



ANNUAL REPORT 2012-13



CONTAINER CORPORATION OF INDIA LTD.
(A Govt. of India Undertaking)

मिशन

“हमारा मिशन अपने व्यावसायिक सहयोगियों और शेयरधारकों के साथ मिलकर कॉनकॉर को एक उत्कृष्ट कंपनी बनाने का है। अपने व्यावसायिक सहयोगियों के सक्रिय सहयोग से तथा लाभप्रदता एवं वृद्धि सुनिश्चित करके अपने ग्राहकों को अनुक्रियाशील, लागत प्रभावी, दक्ष और विश्वसनीय संभारतंत्र साधन उपलब्ध कराकर हम अवश्य ही ऐसा कर पाएंगे। हम अपने ग्राहकों की पहली पसंद बने रहने के लिए प्रयासरत हैं। हम अपने सामाजिक दायित्वों के प्रति दृढ़तापूर्वक प्रतिबद्ध हैं और हम पर जो विश्वास रखा गया है, उस पर खरे उतरेंगे।”

Mission

“Our mission is to join with our community partners and stake holders to make Concor a company of outstanding quality. We do this by providing responsive, cost effective, efficient and reliable logistics solutions to our customers through synergy with our community partners and ensuring profitability and growth. We strive to be the first choice for our customers. We will be firmly committed to our social responsibility and prove worthy of trust reposed in us.”



लक्ष्य

“हम ग्राहक केंद्रित, निष्पादन प्रेरित, परिणाम अभिमुख संगठन बनेंगे जिसका मुख्य लक्ष्य ग्राहकों को प्रतिलाभ दिलाना होगा।”

“हम संसाधनों का लाभप्रद उपभोग करने हेतु तथा उच्च गुणवत्ता वाली सेवाएं देने के लिए प्रयासरत रहेंगे और श्रेष्ठता हेतु मानक स्थापित करने के रूप में हमारी पहचान होंगी।”

“हम परिष्कृत नवीन सेवाएं देने के लिए निरन्तर नए और बेहतर विकल्प खोजेंगे। ग्राहकों की सुविधा और संतुष्टि ही हमारा ध्येय होगा। हम अपने व्यावसायिक प्रतिस्पर्धियों से सीख लेंगे और श्रेष्ठता हेतु सदैव प्रयासरत रहेंगे।”

“हम अपने संगठन के लक्ष्यों और मिशन के समर्थन में परिमेय निष्पादन लक्ष्य निर्धारित करेंगे। हम अपने प्रतिस्पर्धियों के मुकबले स्वयं ही मानक स्थापित करेंगे तथा अपने संगठन की उन्नति के लिए अपने व्यवसाय और परिचालन के सभी क्षेत्रों में एक संव्यावसायिक, सक्षम और समर्पित टीम के रूप में कार्य करेंगे।”

“हम व्यवसाय-सम्मत उच्चतम मानकों का अनुसरण करेंगे तथा उत्तरदायी निगमित हस्ती के रूप में सामाजिक दायित्वों का निर्वहन करते हुए व्यावसायिक समुदाय के लिए समाजिक मूल्यों में अत्यधिक वृद्धि करेंगे।”

“हम अपने कार्यालयीन कार्यों में पूर्णतः सत्यनिष्ठा, ईमानदारी, पारदर्शिता और निष्पक्षता बनाए रखेंगे। हम निजी जिंदगी में भी नैतिकता के उच्च आदर्श बनाए रखने हेतु प्रयासरत रहेंगे।”

Objectives

“ We will be a customer focussed , performance driven , result oriented organisation, focussed on providing value for money to our customers..”

“ We will strive to maximise productive utilisation of resources, deliver high quality of services, and be recognised as setting the standards for excellence.”

“ We will constantly look for new and better ways to provide innovative services. We will aim for customer convenience and satisfaction, learn from our competitors and always strive for excellence.”

“ We will set measurable performance goals to support the objectives and mission of our organisation and work as a professional, competent and dedicated team for the organisation to achieve excellence in all areas of our business and operations by benchmarking ourselves with our competitors.”

“ We will follow highest standards of business ethics and add social value for the community at large by discharging social obligations as a responsible corporate entity.”

“ We will maintain absolute integrity, honesty, transparency and fair-play in all our official dealings and strive to maintain high standards of morality in our personal life.”



CONTENTS

1.	10 Years Performance at a Glance – Financial & Physical	01
2.	Company Information	02
3.	Board of Directors of CONCOR	03-06
4.	Notice	07-14
5.	Letter From Chairman And Managing Director	15-16
6.	Director's Report	17-25
7.	Addendum to the Directors' Report	26-29
8.	Corporate Governance Report	30-39
9.	Management Discussion and Analysis	40-43
10.	Certificate on Corporate Governance	44
11.	Business Responsibility Report	45-69
12.	Balance Sheet	70
13.	Profit & Loss Account	71
14.	Notes Annexed to Balance Sheet and Profit & Loss Account	72-79
15.	Significant Accounting Policies	80-81
16.	Other Notes	82-95
17.	Independent Auditors' Report	96-100
18.	Cash Flow Statement	101
19.	Container Corporation of India Limited -Consolidated Financial Statements	102-129
20.	Independent Auditors' Report on Consolidated Financial Statements	130-131
21.	Comments of the Comptroller and Auditor General of India Under Section 619 (4) of the Companies Act, 1956 - CONCOR	132
22.	Proxy Form	133
23.	Attendance Slip	134
24.	ECS & ECS Mandate Form	135-136
25.	Network of CONCOR's Terminals & Offices	137-138

10 YEARS FINANCIAL/PHYSICAL PERFORMANCE (YEAR WISE DATA)

FINANCIAL PERFORMANCE

(₹ in Crore)

S.NO	PARTICULARS	2003-04	2004-05	2005-06	2006-07	2007-08	2008-09	2009-10	2010-11	2011-12	2012-13
1	Total Income (Including other Income)	1,807.40	2,043.33	2,489.16	3,141.94	3,510.33	3,628.25	3,885.73	4,032.11	4,377.49	4,743.38
2	Expenditure (Incl. increase/decrease in stock)	1,253.15	1,366.82	1,735.54	2,166.11	2,455.49	2,486.10	2,744.04	2,828.60	3,037.35	3,358.59
3	Operating Margin (1-2)	554.25	676.51	753.62	975.83	1,054.84	1,142.15	1,141.69	1,203.51	1,340.14	1,384.79
4	Interest Expenses	0.25	0.29	0.23	-	-	-	-	-	-	-
5	Depreciation	55.28	66.62	83.26	93.58	106.34	115.91	135.10	145.23	158.49	172.71
6	Profit before Tax	498.72	609.60	670.13	882.25	948.50	1,026.24	1,006.59	1,058.28	1,181.65	1,212.08
7	Profit after Tax	367.59	428.60	525.80	703.82	752.21	791.20	786.69	875.95	877.88	940.03
8	Dividend	81.24	94.23	116.98	142.98	168.98	181.98	181.98	201.48	214.47	227.47
9	Profit & Loss Account Balance	1,186.72	1,465.38	1,805.21	2,273.49	2,752.78	3,251.95	3,747.47	4,301.29	4,842.12	5,422.82
10	General Reserve	125.53	168.39	220.97	291.35	366.15	380.28	458.95	546.54	634.33	728.33
11	Term Loan	11.99	10.60	-	-	-	-	-	-	-	-
12	Reserves & Surplus (9+10)	1,312.25	1,633.77	2,026.18	2,564.84	3,118.93	3,632.23	4,206.42	4,847.83	5,476.45	6,151.15
13	Fixed Assets (Gross Block)	1,198.79	1,538.62	1,793.61	2,025.33	2,244.24	2,640.95	2,988.86	3,286.15	3,503.78	3,994.43
14	Sundry Debtors	5.78	5.73	8.52	9.90	13.83	15.72	17.64	17.27	19.59	25.74
15	Foreign Exchange Earnings	0.26	0.66	-	-	-	-	-	-	-	-
16	Share Capital	64.99	64.99	64.99	64.99	64.99	129.98	129.98	129.98	129.98	129.98
17	Capital Employed	1,387.90	1,600.86	1,940.09	2,456.61	3,030.16	3,507.20	4,100.33	4,962.42	5,557.11	6,073.22
18	Government Investment	41.00	41.00	41.00	41.00	41.00	82.00	82.00	82.00	82.00	82.00
19	Net Worth (12+16)	1,377.24	1,698.76	2,091.17	2,629.83	3,183.92	3,762.21	4,336.40	4,977.81	5,606.43	6,281.13
20	Profit Before Tax to Capital Employed (6÷17)	0.36	0.38	0.35	0.36	0.31	0.29	0.25	0.21	0.21	0.20
21	Operating Margin to Capital Employed (3÷17)	0.40	0.42	0.39	0.40	0.35	0.33	0.28	0.24	0.24	0.23
22	Profit after Tax to Share Capital (7÷16)	5.66	6.59	8.09	10.83	11.57	6.09	6.05	6.74	6.75	7.23
23	Expenditure to Income (2÷1)	0.69	0.67	0.70	0.69	0.70	0.69	0.71	0.70	0.69	0.71
24	Number of Employees	915	988	1,036	1,080	1,134	1,176	1,129	1,147	1,164	1,198
25	Income per Employee (1÷24)	1.98	2.07	2.40	2.91	3.10	3.09	3.44	3.52	3.76	3.96
26	Foreign Exchange Earnings Per Employee (15÷24)	0.00	0.00	-	-	-	-	-	-	-	-
27	Current Ratio	2.51	2.38	2.47	2.98	3.54	3.51	4.05	5.59	5.73	5.55
28	Debt/Equity Ratio (11÷19)	0.01	0.01	-	-	-	-	-	-	-	-
29	Investments	3.45	84.00	129.38	131.70	155.36	203.08	240.54	243.96	293.10	482.16

PHYSICAL PERFORMANCE (TEUs)*

1	International Handling	1251618	1376516	1556714	1715661	1977399	1854959	1882277	2018551	2136000	2152034
2	Domestic Handling	350501	351460	373848	389605	470370	453273	538970	543746	468311	433652
3	Total (1+2)	1602119	1727976	1930562	2105266	2447769	2308232	2421247	2562297	2604311	2585686

* Twenty Foot equivalent units



COMPANY INFORMATION

BOARD OF DIRECTORS

Shri Anil Kumar Gupta

Chairman & Managing Director

Shri Harpreet Singh

Director (Projects & Services)

Shri Yash Vardhan

Director (Intl. Marketing & Opn.)

Smt. P. Alli Rani

Director (Finance)

Shri Kundan Sinha

Director

Shri Manoj K. Akhouri

Director

Lt. Gen. Arvind Mahajan (Retd.), PVSM, AVSM, VSM&bar

Director

Dr. (Prof.) A. K. Bandyopadhyay

Director

Dr. (Prof.) Shri Kausik Gupta

Director

Shri Sudhir Mathur

Director

Shri Pradeep Bhatnagar

Director

Shri Deepak Gupta

Director

Shri M.P. Shorawala

Director

COMPANY SECRETARY

Shri Harish Chandra

Group General Manager (Finance) & Company Secretary

STATUTORY AUDITORS

M/s Kumar Chopra & Associates
New Delhi

BRANCH AUDITORS

M/s K.L. Banerjee & Co.
Kolkatta

M/s A.V. Deven & Co.
Chennai

M/s Jain Seth & Co.
Ahmedabad

M/s Chandak Khanzode & Shenwai
Nagpur

Rao & Babu Associates
Hyderabad

M/s Natvarlal Vepari and Co.
Mumbai

BANKERS

Andhra Bank
Axis Bank Ltd.
Bank of India
Canara Bank
CitiBank
Corporation Bank
HDFC Bank Ltd.
ICICI Bank Ltd.
IDBI Bank Ltd.
Indian Overseas Bank
Indian Bank
Punjab National Bank
Punjab & Sind Bank
Standard Chartered Bank
Syndicate Bank
State Bank of India
State Bank of Patiala
Union Bank of India
YES Bank Ltd.

Registrars & Share Transfer Agent

M/s. Beetal Financial & Computer
Services (P) Ltd., New Delhi

BOARD OF DIRECTORS OF CONCOR



Chairman
& Managing Director

Shri Anil Kumar Gupta took over as Chairman and Managing Director, CONCOR w.e.f. 05.03.2013. He is an IRTS officer of 1982 batch and has worked with Indian Railways at senior positions, prior to joining CONCOR. During his tenure with CONCOR, he has held several key positions, including Director (Domestic) upto 29.12.2009 and Managing Director w.e.f. 30.12.2009. He is a leading transport sector professional with specialist expertise and skills in the areas of Marketing & Commercial Activities, Ports and shipping, Railway Operations and Inter-modal and Landside Transport Logistics and Distribution. Shri Gupta holds qualifications of M.A., M.Phil. (Economics) from Delhi School of Economics and MBA (NMP).



Director
(Projects & Services)

Shri Harpreet Singh took over as Director (Projects & Services) in CONCOR on 20th July, 2006. He is a graduate in Mechanical Engineering, Electrical Engineering and he has also completed Master of Business Administration in Finance from National Institute of Financial Management (NIFM). Sh. Harpreet Singh was an officer of IRSME and joined Indian Railways in 1980. He held various positions in Indian Railways before joining Container Corporation of India Ltd. He was closely associated with setting up of Diesel Components Works at Patiala, a greenfield project from the initial stages to production built up stage. He also held important positions in Railway Board, Northern Railway and North Central Railway including Chief Motive Power Engineer (Diesel) at North Central Railway before he joined CONCOR in his capacity as Director (Projects & Services). He has been trained in India as well as abroad.



