

SE/104/Vol-VII/

दिनांक : 25.10.2022

**Sub: Minutes of 34<sup>th</sup> AGM of CONCOR held on 28.09.2022.**

A copy of the minutes of 34<sup>th</sup> Annual General Meeting of CONCOR held on 28.09.2022 are as per attachment.

This is for your information and record please.

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

**भारतीय कंटेनर निगम लिमिटेड**

**MINUTES OF 34<sup>th</sup> ANNUAL GENERAL MEETING OF CONTAINER CORPORATION OF INDIA LIMITED, HELD ON WEDNESDAY, 28<sup>th</sup> SEPTEMBER, 2022 AT 15:00 HRS., THROUGH VIDEO CONFERENCE (VC) / OTHER AUDIO VISUAL MEANS (OAVM).**

**1. PRESENT**

**SHAREHOLDERS:**

- (i) Shareholders of the company participated in the remote e-voting and voting at AGM process (maximum 1396 in one resolution and minimum 1391 in another resolution) which remained open during the period 9.00 a.m. on 24.09.2022 to 5.00 p.m. on 27.09.2022 at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- (ii) Shareholder (nominee of President of India) from Ministry of Railways at AGM:  
Shri Manoj Kumar Srivastava, Principal Executive Director, TT (M), Railway Board.
- (iii) Through VC/ OAVM: 154 at AGM representing in total 154 folios/accounts, including President of India Nominee above.

**DIRECTORS/ AUDITORS/COMPANY SECRETARY/ OTHERS:**

- |    |                        |   |
|----|------------------------|---|
| 1. | Shri V. Kalyana Rama   | Chairman and Managing Director                                  |
| 2. | Shri P. K. Agrawal     | Director (Domestic Division)                                    |
| 3. | Shri Sanjay Swarup     | Director (International Mktg. & Opn.)                           |
| 4. | Shri Manoj Kumar Dubey | Director (Finance) & CFO  |
| 5. | Shri Satendra Kumar    | Independent Director and Chairman of Audit and Ethics Committee |

6.	Shri Kedarashish Bapat	Independent Director and Chairman of Stakeholders' Relationship Committee
7.	Shri Chesong Bikramsing Terang	Independent Director
8.	Smt. Chandra Rawat	Independent Director and Chairman of Nomination and Remuneration Committee
9.	Shri Ram Prakash	Additional Member (RE) also looking after as Additional Member (Planning), Railway Board
10.	Shri Deepak Kumar Jha,	Executive Director Traffic Transportation (S), Railway Board
11.	Smt. Ila Singh	Deputy C&AG of India
12.	Shri S. N. Nanda	Statutory Auditors, M/s. S. N. Nanda & Associates, Chartered Accountants
13.	Shri Kumar Naresh Sinha	Secretarial Auditor, M/S Kumar Naresh Sinha & Associates, Company Secretaries
14.	Shri Rakesh Kumar	Scrutinizer, M/s R K & Associates, Company Secretaries
15.	Shri Amit Agrawal	Alternate Scrutinizer, M/s Amit Agrawal & Associates
16.	Shri Deepak Kumar	M/s Akhil Rohatgi & Co, Practicing Company Secretaries
17.	Shri Harish Chandra	Executive Director (Finance) & Company Secretary

Sl. No.9 & 10 are the persons for whom orders were received from the Ministry of Railways for their appointment as Directors on the Board of the Company.

## **2. REGISTERS/DOCUMENTS:**

The applicable registers/documents of the company, including Financial Statements for the year 2021-22, Auditors' Report, Directors' Report, C&AG Comments, Secretarial Audit report, Register of Directors' and Key Managerial Personnel and their shareholding, Register of Contracts or arrangements in which directors are interested etc. were accessible and remained open for inspection at the Annual General Meeting.

## **3. MEETING THROUGH VC/ OAVM:**

At the outset, ED (Finance) & Company Secretary informed that in terms of General Circular no(s) 14/2020, 17/2020, 20/2020, 02/2021 and 02/2022 dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021 and May 5, 2022 respectively issued by the Ministry of Corporate Affairs and other applicable circular(s) of MCA and SEBI, this meeting has been convened through VC/OAVM for which necessary arrangements have been made by the Company through M/s National Securities Depository Limited (NSDL).

## **4. CHAIRMAN OF MEETING:**

ED (Finance) & Company Secretary apprised that 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 the shareholders.

