

कॉन/आइआरसी/SE/104/VOL-VI/

दिनांक : 16.10.2017

1. The Bombay Stock Exchange Ltd., Mumbai
Phiroze Jeejeebhoy Towers, Dalal Street
Mumbai-400001
2. National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor, Plot No. C/1,G Block
Bandra-Kurla Complex, Bandra (E)
Mumbai-400 051

Code No.531344
Fax : 022-22723121/3719/2037/
2039/2041/2061/1072

Fax: 022-2659 8237/38

Sub: Minutes of 29th AGM of CONCOR held on 20.09.2017

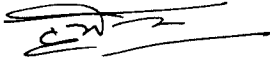
Dear Sir/Madam,

Minutes of 29th Annual General Meeting of CONCOR held on 20.09.2017 have been approved by chairman and a copy of the same are as per attachment.

This is for your information and record please.

Thanking you,

Yours faithfully,
For Container Corporation of India Ltd.,



(Harish Chandra)
Executive Director (Finance) & Company Secretary

Encl: as above.

**CONTAINER CORPORATION OF INDIA LIMITED
(CONCOR)**

भारतीय कंटेनर निगम लिमिटेड (कॉनकॉर)

MINUTES OF 29th ANNUAL GENERAL MEETING, HELD ON 20th SEPTEMBER, 2017 AT 16:00 HRS., AT AUDITORIUM, NATIONAL RAIL MUSEUM, NYAYA MARG, NEAR BHUTAN EMBASSY, CHANAKYAPURI, NEW DELHI-110 021.

1. PRESENT

SHAREHOLDERS:

- (i) Shareholders of the company participated in the e-voting process (maximum 577 in one resolution and minimum 568 in another resolution) which remained open during the period 9.00 a.m. on 16.09.2017 to 5.00 p.m. on 19.09.2017 at www.evoting.nsdl.com.
- (ii) In person 117 at AGM representing in total 117 folios/accounts.
- (ii) Shareholder (nominee of President of India) from Ministry of Railways :

Shri Prabhas Dansana, Executive Director TT (S), Railway Board

DIRECTORS/ AUDITORS/COMPANY SECRETARY/ OTHERS:

Shri V. Kalyana Rama	Chairman and Managing Director
Dr. P. Alli Rani	Director (Finance) & CFO
Shri P. K. Agrawal	Director (Domestic Division)
Shri Sanjay Swarup	Director (International Mktg. & Opn.)
Shri Kamlesh Shivji Vikamsey	Director and Chairman/ Audit & Ethics Committee
Shri Sanjeev S. Shah	Director and Chairman/ Nomination & Remuneration Committee
Shri Arun K. Agarwal	{ Statutory Auditors from M/s. Arun K. Agarwal & Associates, Chartered Accountants Secretarial Auditor Representative of Secretarial Auditor M/s SGS Associates, Company Secretaries (Scrutinizer for e-voting and poll at AGM)
Shri Akhil Rohatgi	
Shri Deepak Kumar	
Shri D.P. Gupta	

Ms. Pragnya Parimita Pradhan M/s Pragnya Pradhan & Associates, Company
Secretaries (Alternate Scrutinizer)
Shri Harish Chandra Executive Director (Finance) & CS

2. REGISTERS/DOCUMENTS:

The applicable registers/documents of the company, including Financial Statements for the year 2016-17, Auditors' Report, Directors' Report, C&AG Comments, Secretarial Audit report, Register of Directors' and Key Managerial Personnel and their shareholding, etc. were accessible and remained open for inspection during the continuance of the meeting.

3. CHAIRMAN OF MEETING:

As per Article 49 of the Articles of Association of CONCOR, the Chairman of the Board shall be entitled to take the chair at every general meeting of the Company. Accordingly, Shri V. Kalyana Rama being Chairman of the Board took the chair which was welcomed by all the shareholders.

4. QUORUM:

At the outset, ED (Finance) & Company Secretary welcomed all the shareholders on behalf of the Company and introduced the directors and auditors present in the meeting. The businesses before the meeting were taken up, as per notice of Annual General Meeting, as requisite quorum was present. The quorum was present throughout the meeting. The shareholders were also briefed about the provisions under the Companies Act, 2013, including the provisions that when a company has provided e-voting facility, the businesses at the AGM are not to be carried out by show of hands.