Director
(Intl. Marketing & Operations)

Shri Yash Vardhan took over as Director (International Marketing & Operation), CONCOR w.e.f. 28.09.2007. Prior to joining CONCOR he held various positions, as an IRTS officer of 1983 batch, in Indian Railways. In Railways he had worked at various key positions, including Dy. Chief Operations Manager (Goods), Central Railways, Chief Transportation Manager (Petroleum), Western Sector and Chief Catering Manager, Northern Railways. During his tenure with CONCOR he has held inter-alia held the positions of GGM, CGM and Executive Director, Western Region/Mumbai and Executive Director (IM&O). Shri Yash Vardhan has a rich experience in Railway Operations, Commercial, Safety, Planning, Marketing, International Operations and Setting up & management of Container terminals. Shri Yash Vardhan has done B.Sc., M.Sc. & M. Phil. in Chemistry from Delhi University.



Director (Finance)

Smt. P. Alli Rani, Director (Finance) completed her education in economics at the university level in a M. Phil Degree in economics. Subsequently she acquired twin Post Graduate Degrees in Management specializing in Finance & Marketing. Her career began with the Indian Economic Service (IES), a specialized cadre of the Government of India recruited to conduct economic analysis in the Central Ministries and adjunct offices. Subsequently, she joined the Indian Railway Accounts Service in 1986, a specialized cadre for handling the Finances of the Indian Railways. She joined the Telecom Sector in the early years of her career and spent six years in the sector initially in the DoT and the last two years in BSNL. She once again joined the Railways in 2001 but this time as part of its Corporate Business, taking over as Group General Manager/ Finance of CONCOR. Subsequently elevated as Executive Director, she was elected to the Board of Directors of the company in the year 2009 by the Public Enterprises Selection Board (PESB) and took over as Director Finance of the company.



Director

Shri Kundan Sinha belongs to the Indian Railways Traffic Service, who is currently functioning as Adviser (Rates), Railway Board. Previously he has had the experience of working in various capacities on Indian Railways such as Chief Operations Manager (on South Eastern Railway), Senior Deputy General Manager (on Northern Railway), Divisional Railway Manager (of Bilaspur Division), etc.



Director

Shri Manoj Krishna Akhouri, an IRTS officer has done M.Sc. (Tech) in Applied Geology from Indian School of Mines, Dhanbad, in 1985. Joined Indian Railways in Indian Railway Traffic Service (1987 Batch) and has wide experience in Railway operations, planning traffic related works, remodeling mega terminal to enhance handling capacity, development of multi modal logistic parks, etc and has held significant posts over Zonal Railways and in Ministry of Railways (Railway Board) in the Operating, Safety and Planning Departments. Also worked as General Manager (Operations) in Dedicated Freight Corridor and Group General Manager (International Marketing) in Container Corporation of India.



Director

Lt. Gen. (Retd.) Arvind Mahajan, Part-Time Non-Official Director (Independent) has served Indian Army, Corps of Electronics and Mechanical Engineers, Ministry of Environment & Forests, Military College of Electronics and Mechanical Engineers (MCEME), Border Road Organization (BRO), Director General of Quality Assurance, Army Headquarters and National Defence College at various key and eminent positions. He has vast experience in security advising, overall equipment management in Indian Army. A keen administrator with expertise in devising policies & directives, managing operations with focus on achieving the organisation's mission and strategic direction. He was awarded with PVSM, AVSM, VSM and Bar by Hon'ble President of India. He was also honoured with Chief of Naval Staff Commendation Card and Chief of Army staff Commendation Card (two times). He is a multi-faceted professional with domain expertise in the fields of operational logistics and supply chain management, equipment management, environmental clearances, mining, disaster management. He holds PG Diploma in Business Management, PG Diploma in Industrial Management, PG degree in Mechanical Engg. (Automobiles), AMIE (Mech.), MIE (Mech.) and FIE, M.Phil. (Defence Studies).



Director

Dr. (Prof.) Kausik Gupta, Part-Time Non-Official Director (Independent) is Vice- chancellor of West Bengal State University, prior to which he was professor of Economics at Rabindra Bharati University, Kolkata. He has done MSC in Economics from Calcutta University, Ph.D. from Jadavpur University, Post doctoral research as a World Bank Fellow from University of York, U.K. He has vast experience in the field Economics and related research. He has done many projects at national and international level and is credited for numbers of publications and Ph.D. guidance.



Director

Dr. (Prof.) Anup K. Bandyopadhyay, Part-Time Non-Official Director (Independent) obtained Bachelors, Masters degree in Electronics and Telecommunication Engineering and Ph.D. (Engg.) from Jadavpur University. He has served at ISRO as Electronic Engineer and Department of Electronics and Telecommunication Engineering, Jadavpur University as lecturer, Professor and Head of Department. He has a number of publications to his credit in reputed National and International journals.



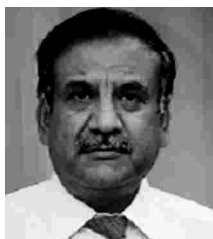
Director

Shri Sudhir Mathur, Part-Time Non-Official Director (Independent), an IRAS officer, retired as Director Finance of Ircon International Ltd. with over 35 years of experience, straddling both the Government and Public sector, his focus areas have been strategic planning & execution, resource mobilization, international concessions, financial management & control systems. He has done B.A.(Hons.) in Economics and M.A.(Public Administration).



Director

Shri Pradeep Bhatnagar, Part-Time Non-Official Director (Independent) is ex-AM(Traffic), Railway Board and presently ombudsman of Dedicated Freight Corridor Corporation Ltd. (DFCCIL). He had worked for more than 16 years in position of Jt. Secretary and above and in the past held positions of Chairman, Kutch Railway Corporation, Director of CONCOR, Dedicated Freight Corridor Corpn. Ltd. and Konkan Railway and as Special Invitee in Board of Directors of Coal India Ltd. He is a person of eminent of proven track record in management as he had held senior position of management in Government and Public Sector Undertakings. While with Indian Railways he had experience at Divisional, Zonal Railways and Railway Board's levels on matters like day to day management of Passenger & Freight Transportation, Cadre controlling of all staff and officers and dealing with industrial relations. His experience with Railways also include planning of short and long term development of Indian Railways so that it has enough capacity to achieve loading targets, introduction of new passenger trains and to achieve all financial targets.



Director

Shri Deepak Gupta, Part-Time Non-Official Director (Independent) is an IAS officer of 1974 batch and is an ex-secretary to Govt. of India. He has done B.A. (Eng. Lit, Pol. Sc, History) from Allahabad University, M.A. (History) from St. Stephens College, Delhi University, M.Phil (International Relations) from SIS, Jawaharlal Nehru University, Delhi and M.P.A. (Public Policy, Economics) from Kennedy School of Govt., Harvard University as Mason Fellow. He was the best probationer in the IAS 1974-76 professional course.

He has served 6 years in field positions in Bihar, including collector in two districts, 8 years in different positions in the State including rural development, health, industry and over two years as Secretary, Dept of Water Resources. He has served Govt. of India for 21 years, including Ministries of Commerce, Textiles, Industry, HRD and Health and was Secretary, Ministry of New and Renewable Energy. He has served as Advisor (Jute and Coir) in India Trade Centre in Brussels, Belgium and was Advisor to WHO for the TB programme in New Delhi.

His publications include a documentary study of Participatory Irrigation Management and Covering a billion with DOTS (Story of India's new TB control programme). He was invited as an expert in various global meetings convened by Codex, WHO, UNIDO/IRENA. He has advised UNIDO and World Bank on energy access issues and has managed several World Bank projects.



Director

Shri M. P. Shorawala, Part-Time Non-Official Director (Independent) is an expert in Industrial, Banking, Taxation & Property Laws. Shri Shorawala is an Advocate-on-Record of Hon'ble Supreme Court of India since 1985. He has done M.A. (Eng. Litreture), M.Com. and LL.B. from Agra University. He has worked for Union of India at Supreme Court of India and as their panel lawyer assisted Attorney General, Solicitor General and other Senior Advocates for Union of India. Further, he has vast experience of dealing with legal matters related to Contract & Agreement drafting, Patents, Trademarks, Cyber Laws, Customs, Corporate affairs, Company Law Board, Joint Ventures management, property cases, Income Tax Tribunal, Industrial and Labour Disputes resolutions, etc.

NOTICE

Notice is hereby given that the 25th Annual General Meeting of the Shareholders of the Company will be held as under :

Day	:	Tuesday
Date	:	27 th August, 2013
Time	:	16.00 hrs.
Venue	:	Auditorium, National Rail Museum, Nyaya Marg, Near Bhutan Embassy, Chanakyapuri, New Delhi - 110021.

to transact, with or without modifications, as may be permissible, the following business :

ORDINARY BUSINESS:

To consider, and if thought fit, to pass the following resolutions as Ordinary Resolutions:

1. To receive, consider and adopt the Balance Sheet as at 31st March, 2013, Statement of Profit and Loss for the year ended on that date, the Reports of Board of Directors and Auditors thereon.
2. To confirm the payment of Interim dividend and to declare dividend on equity shares for the financial year ended 31st March, 2013.
3. To appoint a Director in place of Shri Anil Kumar Gupta, who retires by rotation and being eligible, offers himself for reappointment.
4. To appoint a Director in place of Shri Harpreet Singh, who retires by rotation and being eligible, offers himself for reappointment.
5. To appoint a Director in place of Smt. P. Alli Rani, who retires by rotation and being eligible, offers herself for reappointment.
6. To appoint a Director in place of Shri Manoj K. Akhouri, who retires by rotation and being eligible, offers himself for reappointment.
7. To take note of the appointment of M/s. Kumar Chopra & Associates, Chartered Accountants, New Delhi as Statutory Auditors of the Company and to pass the following resolution as an Ordinary Resolution :

"RESOLVED that the appointment of M/s. Kumar Chopra & Associates, Chartered Accountants, as Statutory Auditors of the Company for the financial year 2012-13 in terms of the order no. CA.V/COY/CENTRAL GOVERNMENT, CCIL(5)/589, dated 23.08.2012 of Comptroller & Auditor General of India be and is hereby noted."

SPECIAL BUSINESS:

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

8. "RESOLVED that Shri Sudhir Mathur, be and is hereby appointed as Part-time Non-Official Director of the Company w.e.f. 25.09.2012 in terms of Railway Board's order no. 2010/PL/51/1, dated 25.09.2012 and shall be liable to retire by rotation."
9. "RESOLVED that Shri Pradeep Bhatnagar, be and is hereby appointed as Part-time Non-Official Director of the Company w.e.f. 06.03.2013 in terms of Railway Board's order no. 2012/PL/51/5, dated 06.03.2013 and shall be liable to retire by rotation."



NOTICE

10. "RESOLVED that Shri Deepak Gupta, be and is hereby appointed as Part-time Non-Official Director of the Company w.e.f. 06.03.2013 in terms of Railway Board's order no. 2012/PL/51/5, dated 06.03.2013 and shall be liable to retire by rotation."
11. "RESOLVED that Shri M. P. Shorawala, be and is hereby appointed as Part-time Non-Official Director of the Company w.e.f. 06.03.2013 in terms of Railway Board's order no. 2012/PL/51/5, dated 06.03.2013 and shall be liable to retire by rotation."
12. "RESOLVED that Shri Kundan Sinha, be and is hereby appointed as Part-time Government Director of the Company w.e.f. 08.07.2013 in terms of Railway Board's order no. 2004/PL/51/3, dated 08.07.2013 and shall be liable to retire by rotation."
13. "RESOLVED:
 - i. That in accordance with applicable provisions of the Companies Act, 1956, or any amendment or re-enactment thereof (including any statutory modification or re-enactment thereof for the time being in force) and the provisions of the Articles of Association of the Company and in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 and such other necessary approvals, consents, permissions and sanctions, as may be necessary from appropriate authorities, and subject to such terms and conditions and modifications as may be specified while according such approvals, the consent of the members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall also include any committee thereof) for capitalizing a sum not exceeding Rs. 64,99,13,970/- representing a part of the undistributed profits standing to the credit of the General Reserves of the Company or such other accounts as are permissible to be utilized for the purpose and be applied for paying up in full, the unissued equity shares of the Company of Rs. 10 each at par (hereinafter referred to as the "Bonus Shares") and the said amount be transferred to Share capital account and be applied for issue and allotment of 6,49,91,397 fully paid-up Equity Shares of Rs. 10 each to those members whose names shall appear in the Register of Members or in the respective beneficiary account with their respective Depository Participants, on the Record Date/Book closure to be fixed separately in this behalf in proportion of 1 (One) such Bonus shares for every 2 (Two) existing equity shares held by them in the Company as on the Record date/Book closure and that the Bonus Shares so distributed shall, for all purposes, be treated as an increase in the nominal amount in the Share Capital of the Company held by each such member, and not as income.
 - ii. That the Bonus Shares so allotted shall rank pari-passu in all respects, including dividend, with the existing equity shares of the Company and shall be entitled to participate in full in any dividend declared after the allotment of bonus shares.
 - iii. That the Bonus Shares so allotted shall always be subject to the terms and conditions contained in the Memorandum and Articles of Association of the Company.
 - iv. That no letter of allotment shall be issued in respect of the Bonus Shares and the share certificate(s) for Bonus Shares be issued/dispatched to the shareholders who hold the existing shares in physical form, and the respective demat accounts be credited with the Bonus Shares for such shareholders who hold the existing shares or opt to receive the bonus shares in dematerialized form, within the prescribed period.
 - v. The allotment and issue of Bonus Shares and payment in respect of fractional entitlement, to the extent that they relate to non-resident members of the Company, shall be subject to the provisions, if any, of the Foreign Exchange Management Act, 1999 (including any statutory modification or re-enactment thereof for the time being in force).
 - vi. The Board be and is hereby authorised to take necessary steps for listing of the bonus shares so allotted, on the Stock Exchanges where the securities of the Company are listed as per the Listing Agreements with the Stock Exchanges concerned and other applicable laws and regulations.