## **5. QUORUM:**

ED (Finance) & Company Secretary welcomed all the shareholders, including the President of India nominee present at AGM. He also introduced the directors, auditors, scrutinizers, etc. present in the meeting. He declared that requisite quorum for the meeting was present. The quorum was present throughout the meeting. Further, the shareholders were 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.

## **6. CHAIRMAN'S SPEECH AND PROCEEDINGS:**

Welcoming the shareholders, the Chairman in his speech briefly enumerated the economic scenario, performance of the Company during the financial year 2021-22 and its future plans, etc. He inter-alia also informed that Directors have recommended final dividend of Rs.3/- per equity share of Rs.5/- each for FY 2021-22 which was in addition to the two interim dividends of Rs.4/- per equity and Rs.2/- per equity share paid during the year 2021-22.

The Notice of AGM, audited Financial Statements (standalone plus consolidated) for the year 2021-22, Reports of Directors, Statutory Auditors, Secretarial Auditor and Comments of C&AG of India, etc. already circulated, were taken as read.

Reference was drawn towards the report of the Statutory Auditors dated 19.05.2022 on the Stand-alone and Consolidated Financial Statements of the Company. It was confirmed that C&AG of India has conducted supplementary audit of Standalone and Consolidated Financial Statements of the Company for the year 2021-22 and has issued its comments on Financial Statements. It was informed that said comments along-with management replies were sent to the shareholders vide email dated 22.09.2022 and reference was drawn towards placing the same in the annual report of the Company, which was available on its website.

It was also informed that in the Auditors' Report there was no qualification and in respect of certain other observations in their report listed in emphasis of matter, key audit matters, items in Companies (Auditor's Report) Order, 2020, reference was drawn towards remarks of the management on the same as provided in annual report.

Regarding the observations of the Secretarial Auditors and the Auditor who had issued Corporate Governance Certificate, the management replies on the same were informed and reference was drawn toward said replies of the management included in annual report of the Company.

Thereafter, a brief of the agenda item no.1 to agenda item no.9 in the notice of the meeting was given to the shareholders.

It was informed in the meeting that in terms of section 108 of Companies Act, 2013, Rule 20 of Companies (Management and Administration) Rules, 2014 and Regulation 44(3) of SEBI (LODR) Regulations, 2015, Company had provided remote e-voting facility to its shareholders to cast their vote on resolutions proposed in the notice for convening 34<sup>th</sup> Annual General Meeting through NSDL. Remote e-voting was done by the shareholders during the period 24.09.2022 (9:00 a.m.) to 27.09.2022 (5:00 p.m.). The shareholders, who have not casted their votes through remote e-voting, may cast their votes through NSDL system during AGM for which necessary arrangements were made. Shri Rakesh Kumar of M/s R K & Associates, Company Secretaries was the Scrutinizer and Mr. Amit Agrawal of M/s Amit Agrawal & Associates, Practicing Company Secretaries was the alternate Scrutinizer for remote e-Voting and e-Voting at 34<sup>th</sup> AGM of the Company.

ED (Finance) & CS invited members who had pre-registered themselves as 'Speaker Shareholder' for the AGM to share their views with the management or raise their queries, if any. Further, queries posted in chat box were also noted. The shareholders submitted their observations about the performance and initiatives of the company. Further, some shareholders appreciated and congratulated Chairman & Managing Director, Board Members and the Management for the performance and achievements of the Company. The observations of the shareholders were noted and clarifications provided suitably. The Chairman thanked the shareholders for their continued support.

It was announced in the meeting that the voting would be kept open for another 15 minutes and the result for voting would be declared within two working days of the conclusion of AGM on receipt of the Scrutinizer's Report. The Results/Scrutinizer's Report will be placed on the Company's website and also forwarded to NSDL (e-Voting agency) and the Stock Exchanges in compliance with the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

There being no other business to transact, the Chairman announced closure of the business of the meeting. Executive Director (Finance) & Company Secretary presented a vote of thanks. Thereafter, the 34<sup>th</sup> Annual General Meeting concluded at 04:25 P.M. (including the time allowed for e-voting).

