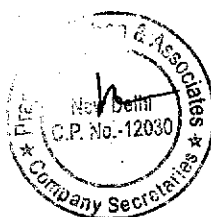
	Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
E-Voting	434	167590656	99.30
Polling At AGM	5	9	-
Total	439	167590665	99.30

(ii) Voted against the resolution:

	Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
E-voting	5	1181446	0.70
Polling At AGM	0	0	-
Total	5	1181446	0.70

(iii) Invalid Votes:

	Total number of members whose votes were declared invalid	Total numbers of votes cast by them
E-voting	0	0
Polling At AGM	0	0



F) Resolution 6:- Appointment of Shri Kamlesh Shivji Vikamsey as Part time Non-official (Independent) Director (Ordinary Resolution)

(i) Voted in favour of the resolution:

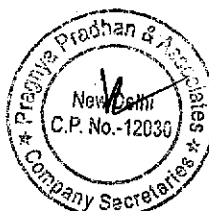
	Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
E-Voting	416	166958332	98.93
Polling At AGM	5	9	-
Total	421	166958341	98.93

(ii) Voted against the resolution:

	Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
E-voting	21	1809085	1.07
Polling At AGM	0	0	-
Total	21	1809085	1.07

(iii) Invalid Votes:

	Total number of members whose votes were declared invalid	Total numbers of votes cast by them
E-voting	0	0
Polling At AGM	0	0



G) Resolution 7:- Appointment of Shri Raj Krishna Malhotra as Part time Non-official (Independent) Director (Ordinary Resolution)

(i) Voted in favour of the resolution:

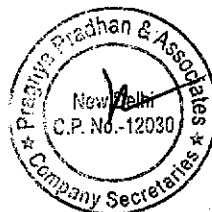
	Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
E-Voting	424	167765522	99.40
Polling At AGM	5	9	-
Total	429	167765531	99.40

(ii) Voted against the resolution:

	Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
E-voting	14	1006560	0.60
Polling At AGM	0	0	-
Total	14	1006560	0.60

(iii) Invalid Votes:

	Total number of members whose votes were declared invalid	Total numbers of votes cast by them
E-voting	0	0
Polling At AGM	0	0



H) Resolution B:- Appointment of Shri Sanjeev Shah as Part time Non-official (Independent) Director (Ordinary Resolution)

(i) Voted in favour of the resolution:

	Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
E-Voting	419	167190662	99.86
Polling At AGM	5	0	-
Total	424	167190671	99.86

(ii) Voted against the resolution:

	Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
E-voting	19	1581420	0.94
Polling At AGM	0	0	-
Total	19	1581420	0.94

(iii) Invalid Votes:

	Total number of members whose votes were declared invalid	Total numbers of votes cast by them
E-voting	0	0
Polling At AGM	0	0



**I) Resolution 9:- Appointment of Shri S. K. Sharma as a Director
(Government Nominee) (Ordinary Resolution)**

(i) Voted in favour of the resolution:

	Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
E-Voting	216	132547365	78.54
Polling At AGM	5	9	-
Total	221	132547374	78.54

(ii) Voted against the resolution:

	Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
E-voting	221	36224712	21.46
Polling At AGM	0	0	-
Total	221	36224712	21.46

(iii) Invalid Votes:

	Total number of members whose votes were declared invalid	Total numbers of votes cast by them
E-voting	0	0
Polling At AGM	0	0



J) Resolution 10:- Appointment of Shri Sanjay Bajpai, Director (Government Nominee) (Ordinary Resolution)

(i) Voted in favour of the resolution:

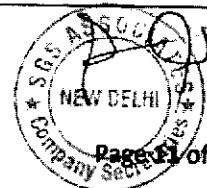
	Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
E-Voting	214	132547330	78.54
Polling At AGM	5	9	-
Total	219	132547339	78.54

(ii) Voted against the resolution:

	Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
E-voting	220	36224112	21.46
Polling At AGM	0	0	-
Total	220	36224112	21.46

(iii) Invalid Votes:

	Total number of members whose votes were declared invalid	Total numbers of votes cast by them
E-voting	0	0
Polling At AGM	0	0



K) Resolution 11:- Appointment of Shri Pradip Kumar Agrawal, director (Domestic Division) (Ordinary Resolution)