- vii. The board shall not issue any certificate or coupon in respect of fractional shares, but the total number of such new equity shares representing such fractions shall be allotted by the board to a nominee(s) to be selected by the board, who would hold them as trustee(s) for the equity shareholders who would have entitled to such fractions. Such nominee(s) will as soon as possible sell such equity shares at the prevailing market rate and the net sale proceeds of such shares, after adjusting the cost and expenses in respect thereof, be distributed among such members who are entitled to such fractions in proportion of their respective holding and allotment of fractions thereof.

That for the purpose of giving effect to this Resolution, the Board be and is hereby authorized to do all such acts/deeds, matters and things and give such directions as may be necessary or expedient and to settle any question, difficulty or doubt that may arise in this regard as the Board in its absolute discretion may deem necessary or desirable and its decision on the same shall be final and binding.

By order of Board of

CONTAINER CORPORATION OF INDIA LIMITED

Sd/-

Date : 25.07.2013

(HARISH CHANDRA)

Place : New Delhi

Group General Manager (Finance) & Company Secretary



NOTICE

NOTES:

- (a) The relevant details in respect of Item nos. 3, 4, 5, 6, 8, 9, 10, 11 & 12 above, pursuant to Clause 49 of the Listing Agreement are annexed hereto.
- (b) A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself/herself and proxy need not be a Member.
- (c) The instrument appointing proxy should however be deposited at the Registered Office of the Company not less than forty eight hours before the commencement of the meeting.
- (d) The Register of Members and Share Transfer Books will remain close from 03.08.2013 to 05.08.2013 (both days inclusive).
- (e) Members holding shares in Physical form are requested to notify immediately change in their address & Bank account details to the Registrar and Share Transfer Agent of the Company by quoting their folio numbers and those in demat mode, to their Depository Participant.
- (f) As recommended by the Directors, Dividend on Equity shares for the year ended on 31st March, 2013, when declared at the meeting, will be paid:
 - (i) to those Members whose names appear in the Register of Members of the Company, after giving effect to all valid Share Transfers in Physical form lodged with the Company and its Registrar on or before 02.08.2013
 - (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 02.08.2013
- (g) Shareholders who have not encashed their dividend warrant(s) so far for the financial year ended 31st March, 2006 (final) or any subsequent financial years, are requested to make their claim to the Company or Registrar and Share Transfer Agent, M/s Beetal Financial & Computer Services (P) Ltd. Shareholders are requested to note that in terms of provisions of Section 205A & 205C of the Companies Act, 1956, any dividend, which remains un-paid/un-claimed for a period of seven years from the date of its transfer to the unpaid/unclaimed dividend account, will be transferred to Investor Education and Protection Fund established by Central Government. Thereafter, no claim shall be entertained in respect of dividend transferred to the said Fund.

EXPLANATORY STATEMENT PURSUANT TO SEC. 173(2) OF THE COMPANIES ACT, 1956

Item No.8

The Government of India has appointed Shri Sudhir Mathur as Part-time Non-Official Director of the Company w.e.f. 25.09.2012 in terms of Railway Board's order no. 2010/PL/51/1, dated 25.09.2012.

Accordingly, the Company has filed the requisite particulars of Shri Sudhir Mathur, in the prescribed forms with the Registrar of Companies, NCT of Delhi & Haryana, New Delhi.

In terms of Section 255 of the Companies Act, 1956, the above appointment is required to be confirmed in this Annual General Meeting.

None of the Directors, except Shri Sudhir Mathur, is concerned or interested in the resolution.

NOTICE

Item No.9

The Government of India has appointed Shri Pradeep Bhatnagar as Part-time Non-Official Director of the Company w.e.f. 06.03.2013 in terms of Railway Board's order no. 2012/PL/51/5, dated 06.03.2013.

Accordingly, the Company has filed the requisite particulars of Shri Pradeep Bhatnagar, in the prescribed forms with the Registrar of Companies, NCT of Delhi & Haryana, New Delhi.

In terms of Section 255 of the Companies Act, 1956, the above appointment is required to be confirmed in this Annual General Meeting.

None of the Directors, except Shri Pradeep Bhatnagar, is concerned or interested in the resolution.

Item No.10

The Government of India has appointed Shri Deepak Gupta as Part-time Non-Official Director of the Company w.e.f. 06.03.2013 in terms of Railway Board's order no. 2012/PL/51/5, dated 06.03.2013.

Accordingly, the Company has filed the requisite particulars of Shri Deepak Gupta, in the prescribed forms with the Registrar of Companies, NCT of Delhi & Haryana, New Delhi.

In terms of Section 255 of the Companies Act, 1956, the above appointment is required to be confirmed in this Annual General Meeting.

None of the Directors, except Shri Deepak Gupta, is concerned or interested in the resolution.

Item No.11

The Government of India has appointed Shri M. P. Shorawala as Part-time Non-Official Director of the Company w.e.f. 06.03.2013 in terms of Railway Board's order no. 2012/PL/51/5, dated 06.03.2013.

Accordingly, the Company has filed the requisite particulars of Shri M. P. Shorawala, in the prescribed forms with the Registrar of Companies, NCT of Delhi & Haryana, New Delhi.

In terms of Section 255 of the Companies Act, 1956, the above appointment is required to be confirmed in this Annual General Meeting.

None of the Directors, except Shri M. P. Shorawala, is concerned or interested in the resolution.

Item No. 12

The Government of India has appointed Shri Kundan Sinha as Part-time Government Director of the Company w.e.f. 08.07.2013 in terms of Railway Board's order no. 2004/PL/51/3, dated 08.07.2013.

Accordingly, the Company has filed the requisite particulars of Shri Kundan Sinha, in the prescribed forms with the Registrar of Companies, NCT of Delhi & Haryana, New Delhi.

In terms of Section 255 of the Companies Act, 1956, the above appointment is required to be confirmed in this Annual General Meeting.

None of the Directors, except Shri Kundan Sinha, is concerned or interested in the resolution.



Item No.13

DPE vide OM no DPE/13(21)-II-Fin. dated 25.11.2011 has issued instructions to ministries to reiterate DPE's earlier instructions on the issue of Bonus Shares by PSUs and to direct the CPSEs under their control to examine and to approve the bonus share proposals. In this regard, the DPE's instructions vide O.M. No DPE/12(6)/95-Fin. dated 10.11.1995, provides that, "Each administrative Ministry may direct the enterprises under their control that PSUs having reserves in excess of three times their paid-up capital should immediately consider the scope for issuing bonus shares to GOI (and pro-rata to other existing shareholders if partial disinvestment had occurred so far)." Similarly Ministry of Finance, Government of India has also issued guidelines stating that PSEs having large cash/free reserves and sustainable profitability will issue bonus shares. In this regard, Ministry of Railways vide letter no 2011/PL/64/3 dated 01.11.2012 has reiterated the guidelines issued by Ministry of Finance on the subject. Further CONCOR's MOU with the Ministry of Railways for the year 2012-13, also provided for issue of Bonus Shares by the company.

The Company has a track record of good performance in the past. The issued, subscribed and paid up capital of the Company presently is 12,99,82,794 Equity Shares of Rs.10 each aggregating to Rs.129,98,27,940/-. The current free reserves are sufficient for issue and allotment of proposed bonus shares.

To capitalize a sum of Rs.64,99,13,970/- from the General Reserves or such other account(s) as are permissible to be utilized for this purpose, your Board recommended issue of Bonus Shares in proportion of 1(One) new Equity Share of Rs.10 each fully paid up for every 2 (Two) existing Equity Share of Rs.10/- each fully paid held by the Members on the Record Date/Book closure to be fixed separately in this behalf. Accordingly 6,49,91,397 Equity Shares of Rs.10 would be issued as fully paid up Bonus Shares to the eligible Members of the Company. Consequently the paid up equity share capital of the Company would increase to Rs. 194,97,41,910/- consisting of 19,49,74,191 equity shares of Rs.10 each. The Bonus Shares allotted shall rank pari-passu in all respects, including dividend, with the existing equity shares of the Company and shall be entitled to participate in full in any dividend declared after the allotment of bonus shares..

The proposed issue of Bonus Shares will be implemented in compliance with the guidelines of DPE and Ministry of Finance, Companies Act, 1956 and the guidelines issued by SEBI.

Applications will be made to the Stock Exchanges for permission to listing and dealing in such Bonus Shares. However, allotment and issue of Bonus Shares to non-resident members of the Company shall be subject to the provisions of Foreign Exchange Management Act, 1999.

Article 84A of the Articles of Association of the Company also permits capitalization of reserves by applying the same towards payment of unissued shares to be allotted to the Members.

None of the Directors of your Company is interested or concerned in this Resolution.

The Board of Directors recommends the Resolution for approval of the shareholders.

By order of Board of

CONTAINER CORPORATION OF INDIA LIMITED

Sd/-

(HARISH CHANDRA)

Group General Manager (Finance) & Company Secretary

Date : 25.07.2013

Place : New Delhi

Details of directors seeking re-appointment / appointment at the forthcoming Annual General Meeting (Refer Point (a) of Notes to Notice)

Name & Designation	Date of Birth	Date of Appointment	Qualifications	Expertise in specific functional areas	List of other companies in which Directorship held (as per their last declaration)	Details of Other Committee Membership
Shri Anil Kumar Gupta, Chairman & Managing Director	24.09.1956	16.02.2006	M.A., M. Phil. (Economics), M.B.A. (NMP)	Ex IRTS officer with professional experience in Railway Operations, Commercial & Safety. Expertise in Container Terminal Planning and management & marketing of logistics services.	Five \$	-Nil-
Shri Harpreet Singh, Director (Projects & Services)	24.11.1957	20.07.2006	Grad.I. Mech. E.(London), AMIE(Mech. Engg.), Institution of Engineers India, AMIE(Elect. Engg.) Institution of Engineers India, MBA (Finance)	Ex IRSME officer with professional experience in Mechanical engg. services and Management of Projects & Services.	Two @	Two @@
Smt. P. Alli Rani, Director (Finance)	15.05.1960	31.08.2009	M.A., M. Phil (Economics), MBA (Fin.)	Ex IRAS officer. Worked in Railway Finance and Telecom Finance for 23 years.	Five #	Three ##
Shri M.K. Akhouri, Director	30.11.1963	14.06.2012	M.Sc.(Tech) Applied Geology	Working IRTS officer with professional experience in Railway Operations, Commercial & Safety related issues. Expertise in Container Terminal Planning and management of services.	Two *	Nil
Shri Sudhir Mathur, Director	26.06.1949	25.09.2012	B.A. (Hons.) in Economics, M.A. (Public Administration), PGDPM	Ex IRAS officer and Ex-Director (Finance) of Ircon International Limited.	Nil	Nil
Shri Pradeep Bhatnagar, Director	24.03.1952	06.03.2013	B.A. (Physics, Maths & Statistics) and M.A.(Western History)	Retired IRTS officer, ex- AM(Traffic) Railway Board. Worked in Railways from 1975 to March 2012 in various key positions. Presently Ombudsman, Dedicated Freight Corridor Corpn. Ltd.	Nil	Nil



Name & Designation	Date of Birth	Date of appointment	Qualifications	Expertise in specific functional areas	List of other companies in which Directorship held (as per their last declaration)	Details of Other Committee Membership
Shri Deepak Gupta, Director	21.09.1951	06.03.2013	B.A, M.A.(History), M. Phil (International Relations), MPA (Public Policy, Economics) Kennedy School of Govt., Harvard University	Retired IAS officer, Ex-Secretary to Govt. of India. Worked in senior positions in the Government of India, including Commerce, Textiles, Industry, HRD and Health Ministry. Advisor to WHO and managed World Bank Projects.	One !	One !!
Shri M.P. Shorawala, Director	14.11.1947	06.03.2013	M.A., M. Com., LL.B	Advocate on record, Hon'ble Supreme Court of India and Expert in Industrial, Banking, Taxation and Property Laws.	Two ^	Three ^^
Shri Kundan Sinha, Director	26.01.1956	08.07.2013	M.A.	Serving IRTS officer with Ministry of Railways, Railway Board.	NIL	NIL

Name of the Companies :

- \$ 1. Fresh & Healthy Enterprises Ltd. 2. Concor Air Ltd. 3. Sidcul Concor Infra Company Limited 4. Gateway Terminals India Private limited 5. Conyck Cartrac Private Limited.
- @ 1. Fresh & Healthy Enterprises Ltd. 2. Star Track Terminals Private Limited
- @@ Member of Audit Committees of 1. Fresh & Healthy Enterprises Ltd. 2. Star Track Terminals Private Limited
- # 1. Fresh & Healthy Enterprises Ltd. 2.CMA CGM Logistics Park (Dadri) Private Limited. 3.Himalayan Terminals Private Limited 4. Sidcul Concor Infra Company Limited 5. Concor Air Limited
- ## Member of Audit Committees of 1. Fresh & Healthy Enterprises Ltd. 2.CMA CGM Logistics Park (Dadri) Private Limited. 3.Himalayan Terminals Private Limited
- * 1. Central Railside Warehouse Company Limited. 2. Bulk Cement Corporation (India) Limited.
- ^ 1. Central Bank of India 2. Vishwa Laxmi Export Private Limited
- ^^ Member in Committees of Central Bank of India 1. High Value Frauds 2. Risk Management 3. Customer Care
- ! 1. BOI AXA Investments Managers Private Limited
- !! Member of Audit Committee of 1. BOI AXA Investments Managers Private Limited.