Subsequently, on the basis of the reports dated 29.09.2022 of Shri Rakesh Kumar, Scrutinizer for remote e-voting and e-voting at the AGM, the following Resolutions as set out in agenda item no. 01 to 09 of the notice of 34<sup>th</sup> Annual General meeting of CONCOR were deemed to have been duly approved/ passed by the shareholders with requisite majority in the said AGM held on 28.09.2022:

**ORDINARY BUSINESSES: ORDINARY RESOLUTIONS**

**ITEM NO.1: TO RECEIVE, CONSIDER AND ADOPT THE FINANCIAL STATEMENTS (STANDALONE AND CONSOLIDATED) OF THE COMPANY FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2022, INCLUDING BALANCE SHEET AS AT 31<sup>ST</sup> MARCH, 2022, 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 31<sup>st</sup> March, 2022 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 DIVIDENDS AND TO DECLARE FINAL DIVIDEND ON EQUITY SHARES FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2022**

"RESOLVED THAT the two Interim Dividends of 80% (i.e. Rs.4.00 per equity share of face value of Rs.5.00 each) and 40% (i.e. Rs.2.00 per equity share of face value of Rs.5.00 each) already paid during the year 2021-22 and Final Dividend of 60% (i.e. Rs.3.00 per equity share of face value of Rs.5.00 each) on the paid up Equity Share Capital of Rs.304.65 crores of the Company for financial year 2021-22 be and are hereby approved."

**ITEM NO.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**

"RESOLVED THAT Shri V. Kalyana Rama, Chairman and Managing Director (DIN: 07201556), be and is hereby re-appointed as Chairman and Managing Director of the company."

**ITEM NO.4: TO APPOINT A DIRECTOR IN PLACE OF SHRI PRADIP K. AGRAWAL, DIRECTOR (DOMESTIC DIVISION) (DIN: 07557080), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR REAPPOINTMENT.**

"RESOLVED THAT Shri Pradip K. Agrawal, Director (Domestic Division) (DIN: 07557080), be and is hereby re-appointed as Director (Domestic Division) of the company."

**ITEM NO.5: TO TAKE NOTE OF THE APPOINTMENT OF M/S S. N. NANDA & CO., CHARTERED ACCOUNTANTS, NEW DELHI AS STATUTORY AUDITORS OF THE COMPANY AND FIX AUDITORS' REMUNERATION**

"RESOLVED that the appointment of M/s. S. N. Nanda & Co., Chartered Accountants, as Statutory Auditors of the Company for the financial year 2021-22 in terms of the order No./CA.V/COY/CENTRAL GOVERNMENT, CCIL(1)/33, dated 18.08.2021 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."



## **SPECIAL BUSINESSES: SPECIAL RESOLUTIONS**

### **ITEM NO. 6: APPOINTMENT OF SHRI CHESONG BIKRAMSING TERANG (DIN: 09401230), AS NON-OFFICIAL INDEPENDENT DIRECTOR**

"Resolved that pursuant to the applicable provisions of the Companies Act, 2013 and Rules made thereunder, Shri Chesong Bikramsing Terang (DIN: 09401230), who was appointed as a Non-official Independent Director by the President of India vide the Ministry of Railways' order no. 2019/PL/57/22, dated 09.11.2021 and was accordingly appointed w.e.f. 16.11.2021 as Director of the Company by the Board of Directors 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 08.11.2024 or until further orders, whichever is earlier."

### **ITEM NO.7: APPOINTMENT OF SHRI SATENDRA KUMAR (DIN: 09344018), AS NON-OFFICIAL INDEPENDENT DIRECTOR**

"Resolved that pursuant to the applicable provisions of the Companies Act, 2013 and Rules made thereunder, Shri Satendra Kumar (DIN:09344018), who was appointed as a Non-official Independent Director by the President of India vide Ministry of Railways' order no. 2019/PL/57/22, dated 09.11.2021 and was accordingly appointed w.e.f. 09.11.2021 as Director of the Company by the Board of Directors 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 08.11.2024 or until further orders, whichever is earlier."

### **ITEM NO.8: APPOINTMENT OF SMT. CHANDRA RAWAT (DIN: 09409425), AS NON-OFFICIAL INDEPENDENT DIRECTOR**

"Resolved that pursuant to the applicable provisions of the Companies Act, 2013 and Rules made thereunder, Smt. Chandra Rawat (DIN: 09409425), who was appointed as a Non-official Independent Director by the President of India vide Ministry of Railways' order no. 2019/PL/57/22, dated 09.11.2021 and was accordingly appointed w.e.f. 23.11.2021 as Director of

the Company by the Board of Directors and in respect of whom the Company has received a notice in writing from the director herself, be and is hereby appointed as a Director of the Company for a period of three years ending on 08.11.2024 or until further orders, whichever is earlier."