5. CHAIRMAN'S SPEECH AND PROCEEDINGS:

Welcoming the shareholders, the Chairman in his speech briefly dwelled on the economic scenario, performance of the Company during the financial year 2016-17 and its future plans, etc. He inter-alia also informed that Directors have recommended final dividend for FY 2016-17 @75% on the paid up equity share capital of Rs.243.72 Crores (paid up share capital post allotment of bonus shares) in addition to interim dividend @96% (already paid) on the paid up equity share capital of Rs.194.97 Crores. A printed copy of the Chairman's speech at the Annual General Meeting was distributed to the members at the meeting. Further, the Chairman also informed the shareholders the reasons for non-availability of Shri Sanjay Bajpai and Shri S. K. Sharma, Directors at the meeting.

The Notice of AGM, audited Financial Statements (standalone plus consolidated) for the year 2016-17, Reports of Directors', Statutory Auditors', Secretarial auditor and Comments of C&AG of India, etc. already circulated were taken as read with the permission of the shareholders.

Thereafter, the agenda item no.1 to agenda item no.6 along with the proposed resolution to be passed as per the notice of AGM were read by the Chairman, except item no.6. The item no.6, which was for appointment as Chairman and Managing Director was read, with the permission of shareholders present, by Shri P. K. Agrawal, Director (Domestic Division).

The Chairman invited members present at the meeting for their queries/clarifications, if any. The queries/clarifications of the members were replied to by the Chairman to the satisfaction of the members.

The Chairman informed the shareholder that voting on the proposed resolutions can be done by way of poll for which Shri D.P. Gupta of M/s SGS Associates, Company Secretaries will be the scrutinizer and Ms. Pragnya Parimita Pradhan of M/s Pragnya Pradhan & Associates will be the alternate scrutinizer and requisite arrangements for the same has been made. It was also informed that they were scrutinizers and alternate scrutinizers for the purpose of e-voting done by the shareholders as well during the period 16.09.2017 (9.00 a.m.) to 19.09.2017 (5.00 p.m.). The shareholders, who have not cast their votes through e-voting, may cast their votes in the two ballot boxes placed in the meeting. He also informed that the result of voting (both e-voting plus voting at AGM) will be declared not later than 5 p.m. on 22.09.2017 and the same will be placed on company's website, NSDL website, on notice board at the registered office of the company and will be simultaneously intimated to the stock exchanges.

Subsequently, on the basis of the reports of the scrutinizer dated 20th September, 2017 on e-voting and voting at the AGM, the following Ordinary Resolutions as set out in agenda item no. 01 to 06 of the notice of 29th Annual General meeting of CONCOR were deemed to have been duly approved/passed by the shareholders with requisite majority in the said AGM.

ORDINARY BUSINESSES:

ITEM NO.1: TO RECEIVE, CONSIDER AND ADOPT THE FINANCIAL STATEMENTS (STANDALONE AND CONSOLIDATED) OF THE COMPANY FOR THE

**YEAR ENDED 31ST MARCH, 2017, INCLUDING
BALANCE SHEET AS AT 31ST MARCH, 2017,
THE STATEMENT OF PROFIT AND LOSS FOR
THE YEAR ENDED ON THAT DATE AND THE
REPORTS OF BOARD OF DIRECTORS AND
AUDITORS THEREON**

"RESOLVED THAT the Financial Statements (Standalone and Consolidated) of the Company, including Balance Sheet as at 31st March, 2017 and Statement of Profit & Loss for the year ended on that date along with the Reports of the Board of Directors and Auditors and Comments of Comptroller and Auditor General of India thereon, be and are hereby approved and adopted."

**ITEM NO.2: TO CONFIRM THE PAYMENT OF INTERIM
DIVIDEND AND TO DECLARE FINAL DIVIDEND
ON EQUITY SHARES FOR THE FINANCIAL
YEAR ENDED 31ST MARCH, 2017**

"RESOLVED THAT the Final Dividend @ 75% (i.e. Rs.7.50 per equity share) on the paid up Equity Share Capital of Rs.243.72 crores of the Company for financial year 2016-17, be and is hereby approved.

FURTHER RESOLVED that the Interim Dividend for financial year 2016-17 @ 96% (i.e. Rs.9.60 per equity share- already paid during 2016-17) on the paid up Equity Share Capital of Rs.194.97 crores, be and is hereby confirmed and approved."