LETTER FROM CHAIRMAN AND MANAGING DIRECTOR

Dear Shareholders,

Greetings !

Congratulation on yet another successful year of growth and achievements for your company, it is indeed a privilege for me to share the same with you. First of all, I would like to inform that in the financial year 2012-13 your company clocked highest ever turnover and profit of ₹ 4,406 crores and ₹ 940 crores respectively. Similarly, the net worth of your company increased to ₹ 6,281 crore and the capital employed has increased to ₹ 6,073 crore from ₹ 5,606 crore and ₹ 5,557 crore respectively in the previous year. The business volumes in terms of TEUs handled during the year were 2.6 million.

The capital expenditure during the year on creation of new terminals, expansion of existing ones and acquiring wagons, containers, etc. was ₹ 550.57 crores. In order to maintain its tempo of growth, it has huge capital expenditure plans for the years to come. Your company has been ploughing back a part of its profits, which is being used for strengthening infrastructure, a topmost requirement for sustained and continuous growth. The new funding requirements would also be met with the help of the internal accruals created over the years.

The unprecedented, still continuing recession in the world economy has impacted the business of the country adversely. The Indian Multimodal scene also continued to be quite depressing in 2012-13 with a moderate growth of 3.7% in rail throughputs. The level of inland penetration of containers remained quite low on account of heavy costs and delay factors attributable to Import-Export imbalances. The prospects look bright with the improvements expected on Export front on account of new emerging markets and various steps announced recently in the Foreign Trade policy, combined with prospects of deeper hinterland penetration in existing container handling ports, and emergence of similar opportunities in a number of new upcoming ports like Hazira and Dahej on the west coast and Krishnapattanam on east coast. All these factors will have impact on the long term growth prospects of your company as its operations are closely related to the growth prospects of Indian economy, in general, and external trade in particular.

Inspite of dampening economic scenario, it gives me pleasure to share with you that CONCOR continues to be the best performer in the industry in almost all the key parameters and we are consistently moving forward towards greater heights.

To take on the challenges your company has formulated ambitious strategies and action plans. It has increased its emphasis on Strategic Tie-ups with Government companies, State Industrial Corporations and newly emerging ports to play the role of a credible Logistics Partner. At the same time, it is also planning to have tie-ups with road and rail operators hitherto considered as competitors adopting win-win strategies. Your company aims to provide total logistics and transport solutions to its customers by expanding its presence in all segments of Logistics value chain. In this direction, for air cargo venture a wholly owned subsidiary M/s. CONCOR Air Limited was formed, which will undertake the design, development and operations of the air cargo terminal at Santa Cruz airport in Mumbai. In addition, another company M/s. SIDCUL CONCOR INFRA Company Limited, with majority shareholding of CONCOR, was formed in joint venture with State Infrastructure and Industrial Development Corporation of Uttarakhand Limited (SIIDCUL) for development of Logistics Parks in the state of Uttarakhand.

Your company is committed to follow a policy of strong Corporate Governance based upon transparency, conscience, team work, professionalism and accountability thereby implementing the best standards and boosting the confidence of all the stakeholders. Your company is fully compliant as far as regulatory and statutory framework is concerned.

With your company's well laid down CSR policies and plans, it continues to make meaningful difference in the lives of many people by effectively implementing and monitoring the activities undertaken. Your company's thrust areas under CSR include health & medical care, education/literacy enhancement, community development & rehabilitation measures, environment protection, conservation of natural resources, natural calamities and infrastructure development. The flagship programme adopted under CSR continued to be education, under which your company has been working with various agencies, to provide support to the poor and destitute adults and children in the field of education. The efforts made by the company in this regard have been recognised and appreciated by the community and Government for which the your company was awarded the prestigious SCOPE Meritorious Award for Corporate Social Responsibility & Responsiveness for the year 2011-12.



During the year, your company has bagged the following awards & accolades for its continuous outstanding performance:

- Prestigious PSE Excellence Award 2012 for being Best Financial Performer in the Miniratna and Others Category from Indian Chamber of Commerce (ICC) and Department of Public Enterprise (DPE) Govt. of India.
- Dun & Bradstreet – ROLTA Corporate Award – 2011 for fifth year in succession, for being the Top Indian Company in Transport and Logistics Sector.
- Second Northern Indian Multi-Modal Logistics Award 2013 for Excellence in Logistics Sector for being adjudged the best ICD and Rail Operator (Public) for the year 2012.
- Third All India Maritime and Logistics Award 2012 for best “Inland Container Depot Operator (Public) of the year”.
- Prestigious Dalal Street Investment Journal's instituted 4th PSU Award, 2012 for being the Most Efficient Non Manufacturing Mini Ratna Company among CPSEs.
- Prestigious Global HR Individual Excellence Award from IPE (Institute of Public Enterprise) for Shri Anil Kumar Gupta being recognized as CEO with HR Orientation.
- The Gateway Award for CONCOR ICD Khodiyar for being the Inland Container Depot of the Year in recognition of creating state-of-the-art facilities and delivering service of high quality during the year 2011-12.
- KRDPWG Award for “Excellence in Application of MIS in Industry” in the category of IT Innovation and Excellence.

Several IT initiatives taken during the year include extension of facility of electronic-filing of documents by customers on the commercial system at all EXIM terminals, establishment of backup site for commercial applications, implementation of employee portal, e-tender system with e-payment facility, etc.

Looking Forward, financial year 2013-14 is going to be quite challenging with global economic environment still remaining uncertain and concerns about rising current account and fiscal deficit persisting. However, we will continue to make concerted and conscientious efforts to promote business growth through excellence by continuously working on our people and processes.

To conclude your support is a great motivator to team CONCOR and it is always our endeavour to drive your company in a faster and responsible manner. I am confident that with the dedication and team work your company will cross many new milestones in the periods to come. Your unstinted support and patronage has always given us confidence to excel on all fronts of performance on continuous basis. I am sure we will continue to receive the same in future, thereby encouraging us to maintain our commitment for assured sustainable growth ahead.

With best complements,

25th July, 2013
New Delhi

Sd/-
Anil K. Gupta
Chairman and Managing Director

DIRECTORS' REPORT

To,
The Shareholders

Your directors are pleased to present their report on the business and operations of your company for the financial year ending March 31, 2013.

FINANCIAL RESULTS

(₹ in Crore)

Particulars	2012-13	2011-12
Income from operations	4406.16	4060.95
Profit before depreciation & tax (PBDT)	1384.79	1340.14
Profit before tax (PBT)	1212.08	1181.65
Provision for tax	273.04	251.61
Profit after tax (PAT)	940.03	877.88
Profit available for appropriations	940.03	877.88
APPROPRIATIONS:		
Interim Dividend	103.99	97.49
Proposed Final Dividend	123.48	116.98
Corporate tax on dividend	37.86	34.79
Transfer to general reserves	94.00	87.79
Balance carried to Balance Sheet	580.70	540.83
Earnings per share (₹)	72.32	67.54

DIVIDEND

Keeping in view the company's Capex requirements, the Board recommends a final dividend of 95% on the paid up share capital of ₹129.98 crores. An interim dividend @ 80% has already been paid. The total dividend payment for the year 2012-13 is ₹227.47 crores as compared to ₹214.47 crores (excluding dividend tax) for the FY 2011-12.

The Directors have, subject to requisite approval(s), recommended a bonus issue of equity shares in the ratio of 1(One) new equity share of the company of ₹ 10/- each for every 2 (Two) existing equity shares of ₹10/- each held by the shareholder of the Company as on Record Date/Book closure to be fixed separately in this behalf. Necessary resolutions for obtaining the approval of shareholders have been incorporated in the Notice of the forthcoming Annual General Meeting of the Company.

FINANCIAL HIGHLIGHTS

The operating turnover of your company registered a growth of 8.50% during the year under review, increasing from ₹4060.95 crores in the previous year to ₹4406.16 crores in the current year. Total expenditure increased by 10.50%, from ₹3195.84 crores in 2011-12 to ₹3531.30 crores in 2012-13. The profit before tax worked out to ₹1212.08 crores, higher by 2.58% over 2011-12. After making provisions for Income Tax, prior period/tax adjustments, the Net Profit available for appropriations stands at ₹940.03 crores, which is 7.08% higher than last year. This increase in Profit After Tax (PAT) is due to growth in the operating turnover, coupled with strict control on expenditure and the fact that company had to make a provision for prior period taxes of ₹52.16 crores during FY 2011-12.

OPERATIONAL PERFORMANCE

The throughput of your Company during the year 2012-13 is marginally lower than it was during the year 2011-12. The segment wise throughput details are as under:

Handling at Terminals (In TEUs)	2012-13	2011-12	% age growth
Exim	21,52,034	21,36,000	0.75
Domestic	4,33,652	4,68,311	(7.40)
Total	25,85,686	2,604,311	(0.72)



DIRECTORS' REPORT

As can be seen there has been marginal decline in the throughput which is mainly on account of downfall in the volume handled in the domestic segment. However, in terms of tonnage, your company has carried total tonnage of 30.62 Million Tons in last fiscal as against 28.29 Million Tons carried in previous fiscal (2011-12) signifying an increase of 8.24 percent.

CAPITAL STRUCTURE

There is no change in the capital structure, with the Government of India continuing to hold 63.09% of the shares, the balance 36.91% being held by the public.

LISTING AND DEMATERIALIZATION OF SHARES

CONCOR's shares are listed with the bourses i.e. Mumbai and National Stock Exchanges. The listing fees of both the stock exchanges have been paid.

To facilitate dematerialization of shares by its shareholders, CONCOR has signed agreements with both the Depositories (NSDL & CDSL). As per SEBI guidelines, CONCOR's shares have been placed under 'Compulsory Demat Mode'. Out of 4,79,82,992 shares listed on the Stock Exchange 4,79,80,845 shares were in Demat mode as on 31st March, 2013. The market capitalization of the company was ₹ 13,394 crores as on 31st March, 2013 (as per closing price on NSE).

CAPITAL EXPENDITURE

Capital Expenditure of ₹550.57 crores approx. was incurred mainly on development/expansion of terminals, acquisition of wagons, handling equipments and IT Infrastructure, etc.

TERMINAL NETWORK EXPANSION

- During the year the company has further strengthened its existing Terminal Network to provide efficient services to its customers. The Company has as on 31.03.2013 total 62 Terminals, of which 13 are pure Exim Terminals, 35 are Combined Container Terminals & 14 are pure Domestic Terminals.
- Expansion & other related works costing ₹ 19.66 crores were sanctioned for terminals at Majerhat, Kanpur, Haldia, Sanathnagar and Panipat.

HIGH SPEED WAGONS, CONTAINERS AND HANDLING EQUIPMENTS

During the year under review 315 numbers of BLC, 440 numbers of BLL high speed wagons and 27 numbers of BVZI brake van wagons were added to the existing fleet of CONCOR owned wagons, increasing the holding of High Speed Wagons to 10,413 numbers. Total wagons (BLC+BLL+BFKN+BVZI) holding has gone upto 11,770 numbers as on 31.03.2013.

During the year in order to continue its stronghold and improve the service level, CONCOR procured 3000 new (20') Hi cube domestic containers. As on 31st March, 2013 your company has 18,680 (owned plus leased) containers and it also owns 53 Reach Stackers and 14 Gantry Cranes.

INFORMATION TECHNOLOGY

Your Company continued to make progress in the field of Information Technology. The VSAT based network has been extended and now it covers 71 locations. The Terminal Management System for Domestic (DTMS), for EXIM (ETMS), ERP for Oracle Financial, HR Payroll was implemented for the expanded network of terminals and a Data Warehouse Module for commercial applications on centralized architecture is running smoothly across field locations/Regional Offices and Corporate Office.

The Web enabled Customer interface through a dedicated Web Server is running successfully providing facilities to the customers. The Customer feedback facility system as implemented on the website enables us to constantly evaluate our performance and take corrective action on Customer complaints and feedback.

The Electronic-filing of documents on the Commercial System initially provided at ICD/Tughlakabad have now been extended to all EXIM terminals which enable the customers to file their documents electronically from their own offices. As part of Business Continuity plan, CONCOR has established Backup Site for commercial applications. CONCOR has been re-certified ISO/IEC-27001:2005 certification from STQC IT Certification Services (Ministry of Communication & Information Technology) for establishing an Information Security Management System (ISMS).