**ITEM NO.9: APPOINTMENT OF SHRI KEDARASHISH BAPAT (DIN: 02535543), AS NON-OFFICIAL INDEPENDENT DIRECTOR**

"Resolved that pursuant to the applicable provisions of the Companies Act, 2013 and Rules made thereunder, Shri Kedarashish Bapat (DIN: 02535543), who was appointed as a Non-official Independent Director by the President of India vide Ministry of Railways order no. 2019/PL/57/22, dated 09.11.2021 and was accordingly appointed w.e.f. 09.11.2021 as Director of the Company by the Board of Directors 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 08.11.2024 or until further orders, whichever is earlier."

**7. RESULT OF E-VOTING AND VOTING AT AGM:**

Subsequently, the result of remote e-voting (conducted from 9 a.m. on 24.09.2022 to 5 p.m. on 27.09.2022) and the voting conducted at Annual General Meeting on 28.09.2022, as per the report of the Scrutinizer dated 29.09.2022, were intimated to the Stock Exchanges on 29.09.2022 and were simultaneously uploaded on the website of the Company and on the website of NSDL (e-Voting service provider agency). The result of voting and the consolidated report of the Scrutinizer are annexed as **Annexure-A** and **Annexure-B** respectively.

Accordingly, all the Resolutions for item no. 1 to item no. 9 of the notice of 34<sup>th</sup> Annual General Meeting of the Company held on 28.09.2022 were duly passed with requisite majority.

दिनांक : 18.10.2022

स्थान: नई दिल्ली

sd/-

(वी. कल्याण रामा)

अध्यक्ष एवं प्रबंध निदेशक

## Annexure-A

CONTAINER CORPORATION OF INDIA LTD.  
Voting result of the 34th ANNUAL GENERAL MEETING of the Company Held on September 28, 2022

Date of AGM	28-Sep-22
Total No. of shareholders as on Record Date (21/09/2022)	128692
No of shareholders present in the meeting either in person or through proxy: Promoters and Promoters Group Public	NA
No of shareholders attended the meeting through Video Conferencing Promoters and Promoters Group Public	154 1 153

### 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, 2022, including Balance Sheet as at 31st March, 2022, 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)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		333884975	100.00	333884975	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if Any)	333884975						
	TOTAL	333884975	333884975	100.0000	333884975	0	100.0000	0.0000
Public - Institutional holders	E-Voting		201466917	78.6201	193712755	7754162	96.1511	3.8489
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if Any)	256253642						
	TOTAL	256253642	201466917	78.6201	193712755	7754162	96.1511	3.8489
Public - Non Institutional holders *	E-Voting		343889	1.7952	343395	494	99.8563	0.1437
	Poll		2812	0.0147	2811	1	99.9644	0.0356
	Postal Ballot (if Any)	19155731						
	TOTAL	19155731	346701	1.8099	346206	495	99.8572	0.1428
G-TOTAL		609294348	535698593	87.9211	527943936	7754657	98.5524	1.4476

\* Includes 3,134 shares transferred to IEPF Authority which have no voting rights.



Item No. 2	To confirm the payment of Interim dividends and to declare Final dividend on equity shares for the financial year ended 31st March, 2022.							
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		333884975	100.00	333884975	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if Any)	333884975						
	TOTAL	333884975	333884975	100.0000	333884975	0	100.0000	0.0000
Public - Institutional holders	E-Voting		202125484	78.8771	202125484	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if Any)	256253642						
	TOTAL	256253642	202125484	78.8771	202125484	0	100.0000	0.0000
Public - Non Institutional holders *	E-Voting		344027	1.7959	343513	514	99.8506	0.1494
	Poll		2812	0.0147	2811	1	99.9644	0.0356
	Postal Ballot (if Any)	19155731						
	TOTAL	19155731	346839	1.8106	346324	515	99.8515	0.1485
G-TOTAL		609294348	536357298	88.0293	536356783	515	99.9999	0.0001

\* Includes 3,134 shares transferred to IEPF Authority which have no voting rights.