**ITEM NO.3: TO APPOINT A DIRECTOR IN PLACE OF DR. P.
ALLI RANI, DIRECTOR (FINANCE) (DIN:
02305257), WHO RETIRES BY ROTATION AND
BEING ELIGIBLE, OFFERS HERSELF FOR
REAPPOINTMENT**

"RESOLVED THAT Dr. P. Alli Rani, Director (Finance) (DIN: 02305257), be and is hereby re-appointed as Director of the company."

**ITEM NO.4: TO APPOINT A DIRECTOR IN PLACE OF SHRI
S. K. SHRAMA, DIRECTOR (GOVERNEMENT
NOMINEE) (DIN:07522844), WHO RETIRES BY
ROTATION AND BEING ELIGIBLE, OFFERS
HIMSELF FOR REAPPOINTMENT**

"RESOLVED THAT Shri S. K. Sharma, Director (Government Nominee) (DIN 07522844), be and is hereby re-appointed as Director of the company."

ITEM NO.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 THEIR REMUNERATION

"RESOLVED that the appointment of M/s. Arun K Agarwal & Associates, Chartered Accountants, as Statutory Auditors of the Company for the financial year 2016-17 in terms of the order CA.V/ COY/ CENTRAL GOVERNMENT, CCIL(9)/ 1292, dated 01.09.2016 of Comptroller & Auditor General of India be and is hereby noted. They 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:

ITEM NO. 6: APPOINTMENT OF SHRI V. KALYANA RAMA (DIN: 07201556), AS CHAIRMAN AND MANAGING DIRECTOR/ CONCOR

"Resolved that pursuant to the applicable provisions of the Companies Act, 2013 and Rules made there under, Shri V. Kalyana Rama (DIN: 07201556), who was appointed as Chairman and Managing Director by the Ministry of Railways vide its order no. 2015/E/(O)II/40/13, dated 30.09.2016 and was accordingly appointed as Chairman and Managing Director of the company by the Board of Directors on 30.09.2016 for a period of five years with effect from the date of his assumption of charge of the post i.e. 01.10.2016, be and is hereby appointed as Chairman & Managing Director of the Company, who would be liable to retire by rotation, on terms & conditions determined by the Govt. of India."

RESULT OF E-VOTING AND VOTING AT AGM:

The result of e-voting (conducted from 9 a.m. on 16.09.2017 to 5 p.m. on 19.09.2017) and the voting conducted at Annual General Meeting on 20.09.2017, as per the report of the Scrutinizer, were intimated to the Stock Exchanges on 21.09.2017 and were simultaneously uploaded on the website of the Company. The result of voting are annexed as Annexure-A.

Accordingly, all the Resolutions for item no. 1 to item no.6 of the notice of 29th Annual General Meeting of the Company held on 20.09.2017 were duly passed with requisite majority.

VOTE OF THANKS:

The AGM ended at 05.00 p.m. with a vote of thanks to the Chair.

दिनांक : 12.10.2017

स्थान : नई दिल्ली

Sd/-

(वी. कल्याण रामा)

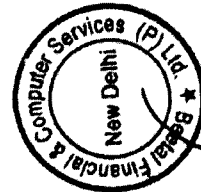
अध्यक्ष एवं प्रबंध निदेशक

CONTAINER CORPORATION OF INDIA LTD.
Voting result of the 29th ANNUAL GENERAL MEETING of the Company Held on September 20, 2017

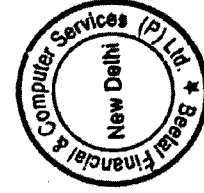
Date of AGM	20-Sep-17
Total No. of shareholders as on Record Date (13/09/2017)	47710
No of shareholders present in the meeting either in person or through proxy: Promoters and Promoters Group Public	117 1 116
No of shareholders attended the meeting through Video Conferencing Promoters and Promoters Group Public	Facility was not provided

Detail of the Agenda:

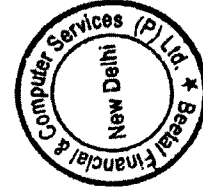
Item No. 1	To receive, consider and adopt the Financial Statements (Standalone and Consolidated) of the Company for the year ended 31st March, 2017, including Balance Sheet as at 31st March, 2017, the Statement of Profit and Loss for the year ended on that date and the Reports of Board of Directors and Auditors thereon.									
Resolution required: (Ordinary/ Special)	Ordinary									
Whether promoter/ promoter group are interested in the agenda/resolution?	NO									
Category	Mode of Voting	No. of shares held	No. of votes Polled	% of votes Polled on Outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled		
		(1)	(2)	(3)=[(2)/(1)]*	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100		
Promoter and Promoter Group	E-Voting		133553990	100.00	133553990	0.0000	100.0000	0.0000		
	Poll		0	0.0000	0	0	0.0000	0.0000		
	Postal Ballot (if Any)		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000		
	TOTAL	133553990	133553990	100.0000	133553990	0.0000	100.0000	0.0000		
Public - Institutional holders	E-Voting		68620027	69.1993	68620027	0	100.0000	0.0000		
	Poll		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000		
	Postal Ballot (if Any)	99162875	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000		
	TOTAL	99162875	68620027	69.1993	68620027	0	100.0000	0.0000		
Public - Non Institutional holders	E-Voting		1156930	10.5167	1156798	132	99.9886	0.0114		
	Poll		55	0.0005	55	0	100.0000	0.0000		
	Postal Ballot (if Any)	11000874	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000		
	TOTAL	11000874	1156985	10.5172	1156853	132	99.9886	0.0114		
G-TOTAL		243717739	203331002	83.4289	203330870	132	99.9999	0.0001		



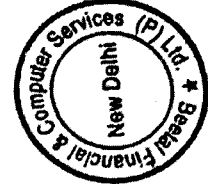
Item No. 2	To confirm the payment of Interim dividend and to declare final dividend on equity shares for the financial year ended 31st March, 2017.									
Resolution required: (Ordinary/ Special)	Ordinary									
Whether promoter/ promoter group are interested in the agenda/resolution?	NO									
Category	Mode of Voting	No. of shares held	No. of votes Polled	% of votes Polled on Outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled		
		(1)	(2)	(3)=[(2)/(1)]*	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100		
Promoter and Promoter Group	E-Voting	133553990	133553990	100.00	133553990	0.0000	100.0000	0.0000		
	Poll		0	0.0000	0	0.0000	0.0000	0.0000		
	Postal Ballot (if Any)		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000		
	TOTAL		133553990	100.0000	133553990	0.0000	100.0000	0.0000		
Public - Institutional holders	E-Voting	99162875	68643202	69.2227	68643202	0	100.0000	0.0000		
	Poll		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000		
	Postal Ballot (if Any)		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000		
	TOTAL		99162875	69.2227	68643202	0	100.0000	0.0000		
Public - Non Institutional holders	E-Voting	11000874	1156948	10.5169	1156843	105	99.9909	0.0091		
	Poll		55	0.0005	55	0	100.0000	0.0000		
	Postal Ballot (if Any)		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000		
	TOTAL		1157003	10.5174	1156898	105	99.9909	0.0091		
G-TOTAL		243717739	203354195	83.4384	203354090	105	99.9999	0.0001		



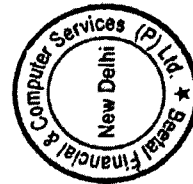
Item No. 3	To appoint a Director in place of Dr. P. Alli Rani, Director (Finance) (DIN: 02305257), who retires by rotation and being eligible, offers herself for reappointment.									
Resolution required: (Ordinary/ Special)	Ordinary									
Whether promoter/ promoter group are interested in the agenda/resolution?	NO									
Category	Mode of Voting	No. of shares held	No. of votes Polled	% of votes Polled on Outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled		
		(1)	(2)	(3)=[(2)/(1)]*	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100		
Promoter and Promoter Group	E-Voting		133553990	100.00	133553990	0.0000	100.0000	0.0000		
	Poll		0	0.0000	0	0.0000	0.0000	0.0000		
	Postal Ballot (if Any)	133553990	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000		
	TOTAL	133553990	133553990	100.0000	133553990		100.0000	0.0000		
Public - Institutional holders	E-Voting		68569193	69.1480	48958788	19610405	71.4006	28.5994		
	Poll		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000		
	Postal Ballot (if Any)	99162875	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000		
	TOTAL	99162875	68569193	69.1480	48958788	19610405	71.4006	28.5994		
Public - Non Institutional holders	E-Voting		1156478	10.5126	1156062	416	99.9640	0.0360		
	Poll		55	0.0005	55	0	100.0000	0.0000		
	Postal Ballot (if Any)	11000874	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000		
	TOTAL	11000874	1156533	10.5131	1156117	416	99.9640	0.0360		
G-TOTAL		243717739	203279716	83.4078	183668895	19610821	90.3528	9.6472		