As an extension of existing HRMS, employee portal has been introduced. This system facilitates employees to access information regarding Salary/ reimbursements, leave balances, PF statements etc. and the employee has option of viewing of the information on the screen and also the printout of the same can also be taken for the record.

The e-tender system with e-payment facility for sale and EMD electronically has also been introduced.

DIRECTORS' REPORT

CONCOR has been awarded with 'IT Innovation & Excellence Award 2012' by 'Knowledge Resource Development & Welfare Group (KRDWG)' on 28th December 2012 for the category 'Excellence in Application of MIS in Industry'. The award was given based on the selections for different categories for IT Innovation & Excellence among the nominations from all across India and six other countries.

STANDARDISATION/ CERTIFICATIONS

- Certificate of Registration of 'Quality Management System' as per ISO 9001:2008 Standards was obtained from BSCIC Certification Pvt. Ltd., which is valid for the period 23.03.2013 to 22.03.2016.
- As on 31.03.2013, 49 Terminals, 8 Regional offices and Corporate Office are ISO 9001:2008 Certified and 13 Terminals are in pipeline for Fresh Certification.

JOINT VENTURES/ STRATEGIC ALLIANCES

Your company continued to place emphasis on providing total logistics and transport solutions to its customers by exploring the possibilities of expanding the presence of the company in all segments of Logistics value chain in the EXIM as well as Domestic segments. Strategic alliances are being firmed up, both for optimal utilization of infrastructure as well as expansion into other segments of the value chain.

During the year your company entered into a Joint Venture with State Infrastructure and Industrial Development Corporation of Uttarakhand Limited (SIIDCUL) for development of Logistics facilities in the state of Uttarakhand. The Joint Venture Company (JVC) with shareholding of 74% and 26% of CONCOR and SIIDCUL respectively named M/s. SIDCUL CONCOR INFRA Company Limited was incorporated on 21st March, 2013 and has already commenced development of a Logistics Park at Pantnagar at Udham Singh Nagar District of the state. With shareholding of more than 51% in this JVC, it is a subsidiary of CONCOR. The first financial year of the company will be ending on 31.03.2014.

Another Joint Venture Agreement has been signed by your company with Punjab State Container and Warehousing Corporation (CONWARE) on 13th March 2013. This 51:49 Joint venture with majority shareholding of CONCOR will be creating Logistics facilities in the state of Punjab.

WHOLLY OWNED SUBSIDIARIES

Till previous year your company had a wholly owned subsidiary M/s. Fresh and Healthy Enterprises Limited (FHEL). It was incorporated in the year 2006 to create world class cold storage infrastructure in the country, to provide complete cold chain logistics solutions to the various stakeholders in this area. In the fiscal 2012-13, your company has incorporated on 24.07.2012 another wholly owned subsidiary M/s. CONCOR Air Limited. This company will undertake the design, development and operations of the air cargo terminal at Santa Cruz airport in Mumbai.

The Balance Sheet, Profit & Loss Account, Directors' report and Auditors' report of above subsidiaries are available on the website of the company (www.concorindia.com) and will also be available for inspection by any member of the company at the registered office of CONCOR and the respective subsidiaries. Further, your company will make available the accounts of FHEL & CONCOR Air Ltd. upon request by any shareholder of holding and subsidiary companies. The consolidated financial statements of CONCOR have been prepared after duly incorporating the accounts of FHEL & CONCOR Air Ltd. A summary of key financials of FHEL & CONCOR Air Ltd. are given in the Notes to Accounts of the consolidated financial statements.

HUMAN RESOURCE MANAGEMENT

Human Resources are considered as key assets of CONCOR. The main focus of the HR philosophy is to align with the business of the organization and become a strategic Business partner. CONCOR strive towards employee empowerment, growth and development of individuals by realizing their potential, encouraging innovative ideas and fair distribution of rewards thereby building Business Capability through HR. The following successful measures were taken during the financial year to attract, retain and manage talent in CONCOR:

- (i) Skill Development of the employees was given special attention through in-house and external training programmes. To address the learning and organization development needs, various training programmes were organized by Company's Training Division. These included in-house developed modules as well as modules developed and imparted with the assistance of various outside HR specialists.
- (ii) CONCOR revised and rationalized some of the HR policies to meet the changing requirements and encourage excellence at work. As a welfare measure, special reimbursement of expenses is allowed to employees for vaccination of their children upto the age of five years. Company successfully retained its existing human



DIRECTORS' REPORT

resources and attracted new talent with attrition rate was around 1.5 percent.

- (iii) In order to improve transparency and good governance, all employees have been empowered to access their personal details, salary slips, PF statement and other personal information and forms online through IT enabled intranet "Employee Portal".
- (iv) The company's excellence in HR has been recognized by various awards during the financial year. Shri Anil Kumar Gupta, Chairman and Managing Director was conferred with 'CEO with HRD orientation' award by Institute of Public Enterprises (IPE) in world HRD congress held on 16th February 2013 in Mumbai.

INDUSTRIAL RELATIONS

The industrial relation perspectives in CONCOR is focused towards industrial peace, effective management of Contract Labour, constructive settlement and business productivity improvement. The approach towards industrial relations has been proactive, fair and transparent, ensuring better wages and social security to the employees. During the financial year the industrial relation remained harmonious and no man-days were lost.

RESERVATION POLICY

CONCOR has been following the Government Guidelines regarding reservation for SCs, STs, OBCs, Persons with Disabilities (PwDs) and Ex-Servicemen. The representation of SCs, STs, OBCs and PwDs against total strength of 1198 as on 31.03.2013 is as under:

Category	No. of Employees
Schedule Caste	180
Schedule Tribe	51
Other Backward Classes	263
Persons with Disabilities (PwDs)	22

Details of SC, ST and OBC candidates who joined CONCOR during the financial year 2012-13:

Category	No. of Employees
Schedule Caste	09
Schedule Tribe	05
Other Backward Classes	20

SPECIAL ACHIEVEMENTS

Your company continued to excel in fields of its activities and was a proud recipient of the following awards in the year:

- Prestigious PSE Excellence Award 2012 for being Best Financial Performer in the Miniratna and Others Category from Indian Chamber of Commerce (ICC) and Department of Public Enterprise (DPE) Govt. of India. Award presented by Secretary DPE Mr. O. P Rawat.
- Prestigious SCOPE Meritorious Award for Corporate Social Responsibility & Responsiveness for the year 2011-12 presented by Hon'ble President of India Shri Pranab Mukherjee on 26th April 2013.
- Dun & Bradstreet ROLTA Corporate Award 2011 received from Honble Minister for HRD, Shri Kapil Sibbal in Mumbai on 1st June 2012. This award was bestowed upon CONCOR for fifth year in succession, for being the Top Indian Company in Transport and Logistics Sector.
- Second Northern Indian Multi-Modal Logistics Award 2013 for Excellence in Logistics Sector for being adjudged the best ICD and Rail Operator (Public) for the year 2012. Award was presented on 13th Feb 2013 at New Delhi.
- Third All India Maritime and Logistics Award 2012 for best "Inland Container Depot Operator (Public) of the year" presented by EXIM India in Mumbai on 7th September 2012.
- Prestigious Dalal Street Investment Journal's instituted 4th PSU Award, 2012 for being the Most Efficient Non Manufacturing Mini Ratna Company among all Indian CPSEs, received from Shri Ajit Singh, Union Minister for Civil Aviation on 23rd March 2013.

DIRECTORS' REPORT

- Prestigious Global HR Individual Excellence Award from IPE (Institute of Public Enterprise) for Shri Anil Kumar Gupta being recognized as CEO with HR Orientation. Award received in Mumbai at World HRD Congress on 17th February 2013.
- The Gateway Award for CONCOR ICD Khodiyar for being the Inland Container Depot of the Year in recognition of creating state-of-the-art facilities and delivering service of high quality during the year 2011-12.
- KRWDG Award for "Excellence in Application of MIS in Industry" in the category of IT Innovation and Excellence, received from Knowledge Resource Development and Welfare group.

RESEARCH & DEVELOPMENT (R&D)

In terms of MOU target for 2012-13 signed between CONCOR & Ministry of Railways, your company has achieved the Excellent Target by implementing well before the scheduled date the following parameters under R&D:

- (i) Institution of study for relieving heavy vehicular congestion & hence reduction of noise and emission levels at CONCOR ICD at Tughlakabad (New Delhi).
- (ii) Commencement of pilot project for automated container tracking at CONCOR ICD at Dronagirinode (Navi Mumbai) through new technology.
- (iii) Study for evolving new container design.

SUSTAINABLE DEVELOPMENT

In terms of MOU target signed between CONCOR & Ministry of Railways, your company has implemented successfully by March, 2013 the following targets under Sustainable Development resulting in an "Excellent" rating:

- (i) Energy management by reducing average Diesel consumption per move of Gantry Cranes owned by CONCOR to 1.65 litres per move
- (ii) Construction of rain water harvesting wells in 20 locations
- (iii) Afforestation by way of expenditure of ₹ 0.20 Crores on tree plantation
- (iv) Construction of energy efficient warehouses
- (v) Training of 252 staff on importance of Sustainable Development

FOREIGN EXCHANGE EARNINGS & OUTGO

During the year, there were no foreign exchange earnings. The details of foreign exchange outgo are as under:-

	(₹ in lakh)
Foreign exchange outgo	16.14
Import on CIF basis	
a) Stores & Spares	81.70
b) Capital Goods	8093.97

PRESIDENTIAL DIRECTIVES

No Presidential Directives were received from the Government during the financial year 2012-13.

RAJBHASHA

There has been considerable progress in the use of Official Language Hindi in Official work of CONCOR. The provisions of Section 3(3) of the Official Languages Act have been fully complied with and letters received in Hindi were also replied in Hindi. All efforts were made to correspond with offices situated in 'A', 'B' and 'C' regions in Hindi as per targets set by the Department of Official Language.

Quarterly meetings of Official Language Implementation Committee were held regularly under the chairmanship of Managing Director to review the progress made in promoting use of Hindi in CONCOR and the decisions taken therein were implemented.



DIRECTORS' REPORT

Hindi Pakhwara was organized from 10th to 24th September 2012 in which various competitions like Technical Article Writing, Noting & Drafting, story writing etc. were held. About 90 officials participated in these competitions. A Kavi Sammelan was also organized during Pakhwara to promote Hindi literature. Successful officers and employees were given cash awards and certificate by Managing Director in the closing ceremony organized at the end of Hindi Pakhwara. 56 officers/employees were given Cash Awards for doing their official work in Hindi under 'CONCOR Rajbhasha Puraskar Yojna' for the year 2011-2012. Two officials were awarded with Late Dr. Shankar Dayal Singh Smriti Puruskar 2011 for their significant contributions towards promoting Hindi in official work. The Office organized a 'SANSMARAN LEKHAN' competition for PSU's under the aegis of Town Official Language Implementation Committee (PSU) Delhi on 20th November 2012 in which 29 officials from various PSU's participated.

To assess the progress made in the use of Official Language, the second Sub-Committee of Parliament on Official Language inspected Corporate Office on 12th November 2012. The Committee was satisfied with the efforts made by CONCOR in implementing progressive use of Hindi in its official work.

CONCOR has enriched library with books of reputed Hindi authors. The Number of books in the Library has increased to 1349. Leading Newspapers as well as monthly and fortnightly magazines continue to be subscribed. To promote original writing in Hindi, 'Madhubhasika' a literary magazine continues to be published quarterly. This magazine has been awarded special prize by Town Official Language Implementation Committee (PSU) Delhi. Excellent articles published in this magazine are also suitably awarded. It is also uploaded on the company's website.

CONCOR's website is bilingual and all computers have Unicode facility to work in Hindi.

VIGILANCE

During the year 2012-13 vigilance department continued its focus on empowering field officers with knowledge/procedures, so that mistakes/lapses can be avoided. To achieve this objective, major emphasis was given on preventive and participative vigilance campaign. Extensive interactions were held at regional/terminal level, with officers at various levels. Thirteen Preventive / Surprise / Intensive Checks at various Regional offices/Inland Container Depots/ Container Freight Stations had been conducted. In addition, 06 cases were registered/ investigated on the basis of complaints and other information.

Online Vigilance Clearance System (OVCS), which is a computerization of vigilance process of awarding vigilance clearance launched in the year 2011 was extended to top 10 terminals. In addition to above, CCTV facility have been installed in major terminal to bring more vigil on the activities at the terminals.

Employee Friendly initiative like Employee Portal, Right to Service for time bound delivery of Benefits & Services for Employees were introduced.

A sum of ₹1.48 crores was recovered from various contractors/customers during the financial year. In addition, 08 improvements in systems and procedures were recommended to various functional divisions on the basis of experience gained through preventive checks and other investigations. The system improvements have been adopted and implemented, which are aimed at improved physical and financial performance in various terminals.

Suitable penal action was taken against erring officials and contractors.

The Vigilance Awareness Week was observed in Corporate Office as well as in Regional Offices & Terminals by undertaking various activities. 03 workshops and one training programme had been organized during the Vigilance Awareness Week and "Vigilance Brochure" was also brought out on the occasion.