Item No. 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.							
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		333884975	100.00	333884975	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if Any)	333884975						
	TOTAL	333884975	333884975	100.0000	333884975	0	100.0000	0.0000
Public - Institutional holders	E-Voting		201901286	78.7896	182975431	18925855	90.6262	9.3738
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if Any)	256253642						
	TOTAL	256253642	201901286	78.7896	182975431	18925855	90.6262	9.3738
Public - Non Institutional holders *	E-Voting		344027	1.7959	342326	1701	99.5056	0.4944
	Poll		2812	0.0147	2811	1	99.9644	0.0356
	Postal Ballot (if Any)	19155731						
	TOTAL	19155731	346839	1.8106	345137	1702	99.5093	0.4907
G-TOTAL		609294348	536133100	87.9925	517205543	18927557	96.4696	3.5304

\* Includes 3,134 shares transferred to IEPFAuthority which have no voting rights.



Item No. 4	To appoint a Director in place of Shri Pradip K. Agrawal, Director (Domestic Division) (DIN: 07557080), 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		333884975	100.00	333884975	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if Any)	333884975						
	TOTAL	333884975	333884975	100.0000	333884975	0	100.0000	0.0000
Public - Institutional holders	E-Voting		202074037	78.8566	197926680	4146357	97.9481	2.0519
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if Any)	256253642						
	TOTAL	256253642	202074037	78.8566	197926680	4146357	97.9481	2.0519
Public - Non Institutional holders *	E-Voting		343757	1.7945	342155	1602	99.5340	0.4660
	Poll		2812	0.0147	2811	1	99.9644	0.0356
	Postal Ballot (if Any)	19155731						
	TOTAL	19155731	346569	1.8092	344966	1603	99.5375	0.4625
G-TOTAL		609294348	536304581	88.0206	532156621	4147960	99.2266	0.7734

\* Includes 3,134 shares transferred to IEPFAuthority which have no voting rights.



Item No. 5	To take note of the appointment of M/s. S. N. Nanda & Co., Chartered Accountants, New Delhi as Statutory Auditors of the Company and fix auditors' remuneration and to pass the following resolution as an Ordinary							
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		333884975	100.00	333884975	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if Any)	333884975						
	TOTAL	333884975	333884975	100.0000	333884975	0	100.0000	0.0000
Public - Institutional holders	E-Voting		202070821	78.8558	187606962	14463859	92.8422	7.1578
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if Any)	256253642						
	TOTAL	256253642	202070821	78.8558	187606962	14463859	92.8422	7.1578
Public - Non Institutional holders *	E-Voting		344027	1.7959	342717	1310	99.6192	0.3808
	Poll		2812	0.0147	2811	1	99.9644	0.0356
	Postal Ballot (if Any)	19155731						
	TOTAL	19155731	346839	1.8106	345528	1311	99.6220	0.3780
G-TOTAL		609294348	536302635	88.0203	521837465	14465170	97.3028	2.6972

\* Includes 3,134 shares transferred to IEPFAuthority which have no voting rights.



Item No. 6	Appointment of Shri Chesong Bikramsing Terang (DIN: 09401230) as Non-Official Independent Director.							
Resolution required: (Ordinary/ Special)	Special							
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		333884975	100.00	333884975	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if Any)	333884975						
	TOTAL	333884975	333884975	100.0000	333884975	0	100.0000	0.0000
Public - Institutional holders	E-Voting		201913347	78.7943	78539511	123373836	38.8976	61.1024
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if Any)	256253642						
	TOTAL	256253642	201913347	78.7943	78539511	123373836	38.8976	61.1024
Public - Non Institutional holders *	E-Voting		343448	1.7929	341915	1533	99.5536	0.4464
	Poll		2812	0.0147	2811	1	99.9644	0.0356
	Postal Ballot (if Any)	19155731						
	TOTAL	19155731	346260	1.8076	344726	1534	99.5570	0.4430
G-TOTAL		609294348	536144582	87.9943	412769212	123375370	76.9884	23.0116

\* Includes 3,134 shares transferred to IEPFAuthority which have no voting rights.





Item No. 7	Appointment of Shri Satendra Kumar (DIN:09344018), as Non-Official Independent Director .							
Resolution required: (Ordinary/ Special)	Special							
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	333884975	333884975	100.00	333884975	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if Any)							
	TOTAL		333884975	100.0000	333884975	0	100.0000	0.0000
Public - Institutional holders	E-Voting	256253642	202052853	78.8488	185878932	16173921	91.9952	8.0048
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if Any)							
	TOTAL		202052853	78.8488	185878932	16173921	91.9952	8.0048
Public - Non Institutional holders *	E-Voting	19155731	343441	1.7929	341903	1538	99.5522	0.4478
	Poll		2812	0.0147	2811	1	99.9644	0.0356
	Postal Ballot (if Any)							
	TOTAL		19155731	346253	1.8076	344714	99.5555	0.4445
G-TOTAL		609294348	536284081	88.0172	520108621	16175460	96.9838	3.0162

\* Includes 3,134 shares transferred to IEPFAuthority which have no voting rights.