Item No. 4	To appoint a Director in place of Shri S. K. Sharma, Director (Government Nominee) (DIN: 07522844), who retires by rotation and being eligible, offers himself for reappointment.									
Resolution required: (Ordinary/ Special)	Ordinary									
Whether promoter/ promoter group are interested in the agenda/resolution?	NO									
Category	Mode of Voting	No. of shares held	No. of votes Polled	% of votes Polled on Outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled		
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100		
Promoter and Promoter Group	E-Voting	133553990	133553990	100.00	133553990	0.0000	100.0000	0.0000		
	Poll		0	0.0000	0	0.0000	0.0000	0.0000		
	Postal Ballot (if Any)		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000		
	TOTAL	133553990	133553990	100.0000	133553990	0.0000	100.0000	0.0000		
Public - Institutional holders	E-Voting	99162875	68569193	69.1480	41923399	26645794	61.1403	38.8597		
	Poll		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000		
	Postal Ballot (if Any)		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000		
	TOTAL	99162875	68569193	69.1480	41923399	26645794	61.1403	38.8597		
Public - Non Institutional holders	E-Voting	11000874	1156427	10.5121	1156037	390	99.9663	0.0337		
	Poll		55	0.0005	55	0	100.0000	0.0000		
	Postal Ballot (if Any)		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000		
	TOTAL	11000874	1156482	10.5126	1156092	390	99.9663	0.0337		
G-TOTAL		243717739	203279665	83.4078	176633481	26646184	86.8919	13.1081		



Item No. 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 their remuneration.									
Resolution required: (Ordinary/ Special)		Ordinary									
Whether promoter/ promoter group are interested in the agenda/resolution?		NO									
Category		Mode of Voting	No. of shares held	No. of votes Polled	% of votes Polled on Outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled		
			(1)	(2)	(3)=[(2)/(1)]*	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100		
Promoter and Promoter Group	E-Voting			133553990	100.00	133553990	0.0000	100.0000	0.0000		
	Poll			0	0.0000	0	0.0000	0.0000	0.0000		
	Postal Ballot (if Any)		133553990	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000		
	TOTAL		133553990	133553990	100.0000	133553990		100.0000	0.0000		
Public - Institutional holders	E-Voting			68643202	69.2227	68643202	0	100.0000	0.0000		
	Poll			0.0000	0.0000	0.0000	0.0000	0.0000	0.0000		
	Postal Ballot (if Any)		99162875	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000		
	TOTAL		99162875	68643202	69.2227	68643202	0	100.0000	0.0000		
Public - Non Institutional holders	E-Voting			1156510	10.5129	1155528	982	99.9151	0.0849		
	Poll			55	0.0005	55	0	100.0000	0.0000		
	Postal Ballot (if Any)		11000874	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000		
	TOTAL		11000874	1156510	10.5134	1155583	982	99.9151	0.0849		
G-TOTAL			243717739	203353757	83.4382	203352775	982	99.9995	0.0005		



Appointment of Shri V. Kalyana Rama as Chairman and Managing Director (DIN: 07201556) of CONCOR.									
Item No. 6									
Resolution required: (Ordinary/ Special)	Ordinary								
Whether promoter/ promoter group are interested in the agenda/resolution?	NO								
Category	Mode of Voting	No. of shares held	No. of votes Polled	% of votes Polled on Outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled	
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting		133553990	100.00	133553990	0.0000	100.0000	0.0000	
	Poll		0	0.0000	0	0.0000	0.0000	0.0000	
	Postal Ballot (if Any)	133553990	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	
	TOTAL	133553990	133553990	100.0000	133553990	0.0000	100.0000	0.0000	
Public - Institutional holders	E-Voting		68262527	68.8388	64405497	3857030	94.3497	5.6503	
	Poll		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	
	Postal Ballot (if Any)	99162875	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	
	TOTAL	99162875	68262527	68.8388	64405497	3857030	94.3497	5.6503	
Public - Non Institutional holders	E-Voting		1156663	10.5143	1156510	153	99.9868	0.0132	
	Poll		55	0.0005	55	0	100.0000	0.0000	
	Postal Ballot (if Any)	11000874	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	
	TOTAL	11000874	1156718	10.5148	1156565	153	99.9868	0.0132	
G-TOTAL		243717739	202973235	83.2821	199116052	3857183	98.0997	1.9003	