06 Regional Seminars and 05 Training/Workshops were organized in order to create awareness on various aspects of quality management of contracts. It was an effort to reach out to all levels of CONCOR's functionaries for effecting and systemizing changes through procedures. Various categories of officials have participated in these workshops/trainings and threadbare discussions have been held on various issues.

PARTICULARS OF ENERGY CONSERVATION, TECHNOLOGY ABSORPTION ETC.

Provisions of Section 217(1) (e) of the Companies Act, 1956 read with the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 regarding conservation of energy, technology absorption are not applicable to the Company at this stage.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirement under Section 217(2AA) of the Companies Act, 1956 with respect to Directors Responsibility Statement, it is hereby confirmed:

DIRECTORS' REPORT

- i) That in the preparation of the annual accounts for the financial year ended 31st March, 2013, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- (ii) That the directors have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for the Year under review;
- (iii) That the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956, for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (iv) That the directors have prepared the accounts for the financial year ended 31st March, 2013 on a 'going concern' basis.

CORPORATE GOVERNANCE

Your Company has fully complied with the requirements of Clause 49 of the Listing Agreement and the DPE Guidelines regarding Corporate Governance.

A Report on Corporate Governance, the Certificate on compliance of requirement of Clause 49 of Listing Agreement and DPE Guidelines on Corporate Governance and Management Discussions and Analysis are given as Annexures to this Report.

BUSINESS RESPONSIBILITY REPORT

For describing the initiatives taken by the companies from Environmental, Social and Governance perspective, SEBI has vide its Circular CIR/CFD/DIL/8/2012 dated August 13, 2012, mandated the top 100 listed entities, based on market capitalisation at BSE and NSE, to include Business Responsibility Report (BRR) as part of the Annual Report. The Stock Exchanges have accordingly amended the listing agreement incorporating therein the provisions for giving BRR by the companies as part of their annual report. Accordingly, CONCOR being among the top 100 listed companies by market capitalization, the Business Responsibility Report of the company forms part of the Annual Report.

CORPORATE SOCIAL RESPONSIBILITY

In your company, CSR means total commitment to all its stakeholders to conduct business in an economically, socially and environmentally sustainable manner that is responsible and ethical.

Since inception CONCOR has always worked towards the inclusive growth of society by contributing through its efforts & available resources for the sustainable development of all its stakeholders, including allied partners and logistics service providers. CONCOR has framed its CSR policy for the effective implementation of the activities undertaken.

Under CONCOR's CSR policy various thrust areas have been identified which includes health & medical care, education/literacy enhancement, community development & rehabilitation measures, environment protection, conservation of natural resources, natural calamities and infrastructure development.

Like previous years, CONCOR allocated 0.5% of Profit After Tax (PAT) of previous year towards CSR Budget for F.Y. 2012-13.

CONCOR has executed various projects under its CSR initiatives. The major projects of the Company related to setting up of Adult Literacy Centres, has been taken up in association with National Literacy Mission Authority (NLMA), Ministry of Human Resource Development. Similarly, National Foundation of Communal Harmony (NFCH) under Ministry of Home Affairs, Govt. of India is also doing activities of helping violence affected children.

Assistance has also been provided towards creation of infrastructure for visually impaired, physically challenged and poor children. Company has also taken steps towards conservation of environment by adopting a village in the state of Uttarakhand in association with TERI for providing rain water harvesting, Polly houses, Alternate energy solution, computer training etc. to villagers. Similarly Company is also providing assistance to Odisha State Disaster Management Authority (OSDMA) for construction of multipurpose cyclone shelters.

The Company has taken effective steps for generating awareness for CSR activities among its officers /staff. CSR guidelines and policy of the company have been effectively communicated to its officers and staff through regions. They are also being informed and involved in the implementation and monitoring of the projects undertaken by the company from time to time.



DIRECTORS' REPORT

In CONCOR most of our CSR activities are being implemented by Government or other reputed organizations having a track record of performance. CONCOR monitors the project implemented by these agencies from time to time and wherever felt necessary also sends its own officials to see the physical implementation on the ground.

In line with DPE guidelines, a total amount of ₹ 6.23 crore, including unspent amount of previous years was committed towards CSR budget for F.Y.2012-13. Out of this ₹ 6.15 crore was disbursed/used towards these activities during the year.

With the revision in the DPE Guidelines on Corporate Social Responsibility and Sustainability (CSR & S) which will be applicable w.e.f. 1st April, 2013 your company has also revised its CSR & S policy recently. It has adopted these revised guidelines and has framed a two tier system for the management of its CSR & S activities. Under this system two committees have been formed. Tier-1 committee is at board level headed by CMD/CONCOR with Director (Projects & Services) and an Independent Director as other two members. The tier-2 Committee is below board level which is headed by an executive one level below board.

To continue with its long term CSR & S policy & enthused by the benefits accruing to the society from its initiatives in earlier years, the company intends to continue its commitment to fulfill its obligations towards all its stakeholders & society in the years ahead in accordance with its CSR & S policy.

PARTICULARS OF EMPLOYEES

The information required in accordance with the provisions of Section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975 as amended by Company (Particulars of Employees) Rules, 2011 is NIL, as no employee has drawn remuneration in excess of amount specified in said Rules.

AUDITORS

Being a Government Company, the Comptroller & Auditor General of India had appointed M/s. Kumar Chopra & Associates as Company's Statutory Auditors for the financial year 2012-13. The Statutory Auditor of the company is being paid an audit fee of ₹ 4,66,000/-

BOARD OF DIRECTORS

During the financial year 2012-13, six meetings of the Board of Directors were held for transacting the businesses of the Company. During the year the post of Managing Director held by Shri Anil Kumar Gupta was re-designated as Chairman and Managing Director (CMD) w.e.f. 5th March, 2013. In the current year, Shri Manoj K. Akhouri, EDTT (F)/Railway Board, joined the Board of CONCOR and in addition, Shri Sudhir Mathur, Shri Pradeep Bhatnagar, Shri Deepak Gupta and Shri M. P. Shorawala also joined the Board of CONCOR as Independent Directors. During the year and upto the date of this report, the directorship in the company are as under:

- Shri K.K. Srivastava, Part-time Chairman (upto 05.03.2013)
- Shri Anil Kumar Gupta, Chairman and Managing Director
- Shri Harpreet Singh, Director (Projects & Services)
- Shri Yash Vardhan, Director (Intl. Mktg. & Ops.)
- Smt. P. All Rani, Director (Finance)
- Shri Shahnawaz Ali, Director (Domestic) (upto 31.01.2013)
- Shri A.S. Upadhyay, Director (upto 18.05.2012)
- Shri M.K. Akhouri, Director (w.e.f. 14.06.2012)
- Lt. Gen. (Retd.) Arvind Mahajan, Director
- Dr. (Professor) A.K. Bandyopadhyay, Director
- Dr. (Professor) Kausik Gupta, Director
- Shri Sudhir Mathur, Director (w.e.f. 25.09.2012)
- Shri Pradeep Bhatnagar, Director (w.e.f. 06.03.2013)

DIRECTORS' REPORT

- Shri Deepak Gupta, Director (w.e.f. 06.03.2013)
- Shri M.P. Shorawala, Director (w.e.f. 06.03.2013)
- Shri Kundan Sinha, Director (w.e.f. 08.07.2013)

RETIREMENT OF DIRECTORS BY ROTATION

In terms of provisions of the Companies Act, 1956, Shri Anil Kumar Gupta, Chairman & Managing Director, Shri Harpreet Singh, Director (Projects & Services), Smt. P. Alli Rani, Director (Finance) and Shri Manoj K. Akhouri, Director are liable to retire by rotation and being eligible, offer themselves for reappointment.

CODE OF CONDUCT

The Code of Conduct has been laid down for the Board Members and senior management. A copy of the same is available on the website of the Company.

Based on the affirmation received from Board Members and Senior Management Personnel, it is hereby declared that all the members of the Board and Senior Management Personnel have affirmed compliance of Code of Conduct for the financial year ended on March 31, 2013.

CONCLUSION

Your Directors express their gratitude for continued co-operation and support provided by Government of India, in particular the Ministry of Railways, Customs, Ports, Investors and above all the customers who have continued to patronize the services provided by your Company.

Your Directors acknowledge the constructive suggestions received from Statutory Auditors and Comptroller and Auditor General of India and are grateful for their consistent support and help.

Your Directors would like to place on record its deep and sincere appreciation for the hard work, dedication and unstinted efforts by the Company's employees so as to ensure that your Company achieves greater milestones and scales the newer pinnacle of success.

For and on behalf of the Board of Directors

Sd/-

Dated : 25.07.2013
Place : New Delhi

(Anil Kumar Gupta)
Chairman & Managing Director



ADDENDUM TO THE DIRECTORS' REPORT 2012-13

Reply of the management on the report of independent auditors for financial year 2012-13

S.No. in the Auditors' Report	Auditors' Remarks	Reply of the Management
S.No. 5 of Report	<i>Refer Foot Note no. 2 of NOTE 5 "Fixed Assets"- Sale/Lease Deeds in respect of Land & Buildings valuing ₹102.94 crore are yet to be executed in favour of the company. Our opinion is not qualified in respect of this matter.</i>	The issue of execution of lease/sale deeds of land & buildings valuing ₹102.94 crore is being pursued with the concerned authorities.
S.No. (ix)(a) of the Annexure to the Report	<p>The company is generally regular in depositing with appropriate authorities undisputed statutory dues including provident fund, investor education and protection fund, employee's state insurance, income tax, sales tax, wealth tax, service tax, custom duty, excise duty, cess and other material statutory dues applicable to it. According to the information and explanations given to us, <i>the undisputed amounts payable in respect of outstanding statutory dues that were in arrears, as at 31st March 2013 for a period of more than six months from the date they became payable are given below:</i></p> <p>NORTHERN REGION <i>-Name of the Statute: Customs Act, 1962</i> <i>-Nature of dues: Custom Duty (Auction)</i> <i>-Amount (₹ in crore): 1.37</i> <i>-Period to which the amount relates: 1997-98 (₹1.08 crore) & 2003-04 (₹29.58 lac)</i></p> <p>WESTERN REGION <i>-Name of the Statute: Customs Act, 1962</i> <i>-Nature of dues: Custom Duty (Auction)</i> <i>-Amount (₹ in crore): 0.10</i> <i>-Period to which the amount relates: 2006-07</i></p> <p><i>-Name of the Statute: Service Tax</i> <i>-Nature of dues: Service Tax & Penalty</i> <i>-Amount (₹ in crore): 1.60</i> <i>-Period to which the amount relates: April 2004 to June 2008</i></p>	<p>Amount represents custom duty collected on auction of un-cleared cargo. Matter is pending with the Hon'ble High Court; as the importers of these consignments have taken stay orders from the Court.</p> <p>Custom duty amounting to Rs.0.10 crore was payable in respect of lots auctioned on 4/5th October, 2006 at ICD-Mulund (East). Since our claim for recovery of rent amounting to ₹0.38 crore was pending for clearance from the Customs Department (in respect of confiscated containers stored and sold in custom auction), the amount was held for adjustment under due intimation to them. However, the department is yet to clear the rental claim made by CONCOR. The issue of adjustment of custom duty against the rent recoverable from Customs Department is under consideration and the final view on the issue is awaited.</p> <p>An appeal has been filed with Customs, Excise and Service Tax Appellate Tribunal at Bangalore by "JWG-Air Cargo Complex", a business arrangement between CONCOR, Hindustan Aeronautics Ltd. and Mysore</p>

ADDENDUM TO THE DIRECTORS' REPORT 2012-13

<p>S.No. (ix)(b) of the Annexure to the Report</p>	<p>According to the information & explanations given to us, <i>dues of income tax, sales tax, wealth tax, service tax, customs duty, excise duty and cess that have not been deposited on account of any dispute are given below:</i></p> <p><i>-Forum where dispute pending: CESTAT</i> <i>-Nature of dues: Service Tax Finance Act, 1994</i> <i>-Amount (₹ in crore): 0.01</i> <i>-Period to which the amount relates: 1st May 2003 to 16th July 2003</i></p> <p><i>-Forum where dispute pending: CCE (Appeals)</i> <i>-Nature of dues: Service Tax Finance Act, 1994</i> <i>-Amount (₹ in crore): 0.01</i> <i>-Period to which the amount relates: January 2004 to March 2004</i></p> <p><i>-Forum where dispute pending: Appellate Authority VAT</i> <i>-Nature of dues: Penalty u/s 86(19) of DVAT Delhi</i> <i>-Amount (₹ in crore): 0.33</i> <i>-Period to which the amount relates: 14th December 2005</i></p> <p><i>Forum where dispute pending: Appellate Authority VAT Delhi</i> <i>-Nature of dues: Sales Tax (NR) Delhi Sales Tax Act</i> <i>-Amount (₹ in crore): 0.08</i> <i>-Period to which the amount relates: Year 2000-01</i></p>	<p>Sales International Ltd. on 17.01.2010 seeking relief to set aside the demand raised vide impugned order under reference and grant complete relief to the Appellant. The order of the Appellate Tribunal is awaited.</p> <p>The matter is in appeal with the concerned authorities.</p> <p>As per the orders of Appellate Authority, the matter has been referred to the concerned assessing authority for re-assessment.</p> <p>In this matter against the orders of Appellate Authorities, CONCOR filed a Writ Petition in May 2006 before the Hon'ble Delhi High Court for quashing of various detention orders, seizing / detaining rolling stock and imposition of penalty. The Hon'ble Delhi High Court had stayed operation of penalty orders passed by the authorities. VAT Tribunal vide its orders dated 30.11.2009 has directed the Company to deposit 50% amount of demand in each appeal. A writ petition against this order has been filed before the Hon'ble High Court of Delhi and the same has been referred to Value Added Tax Officer (VATO). As per the directions of Hon'ble Appellate VAT Tribunal Authority, said amount has been deposited during June 2011. The case is in progress at VATO level.</p> <p>The matter is in appeal with the concerned authorities.</p>
--	--	--