Item No. 8	Appointment of Smt. Chandra Rawat (DIN: 09409425), as Non-Official Independent Director.							
Resolution required: (Ordinary/ Special)	Special							
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	333884975	333884975	100.00	333884975	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if Any)							
	TOTAL		333884975	100.0000	333884975	0	100.0000	0.0000
Public - Institutional holders	E-Voting	256253642	201913347	78.7943	91514015	110399332	45.3234	54.6766
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if Any)							
	TOTAL		201913347	78.7943	91514015	110399332	45.3234	54.6766
Public - Non Institutional holders *	E-Voting	19155731	343448	1.7929	341603	1945	99.4337	0.5663
	Poll		2812	0.0147	2811	1	99.9644	0.0356
	Postal Ballot (if Any)							
	TOTAL		19155731	346260	1.8076	344314	99.4380	0.5620
G-TOTAL		609294348	536144582	87.9943	425743304	110401278	79.4083	20.5917

\* Includes 3,134 shares transferred to IEPFAuthority which have no voting rights.



Item No. 9	Appointment of Shri Kedarashish Bapat (DIN: 02535543), as Non-Official Independent Director.							
Resolution required: (Ordinary/ Special)	Special							
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	333884975	333884975	100.00	333884975	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if Any)							
	TOTAL		333884975	100.0000	333884975	0	100.0000	0.0000
Public - Institutional holders	E-Voting	256253642	202073037	78.8566	146548386	55524651	72.5225	27.4775
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if Any)							
	TOTAL		256253642	202073037	78.8566	146548386	55524651	72.5225
Public - Non Institutional holders *	E-Voting	19155731	343448	1.7929	341901	1547	99.5496	0.4504
	Poll		3362	0.0176	3361	1	99.9703	0.0297
	Postal Ballot (if Any)							
	TOTAL		19155731	346810	1.8105	345262	99.5536	0.4464
G-TOTAL		609294348	536304822	88.0206	480778623	55526199	89.6465	10.3535

\* Includes 3,134 shares transferred to IEPFAuthority which have no voting rights.



## Annexure-B



Flat No.-6A, LGE, Khasra No. 117/1/2,  
Gali No.-1, Rajpur Khurd Extn. Colony,  
Near Ramchander Mkt, New Delhi-68  
Mob: 9999301705, 9871220081  
Email : csrakeshkumar@gmail.com  
cs.rkassociates@gmail.com

Ref. ....

Date 29/09/2022

### SCRUTINIZER'S REPORT ON REMOTE E-VOTING FOR 34<sup>th</sup> AGM OF CONTAINER CORPORATION OF INDIA LIMITED

To,  
The Chairman  
Of the 34<sup>th</sup> Annual General Meeting of  
CONTAINER CORPORATION OF INDIA LIMITED  
C-3, CONCOR Bhawan, Mathura Road,  
Opp. Apollo Hospital, New Delhi-110076.

**Subject: Consolidated Scrutinizer Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 for the 34<sup>th</sup> Annual General Meeting of the Container Corporation of India Limited held on Wednesday, 28<sup>th</sup> September, 2022 at 3.00 p.m. (IST) through video conferencing (VC)/other audio visual means (OAVM).**