(i) Voted in favour of the resolution:

	Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
E-Voting	240	136171725	80.68
Polling At AGM	5	9	-
Total	245	136171734	80.68

(ii) Voted against the resolution:

	Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
E-voting	197	32600347	19.32
Polling At AGM	0	0	-
Total	197	32600347	19.32

(iii) Invalid Votes:

	Total number of members whose votes were declared invalid	Total numbers of votes cast by them
E-voting	0	0
Polling At AGM	0	0



L) Resolution12:- Appointment of Shri Sanjay Swarup, Director (International Marketing & Operations) (Ordinary Resolution)

(i) Voted in favour of the resolution:

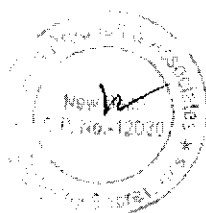
	Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
E-Voting	242	136172359	80.68
Polling At AGM	5	9	-
Total	247	136172368	80.68

(ii) Voted against the resolution:

	Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
E-voting	195	32599718	19.32
Polling At AGM	0	0	-
Total	195	32599718	19.32

(iii) Invalid Votes:

	Total number of members whose votes were declared invalid	Total numbers of votes cast by them
E-voting	0	0
Polling At AGM	0	0



M) Resolution 13:- Increase in Authorised Share Capital from Rs. 200 crore to Rs.400 crore (Ordinary Resolution)

(i) Voted in favour of the resolution:

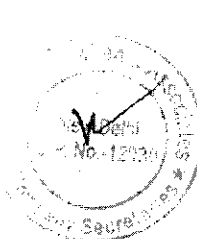
	Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
E-Voting	422	166905695	98.89
Polling At AGM	5	9	-
Total	427	166905704	98.89

(ii) Voted against the resolution:

	Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
E-voting	16	1866397	1.11
Polling At AGM	0	0	-
Total	16	1866397	1.11

(iv) Invalid Votes:

	Total number of members whose votes were declared invalid	Total numbers of votes cast by them
E-voting	0	0
Polling At AGM	0	0



N) Resolution 14:- amendment in Clauses V of the Memorandum of Association (Special Resolution)

(i) Voted in favour of the resolution:

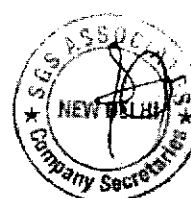
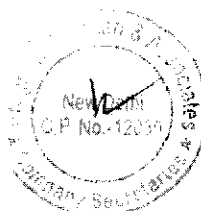
	Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
E-Voting	420	166905845	98.89
Polling At AGM	5	9	-
Total	425	166905854	98.89

(ii) Voted against the resolution:

	Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
E-voting	16	1866221	1.11
Polling At AGM	0	0	-
Total	16	1866221	1.11

(iii) Invalid Votes:

	Total number of members whose votes were declared invalid	Total numbers of votes cast by them
E-voting	0	0
Polling At AGM	0	0



O) Resolution 15:- Amendment oin Article 5 of the Articles of Association (Special Resolution)

(i) Voted in favour of the resolution:

	Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
E-Voting	422	166905889	98.89
Polling At AGM	5	9	-
Total	427	166905898	98.89

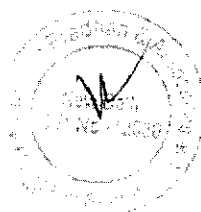
(ii) Voted against the resolution:

	Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
E-voting	15	1866192	1.11
Polling At AGM	0	0	-
Total	15	1866192	1.11

(iii) Invalid Votes:

	Total number of members whose votes were declared invalid	Total numbers of votes cast by them
E-voting	0	0
Polling At AGM	0	0

6. We have maintained a register either manually or electronically to record the assent or dissent, received, mentioning the particulars of name, address, folio number or client ID of the shareholders, number of shares held by them, nominal value of such shares and whether the shares have differential voting rights.
7. The said register, all other papers and relevant records relating to electronic voting & poll shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and .



thereafter the same shall be handed over to the Whole-time Director or Company Secretary for safe keeping.

Thanking You



Scrutinizer

Pragnya Parimita Pradhan

Pragnya Parimita Pradhan

Alternate Scrutinizer



Place: New Delhi

Dated: 14th September 2016