ADDENDUM TO THE DIRECTORS' REPORT 2012-13

	<p><i>Forum where dispute pending: Appellate Authority VAT Delhi</i> <i>-Nature of dues: Delhi VAT Act</i> <i>-Amount (₹ in crore): 0.23</i> <i>-Period to which the amount relates: Year 2008-09</i></p> <p><i>Forum where dispute pending: District Court Kanpur</i> <i>-Nature of dues: Water Tax- Jal Sansthan Kanpur</i> <i>-Amount (₹ in crore): 0.69</i> <i>-Period to which the amount relates: 2000-01 to date.</i></p> <p><i>Forum where dispute pending: Commissioner of Income Tax (Appeals), Ghaziabad</i> <i>-Nature of dues: Income Tax Act, 1961</i> <i>-Amount (₹ in crore): 2.18</i> <i>-Period to which the amount relates: Years 2007-08, 2008-09, 2009-10</i></p> <p><i>Disputed but Deposited/adjusted against Refunds:</i></p> <p><i>Forum where dispute pending: Appeal before ITAT</i> <i>-Nature of dues: Income Tax Act, 1961</i> <i>-Amount (₹ in crore): 74.13</i> <i>-Period to which the amount relates: AY 2006-07 to 2009-10</i></p> <p><i>Forum where dispute pending: Appeal before CIT (A)</i> <i>-Nature of dues: Income Tax Act, 1961</i> <i>-Amount (₹ in crore): 121.08</i> <i>-Period to which the amount relates: AY 2010-11</i></p> <p><i>Forum where dispute pending: Appeal before CIT (A)</i> <i>-Nature of dues: Income Tax Act, 1961</i> <i>-Amount (₹ in crore): 3.28</i> <i>-Period to which the amount relates: AY 2007-08</i></p> <p><i>Forum where dispute pending: SLP of Dept. before the HON. SC</i> <i>-Nature of dues: Income Tax Act, 1961</i> <i>-Amount (₹ in crore): 26.93</i> <i>-Period to which the amount relates: AY 2003-04 to 2005-06</i></p>	<p>As against the dues of ₹ 0.11 crore, authority has raised demand of ₹0.25 crore. Out of this, an amount of ₹ 0.02 crore has been deposited on adhoc basis during the year. At present, an amount of ₹0.23 crore is pending for payment (including ₹0.03 crore towards interest and ₹0.11 crore towards penalty).</p> <p>A suit against Jal Sansthan/Kanpur was filed in the District Court, Kanpur, which was dismissed on 22.08.2012. Subsequently, CONCOR has filed appeal FA (Defective) 97/2013 at High Court, Allahabad.</p> <p>Appeal filed on this issue with CIT (A), Noida against the orders of Assessing Officer has been decided in company's favour. However, the I.T Department has preferred an appeal before the Hon'ble ITAT, Delhi against such orders passed by CIT (A), which is pending on the reporting date.</p> <p>These cases are in dispute with the Income Tax Department and are pending before different appellate authorities. In all these cases, demand(s) raised by the assessing officer have already been paid/adjusted from refunds due to the company.</p>
--	--	--

ADDENDUM TO THE DIRECTORS' REPORT 2012-13

	<p><i>Forum where dispute pending: Dept. appeal Before the HON. ITAT</i></p> <p><i>-Nature of dues: Income Tax Act, 1961</i></p> <p><i>-Amount (₹ in crore): 41.94</i></p> <p><i>-Period to which the amount relates: AY 2006-07 and 2007-08</i></p> <p><i>Forum where dispute pending: Dept. appeal before the ITAT</i></p> <p><i>-Nature of dues: Income Tax Act, 1961</i></p> <p><i>-Amount (₹ in crore): 155.06</i></p> <p><i>-Period to which the amount relates: AY 2006-07 and 2007-08</i></p> <p><i>Forum where dispute pending: Dept. appeal before the ITAT</i></p> <p><i>-Nature of dues: Income Tax Act, 1961</i></p> <p><i>-Amount (₹ in crore): 112.52</i></p> <p><i>-Period to which the amount relates: AY 2009-10</i></p> <p><i>Forum where dispute pending: Dept. appeal before the ITAT</i></p> <p><i>-Nature of dues: Income Tax Act, 1961</i></p> <p><i>-Amount (₹ in crore): 0.81</i></p> <p><i>-Period to which the amount relates: AY 2004-05</i></p>	
--	---	--



ANNEXURES TO THE DIRECTORS' REPORT

CORPORATE GOVERNANCE

CORPORATE PHILOSOPHY

CONCOR considers Corporate Governance an important tool for enhancing sustainable stakeholder's value and creating wealth for the organization. It is committed to follow a policy of strong Corporate Governance based upon transparency, conscience, team work, professionalism and accountability thereby implementing the best standards and boosting the confidence of all the stakeholders.

The company has always believed in creating a framework of best policies, practices, structure and ethics in the organization. The thrust area of the company is to adopt the best standards of corporate policies, integrity and professional approach. The management and employees of the company subscribe to the corporate values and imbibe them in their conduct regularly. The corporate governance practices have assisted the company in achieving its goals and in maximizing the wealth of its stakeholders.

CONCOR's objective is to provide efficient and reliable multimodal logistics support for the country's EXIM and domestic trade and commerce. In this process it ensures growing shareholder value. The company is committed to maintain a high growth rate and maximizing return on capital employed through the optimal use of its resources.

Corporate Governance in the company has been strengthened by formulating and implementing policies viz. Code of Conduct for Board Members and Senior Management, Code of Conduct for Insider Trading and Whistle Blower Policy. As always, CONCOR strives to conduct its business according to the best principles of Corporate Governance.

The company regularly takes steps for furtherance of goals of Corporate Governance like e-tendering, on line vigilance clearance, on line application for recruitment, customer grievance redressal system, SMS based container query, emailing annual reports, e-filing for commercial systems, automated emails to stakeholders, etc.

The employees of the organization have internalized core values, viz., ethical standards, concern for people at work and delight for customers. The company uses best of the technology to provide logistics services and is committed to operate in all areas of related businesses. It adheres to highest level of safety in operations, maintains good health of its employees and provides a clean and green environment for a better tomorrow.

BOARD OF DIRECTORS

The Board of the company constantly endeavors to set goals and targets aligned to the company's Mission **"Our mission is to join with our community partners and stake holders to make CONCOR a company of outstanding quality. We do this by providing responsive, cost effective, efficient and reliable logistics solutions to our customers through synergy with our community partners and ensuring profitability and growth. We strive to be the first choice for our customers. We will be firmly committed to our social responsibility and prove worthy of trust reposed in us"**.

CONCOR being a Government Company, appointment/nomination of all the Directors is being done by the President of India, through the Ministry of Railways. The Articles of Association stipulates that the number of directors shall not be less than five and not more than fourteen.

As on 31st March, 2013, the Board of Directors of the Company consists of four Executive Functional Directors, including a Chairman and Managing Director, One part-time Director (Government Nominee), and Seven part-time Non-official (Independent) Directors.

The Board met 6 (Six) times, on the dates mentioned below, for transacting business during the financial year 2012-13:

Board Meeting No.	Board Meeting Dates
153	23 rd April, 2012
154	22 nd May, 2012
155	24 th July, 2012
156	31 st Oct., 2012
157	21 st Dec., 2012
158	29 th Jan., 2013

CORPORATE GOVERNANCE

The Composition of Directors, attendance at the Board Meetings during the year 2012-13 and the last Annual General Meeting, the number of other directorships, Chairmanships and committee memberships (as provided) are given below:

Sl. No.	Category of Directorship	Name of Director	No. of Board Mtgs. Attended	Attendance at last AGM	No. of Other committee		No. of other	
					Membership	Chairmanship	Directorship	Chairmanship
(I)	Part-time Non-Executive Chairman							
1.	Chairman, (Member Traffic, Railway Board)	Shri K.K. Srivastava@	Five	Yes	Nil	Nil	Two	Two
(II)	Executive Chairman/Directors							
2.	Chairman and Managing Director	Shri Anil Kumar Gupta@	Six	Yes	Nil	Nil	Five	Three
3.	Director (Projects & Services)	Shri Harpreet Singh	Six	Yes	Two	Nil	Two	Nil
4.	Director (Intl. Marketing & Ops.)	Shri Yash Vardhan	Six	Yes	Three	Nil	Seven	One
5.	Director (Finance)	Smt. P. Alli Rani	Six	Yes	Three	Nil	Five	Two
6.	Director (Domestic)	Shri Shah Nawaz Ali \$	Six	Yes	One	One	One	One
(III)	Part-Time Govt. Directors [Ministry of Railways(MOR)]							
7.	Director [Advisor (Rates), MOR]	Shri Kundan Sinha^	N.A.	N.A.	Nil	Nil	Nil	Nil
8.	Director [ED TT(F), MOR]	Shri A.S. Upadhyay#	One	N.A.	Nil	Nil	One	Nil
9.	Director [ED TT(F), MOR]	Shri Manoj K. Akhour#	Three	Yes	Nil	Nil	Two	Nil
(IV)	Part time Non- Official Directors (Independent)							
10.	Director	Lt.Gen.(Retd.) Arvind Mahajan	Six	Yes	Five	Two	Two	Nil
11.	Director	Dr. (Prof.) A.K.Bandyopadhyay	Five	Yes	One	One	Two	Nil
12.	Director	Dr. (Prof.) Kausik Gupta	Six	Yes	Nil	Nil	Nil	Nil
13.	Director	Shri Sudhir Mathur*	Three	N.A.	Nil	Nil	Nil	Nil
14.	Director	Shri Pradeep Bhatnagar**	Nil	N.A.	Nil	Nil	Nil	Nil
15.	Director	Shri Deepak Gupta**	Nil	N.A.	One	Nil	One	Nil
16.	Director	Shri M. P. Shorawala**	Nil	N.A.	Three	Nil	Two	Nil

@ Shri K.K. Srivastava Part Time Non-Executive Chairman ceased office once Shri Anil Kumar Gupta re-designated as Chairman and Managing Director w.e.f. 05.03.2013.

\$ Up to 31.01.2013.

^ Appointed w.e.f. 08.07.2013

Shri A.S. Upadhyay was Director upto 18.05.2012 and w.e.f. 14.06.2012 Shri Manoj K. Akhour was appointed in his place.

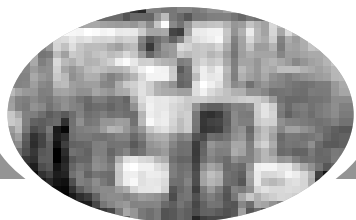
* Appointed w.e.f. 25.09.2012

** Appointed w.e.f. 06.03.2013 and no meeting held during the year after their appointment.

REMUNERATION COMMITTEE & POLICY

Your Company has a Committee of the Board viz., 'HR & Remuneration Committee' to examine and provide inputs for HR Policies and initiatives of the Company besides finalization of the annual variable pay and policy for its distribution across the Executives and Non-Unionized Supervisors. During the year one meeting of HR & Remuneration Committee was held. The attendance at the meeting and membership of the committee are as under:

Name of the Directors	Position	Number of Meetings attended
Lt. Gen. (Retd.) Arvind Mahajan	Member	One
Dr. (Professor) A.K. Bandyopadhyay	Member	One
Shri Manoj K. Akhour	Member	One



CORPORATE GOVERNANCE

As a Government of India Undertaking, the Functional Directors are appointed by President of India through Ministry of Railways. Their remuneration is drawn as per industrial dearness allowance (IDA) pay-scales and terms and conditions determined by the Government. The Payment made to the functional directors of the company includes performance incentive, as per the policy of the company, which is applicable to all the employees of the company and based upon performance parameters. The details of remuneration of Functional Directors for the financial year 2012-13 are as under:

(Figures in ₹ Lakhs)

Name of the Directors	Salary & Allowances	Perquisites	Contribution to PF & Benefits	Total
Shri Anil Kumar Gupta, Chairman & Managing Director	23.38	1.90	2.33	27.61
Shri Harpreet Singh, Director (Projects & Services)	24.75	1.59	2.23	28.57
Shri Yash Vardhan, Director (Intl. Marketing & Operations)	20.13	1.46	2.09	23.68
Smt. P. Alli Rani, Director (Finance)	19.71	1.57	1.98	23.26
Shri Shah Nawaz Ali, Director (Domestic Division)	23.11	1.26	1.62	25.99

Note: The above remuneration does not include a) the provision made on actuarial valuation of retirement benefits schemes and provision made during the year towards post retirement benefits; and b) performance incentive benefits payable to the whole time Functional Directors as employees of the company as per the policy applicable to all employees of the company as per DPE Guidelines.