Dear Sir,

1. Pursuant to the resolution passed by the Board of Directors of CONTAINER CORPORATION OF INDIA LIMITED (hereinafter referred to as the "Company") on 04.08.2022, I have been appointed as a Scrutinizer for scrutinizing the e-voting process in a fair and transparent manner as mentioned under Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and circulars issued by MCA taking covid-19 conditions into consideration.
2. The Company engaged NATIONAL SECURITIES DEPOSITORY LIMITED (NSDL) as the Service Provider for extending the facility of electronic voting to the shareholders of the Company. The Service Provider provided a system for recording the votes of the Shareholders electronically on all the items of business sought to be transacted in the 34<sup>th</sup> Annual General Meeting ("AGM") of the Company, which was held on Wednesday, the 28<sup>th</sup> September, 2022. NATIONAL SECURITIES DEPOSITORY LIMITED (NSDL) had set up e-voting facility on their website: <https://www.evoting.nsdl.com>.
3. As on the cut-off date for dispatch of Notice of Annual General Meeting, there were 1,33,567 Shareholders of the Company. The Notice of Annual General Meeting and Circular for e-voting was sent through email to eligible Shareholders whose email IDs were made available by the depositories and for those holding shares in physical form to the extent email ids were available with the RTA. All shareholders who became members after the dispatch of notice upto the cut-off date of 21.09.2022 are eligible to vote as well and there were 1,28,692 shareholder as on cutoff date who were eligible to vote.
4. The Notice sent through email contained the detailed procedure to be followed by the shareholders who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended.
5. The cut-off date for the purposes of identifying the shareholders who were entitled to vote on the resolutions placed for the approval of the shareholders was 21<sup>st</sup> September, 2022. The remote e-voting facility was kept open from 24<sup>th</sup> September, 2022 (9.00 A.M.) to 27<sup>th</sup> September, 2022 (05.00 P.M.)
6. Pursuant to Rule 20(4)(v) of Companies (Management and Administration) Rules, 2014 and relevant MCA Circulars, the Company released an advertisement, which was published on 05.09.2022 in Business Standard, Indian Express and Financial Express in English language (All India Editions) and JanSatta & Business Standard in Hindi language (All India Edition) newspapers. The notice published in the newspaper carried the required information as specified in the Rule 20 of Companies (Management and Administration) Rules, 2014 as amended and in accordance with relevant MCA Circulars.





7. At the end of the voting period on September 27, 2022 at 5.00 P.M. the voting Portal of the service provider was blocked forthwith. On September 28<sup>th</sup>, 2022 after the conclusion of Annual General Meeting, the votes cast through remote e-voting facility were duly unblocked by undersigned as a Scrutinizer in the presence of CS Ranjan Kumar Jha (FCS 8342) & Ms. Jyoti Panshotra (Student registration no. 240662958/05/2018) who acted as the witnesses and are not in the employment of the company, as prescribed in sub-rule (4)(xii) of said Rule 20 of Companies (Management and Administration) Rules, 2014.
8. Particulars of all Votes cast by electronic mode have been entered in the register separately maintained for the purpose in electronic mode.

As a Scrutinizer, the report of the remote e-voting and e-voting at AGM carried by the shareholders, the detail of which were obtained from the e-voting agency, were duly compiled and found that all resolutions have been passed with requisite majority. The details for same are as follows:

**Resolution Number-1 : To receive, consider and adopt the Financial Statements (Standalone and Consolidated) of the Company for the year ended 31<sup>st</sup> March, 2022, including Balance Sheet as at 31st March, 2022, the Statement of Profit and Loss for the year ended on that date and the Reports of Board of Directors and Auditors thereon. (Ordinary Resolution)**

Particulars	No. of Members who cast their votes electronically	No. of Equity Shares of the Nominal Value of Rs.5/- each. (Votes)	% age of the Total Votes received
Total Number of Votes in favour of Resolution	1362	527943936	98.5524
Total Number of Votes against the resolution	30	7754657	01.4476
Total Number of Invalid Votes	0	0	0
Total Votes received by electronic mode	1392	535698593	100.0000

**Resolution Number-2 : To confirm the payment of Interim dividends and to declare Final dividend on equity shares for the financial year ended 31st March, 2022. (Ordinary Resolution)**

Particulars	No. of Members who cast their votes electronically	No. of Equity Shares of the Nominal Value of Rs.5/- each. (Votes)	% age of the Total Votes received
Total Number of Votes in favour of Resolution	1380	536356783	99.9999
Total Number of Votes against the resolution	16	515	0.0001
Total Number of Invalid Votes	0	0	0
Total Votes received by electronic mode	1396	536357298	100.0000

**Resolution Number-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. (Ordinary Resolution)**

Particulars	No. of Members who cast their votes electronically	No. of Equity Shares of the Nominal Value of Rs.5/- each. (Votes)	% age of the Total Votes received
Total Number of Votes in favour of Resolution	1268	517205543	96.4696



Total Number of Votes against the resolution	124	18927557	03.5304
Total Number of Invalid Votes	0	0	0
Total Votes received by electronic mode	1392	536133100	100.0000

**Resolution Number-4 : To appoint a Director in place of Shri Pradip Kumar Agrawal, Director (Domestic Division) (DIN: 07557080), who retires by rotation and being eligible, offers himself for reappointment. (Ordinary Resolution)**

Particulars	No. of Members who cast their votes electronically	No. of Equity Shares of the Nominal Value of Rs.5/- each. (Votes)	% age of the Total Votes received
Total Number of Votes in favour of Resolution	1331	532156621	99.2266
Total Number of Votes against the resolution	61	4147960	00.7734
Total Number of Invalid Votes	0	0	0
Total Votes received by electronic mode	1392	536304581	100.0000

**Resolution Number-5 : To take note of the appointment of M/s. S. N. Nanda & Co., Chartered Accountants, New Delhi as Statutory Auditors of the Company and fix auditors' remuneration (Ordinary Resolution)**

Particulars	No. of Members who cast their votes electronically	No. of Equity Shares of the Nominal Value of Rs.5/- each. (Votes)	% age of the Total Votes received
Total Number of Votes in favour of Resolution	1273	521837465	97.3028
Total Number of Votes against the resolution	121	14465170	2.6972
Total Number of Invalid Votes	0	0	0
Total Votes received by electronic mode	1394	536302635	100.0000

**Resolution Number-6 : To appoint Shri Chesong Bikramsing Terang (DIN: 09401230), as non-official Independent Director. (Special Resolution)**

Particulars	No. of Members who cast their votes electronically	No. of Equity Shares of the Nominal Value of Rs.5/- each. (Votes)	% age of the Total Votes received
Total Number of Votes in favour of Resolution	956	412769212	76.9884
Total Number of Votes against the resolution	437	123375370	23.0116
Total Number of Invalid Votes	0	0	0
Total Votes received by electronic mode	1393	536144582	100.0000



**Resolution Number-7 : To appoint Shri Satendra Kumar (DIN:09344018) as non-official Independent Director. (Special Resolution)**

Particulars	No. of Members who cast their votes electronically	No. of Equity Shares of the Nominal Value of Rs.5/- each. (Votes)	% age of the Total Votes received
Total Number of Votes in favour of Resolution	1296	520108621	96.9838
Total Number of Votes against the resolution	95	16175460	03.0162
Total Number of Invalid Votes	0	0	0
Total Votes received by electronic mode	1391	536284081	100.0000

**Resolution Number-8 : To appoint Smt. Chandra Rawat (DIN:09409425) as non-official Independent Director. (Special Resolution)**

Particulars	No. of Members who cast their votes electronically	No. of Equity Shares of the Nominal Value of Rs.5/- each. (Votes)	% age of the Total Votes received
Total Number of Votes in favour of Resolution	972	425743304	79.4083
Total Number of Votes against the resolution	421	110401278	20.5917
Total Number of Invalid Votes	0	0	0
Total Votes received by electronic mode	1393	536144582	100.0000

**Resolution Number-9 : To appoint Shri Kedarasish Bapat (DIN: 02535543) as non-official Independent Director. (Special Resolution)**

Particulars	No. of Members who cast their votes electronically	No. of Equity Shares of the Nominal Value of Rs.5/- each. (Votes)	% age of the Total Votes received
Total Number of Votes in favour of Resolution	1218	480778623	89.6465
Total Number of Votes against the resolution	176	55526199	10.3535
Total Number of Invalid Votes	0	0	0
Total Votes received by electronic mode	1394	536304822	100.0000



I hereby confirm that I am maintaining the registers received from the e-voting service provider both electronically and manually in respect of the votes cast through remote e-voting by the shareholders of the Company. All the relevant records relating to e-voting shall remain in my safe custody until the Chairman considers, approves and sign the minutes of the 34<sup>th</sup> AGM and the same shall thereafter be handed over to the Company Secretary of the Company for safe keeping.

Thanking you,  
Yours Sincerely



**CS RAKESH KUMAR**  
(SCRUTINIZER)  
(C. P. No. 8553, M.NO. F 7695)



Place: New Delhi  
UDIN: F007695D001078435  
Date: 29<sup>th</sup> September, 2022

**Witness :**

1. CS Ranjan Kumar Jha  
Membership No. FCS 8342

2. Ms. Jyoti Panshotra  
Student Registration No. 240662958/05/2018



29/9/22

**वी. कल्याण रामा / V. KALYANA RAMA**  
अध्यक्ष एवं प्रबंध निदेशक / Chairman & Managing Director  
भारतीय कंटेनर निगम लिमिटेड  
Container Corporation of India Ltd.