The Government nominee directors do not draw any remuneration from the company. The part-time non-official directors (Independent) are paid a sitting fee of ₹20,000/- per meeting of the Board or Committee thereof attended by them, in addition to the incidental expenses related to their travel and stay.

The details of sitting fee paid to part-time non-official (Independent) Directors, for attending meetings of the Board of Directors and Committee(s) thereof, during the year are given below:

(Figures in ₹ Lakhs*)

Name of the Directors	
Lt. Gen. (Retd.) Arvind Mahajan	3.20
Dr. (Professor) A.K. Bandyopadhyay	0.60
Dr. (Professor.) Kausik Gupta	0.80
Shri Sudhir Mathur	1.60

*excluding service tax.

AUDIT & ETHICS COMMITTEE

The Audit & Ethics Committee met five times during the financial year 2012-13 on 23.04.2012, 22.05.2012, 24.07.2012, 25.10.2012 and 29.01.2013. As on the date of this report, the Audit & Ethics Committee of the company comprises of the three independent directors named below:

Shri Sudhir Mathur, Director	-	Chairman
Lt. Gen. (Retd.) Arvind Mahajan, Director	-	Member
Shri M. P. Shorawala, Director	-	Member

Group General Manager (Finance) & Company Secretary acts as Secretary to this Committee. The details of attendance of the Committee members at the meetings conducted during the year, are as under:

Name of Members	No. of Meetings Attended
Dr. (Prof.) Kausik Gupta, (upto 21.12.2012)	Four
Lt. Gen. (Retd.) Arvind Mahajan	Five
Shri A.S. Upadhyay (upto 18.05.2012)	One
Shri Manoj K Akhouri (w.e.f. 14.06.2012)	Two
Shri Sudhir Mathur (w.e.f. 21.12.2012)	One

CORPORATE GOVERNANCE

The terms of reference of the Audit and Ethics Committee are in accordance with section 292A of the Companies Act, 1956, the guidelines set out in clause 49 of the listing agreement and the DPE guidelines, which inter alia, include reviewing the Company's broad structure, various capital and civil projects, business expansion plans & annual / quarterly Financial Results before submission to the Board. Further, the Committee reviews the adequacy of internal audit function and internal control systems and discusses with internal auditors any significant findings and follow up thereon from time to time. The Committee attempts to ensure that decision making in the company is objective, and that there are adequate internal controls to ensure efficient realization of revenue, and due propriety of expenditure.

SHAREHOLDERS' / INVESTORS' GRIEVANCE COMMITTEE

The shareholders' / investors' grievance committee comprises of:-

Executive Director TT (F), Railway Board /	-	Member
Director nominated by Ministry of Railways		
Director (Finance) / CONCOR	-	Member
Director (Intl. Marketing & Operations) / CONCOR	-	Member

Executive Director TT (F), Railway Board / Director nominated by Ministry of Railways is the Chairman of the Committee.

Group General Manager (Finance) & Company Secretary acts as the secretary of the Committee and is also Compliance Officer in terms of Listing Agreement with the Stock Exchanges. During the year, the Company has attended its investor grievances expeditiously. No Investor Complaint was pending at the end of financial year 2012-13.

The company has taken various steps to ensure that the shareholders related matters/issues are given due priority and are resolved with a reasonable period. For this purpose the company has an exclusive designated e-mail address investorrelations@concorindia.com. Company's R&TA has designated an exclusive e-mail id viz. concor@beetalfinancial.com to facilitate investors to register their complaints, if any. Member(s) may also visit the website at www.concorindia.com, Investors Grievances Section for further reference.

SHARE TRANSFER COMMITTEE & SYSTEM

The Company has a Share Transfer Committee in place which considers the requests for transfer/transmission of shares, issue of duplicate share certificate, re-materialization etc. The constitution of the Share Transfer Committee of the company is as under:

Director (Finance)	-	Chairman
Director (International Marketing & Operations)	-	Member
Group General Manager (Finance) & Company Secretary	-	Member

The trading of shares is in Demat form due to Compulsory Dematerialization of CONCOR's shares w.e.f. 31st May, 1999.

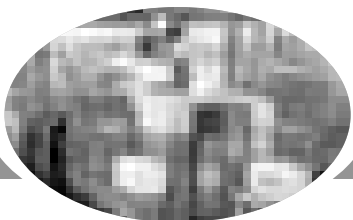
The Company has appointed M/s. Beetal Financial & Computer Services (P) Ltd. as Registrar and Share Transfer Agents(R&TA), to effect the transfer of shares, depository connectivity and other related work. No request received, for transfer in respect of shares in physical mode during the financial year 2012-13, is pending.

SUSTAINABLE DEVELOPMENT COMMITTEE:

In terms of Guidelines on Corporate Social Responsibility issued by Department of Public Enterprises the company has constituted a Sustainable Development Committee of the Board with following Director as its members:

Dr. (Professor) A.K. Bandyopadhyay	-	Chairman
Lt. Gen. (Retd.) Arvind Mahajan	-	Member
Smt. P. Alli Rani, Director (Finance)	-	Member
Director (Intl. Marketing & Operations) / CONCOR	-	Member

The above Committee met four times during the year to transact various businesses. Further subsequent to revision of Guidelines on Corporate Social Responsibility & Sustainability by Department of Public Enterprises(DPE), which are applicable w.e.f. 1st April, 2013 your company has revised its CSR and Sustainability (CSR & S) Policy in which a two Tier System for management and implementation of CSR & S activities of the company have been constituted. Tier I



CORPORATE GOVERNANCE

committee is a Board level committee, the constitution of the same is as under:

Shri Anil Kumar Gupta, Chairman & Managing Director	-	Chairman
Shri Harpreet Singh, Director (Projects & Services)	-	Member
Shri Sudhir Mathur, Director	-	Member

Tier-II Committee is a below board level committee of Senior Executive of the company headed by ED (MIS & CSR).

GENERAL BODY MEETINGS

Details of date, location and time of last three AGMs are as under :

AGM Date	Location	Time
18.09.2012	Auditorium, National Rail Museum, Nyaya Marg, Near Bhutan Embassy, Chanakyapuri, New Delhi- 110021.	4.00 p.m.
19.09.2011	Auditorium, National Rail Museum, Nyaya Marg, Near Bhutan Embassy, Chanakyapuri, New Delhi- 110021.	4.00 p.m.
17.09.2010	Auditorium, National Rail Museum, Nyaya Marg, Near Bhutan Embassy, Chanakyapuri, New Delhi- 110021.	3.30 p.m.

In the last AGM held on 18.09.2012 special resolution(s) were passed for amending the Articles of Association of the company for increasing the maximum number of directors to fourteen and incorporating enabling provisions for buy back of shares.

There is no proposal to be conducted through postal ballot at the ensuing AGM.

DISCLOSURES

- During the year, there was no transaction of material nature with the directors or their relatives that had potential conflict with the interest of the company.
- The CEO/CFO of the Company has certified the specified matters to the board and Audit and Ethics Committee as required under the listing agreement.
- CONCOR's Board framed the Code of Conduct for Board Members and Senior Management Personnel, effective from First day of January, 2006. Further, the Provisions of Code of Conduct have been affirmed to be complied with by the Board Members as well as by the Senior Management Personnel for the financial year ended 31.03.2013.
- Your company has filed report on Corporate Governance in specified format(s) to Stock Exchanges, Ministry of Railways & DPE within Stipulated time.
- In terms of guidelines on Corporate Governance and to adopt the best practices therein, the Company has its 'Whistle Blower Policy' in place.
- The Company has put up an adequate risk assessment and minimization procedure. The certification for compliance of applicable laws is being placed before the Board.
- No item of expenditure has been debited in books of accounts, which are not for the purposes of the business and no expenses, which are personal in nature, have been incurred for the Board of Directors and Top Management.

CORPORATE GOVERNANCE

- (viii) Transactions with related parties as per requirements of Accounting Standards issued by the Institute of Chartered Accountants of India are disclosed in relevant notes to the Balance Sheet of the Company.
- (ix) Your company nominates its representatives on the Boards of its Joint Ventures & Subsidiary companies and monitors the performance of such companies periodically. In terms of Clause 49 of the listing agreement and DPE guidelines, performance of the subsidiary companies is inter-alia reviewed by the Audit & Ethics Committee and the Board as under:
- Financial Statements of the Subsidiary companies are reviewed by the Board & Audit & Ethics Committee.
 - Minutes of the meetings of Audit Committee & Board are placed before the Audit & Ethics Committee & Board of the company respectively.
- Your company does not have any material non-listed Indian subsidiary companies in terms of clause 49 of listing agreement on Corporate Governance.
- (x) Director(s) are nominated on training programmes organized by DPE & SCOPE from time to time.
- (xi) There were no instances of penalties / strictures imposed on the Company by the Stock Exchanges or SEBI or any statutory authority due to non compliance on any matter related to capital markets during the last three years.
- (xii) During the year, half-yearly certificate(s), confirming due compliance of the share transfer formalities by the Company [clause 47(c) of the Listing Agreement]; and quarterly Reconciliation of Share Capital Audit Report [under SEBI (Depositories and Participants) Regulations, 1996] were obtained from practicing Company Secretary and the same were also submitted to the Stock Exchanges within the stipulated time.

MEANS OF COMMUNICATION

Website Updation

Regarding Electronic means of communications, the Quarterly Un-audited financial results, shareholding pattern and Annual Report are uploaded on CONCOR website www.concorindia.com and these are updated from time to time. Tenders of various Regions/Departments are uploaded on CONCOR's website and also on Central Public Procurement Portal (CPPP) <http://eprocure.gov.in> for giving wide publicity and ensuring transparency in tendering process.

SMS based Container query

CONCOR has started SMS based Container Tracking facility to its customers. This is in line the with website query of track and trace of containers. This is a facility by which any customer can track their container by sending a SMS through their mobile phone. The query can be made by typing "ci (single space) container no." for EXIM containers and type "cd (single space) container no." for domestic containers and sending it to 56677.

Financial Information

Timely disclosure of consistent, relevant and reliable financial information on financial performance is at the core of good governance. Towards this end and in order to attain maximum shareholder reach, the financial results of the company during the year 2012-13 were published in leading dailies having wide circulation across the country. In addition the updated information relating to financial results and shareholding pattern is available on the website of the company.

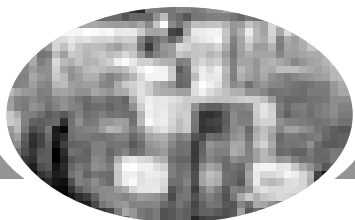
DIVIDEND

Book closure and Dividend payment dates

For the financial year 2012-13, the Board of Directors approved the payment of dividend, for which the respective Record Date/Book Closure and dividend payment dates are as under:

S.No.	Dividend Declared	Dividend	Record Date/Book Closure	Dividend Payment Date
1.	Interim Dividend	80% (₹ 8.00 per share)	12.02.2013	20.02.2013
2.	Final Dividend	95% (₹ 9.50 per share)	03.08.2013 to 05.08.2013	02.09.2013 Onwards

With this, the Company has proposed a total dividend of 175% (₹ 17.50 per equity share) on the paid-up equity share



CORPORATE GOVERNANCE

capital, for the year ended 31st March, 2013.

Change of Address/Bank Details/NECS Mandate/E-mail ID

For change of address/bank details/dividend mandate/E-mail ID, Members may approach :-

- if shares are held in physical mode, to the Company/R&TA of the Company.
- if shares are held in electronic mode, to their Depository Participant (DP). The Company/R&TA will not entertain such requests, if any.

Bank Account details and 9-digit MICR Code of their Bankers, as noted in the records of their DP is used for the purpose of overprinting on Dividend Warrants or remittance of dividend through National Electronic Clearing Service (NECS), wherever applicable. It is, therefore, necessary that the members holding shares in electronic mode should ensure their correct bank details and/or 9-digit MICR Code number are noted in the records of the DP so that no NECS rejection takes place. As per the dividend mandate noted in the records of DP, the amount of dividend will be credited directly to bank account of the shareholder. The credit of dividend amount can also be confirmed from pass book/bank statement.

Transfer of unpaid/unclaimed amounts to Investor Education and Protection Fund

Pursuant to Section 205C of the Companies Act, 1956, dividend amount(s) remaining unclaimed and unpaid for a period of seven years, from the date they became due for payment, is required to be transferred to the Investor Education and Protection Fund (IEPF) established by the Central Government in this behalf.

During the year, your Company had transferred an amount of ₹ 81,711 and ₹ 14,985 in the Investor Education and Protection Fund (IEPF) for unclaimed/unpaid final dividend for FY 2004-05 and interim dividend for FY 2005-06 respectively.

The unclaimed/unpaid final dividend for the FY 2005-06 which is due for transfer to IEPF, should be claimed by the members on or before 10.10.2013. After that date, no claim lie against the Fund/Company, in respect of the said amount. The due dates of transfer of unpaid/unclaimed dividend to IEPF for the imminent financial years are as under:

S.No.	Financial Year	Dividend Type	Dividend (%)	Last date for claiming Unpaid Dividend	Due date for transfer to IEPF
1	2005-2006	Final	80	10.10.2013	09.11.2013
2	2006-2007	Interim	110	20.02.2014	22.03.2014
		Final	110	27.09.2014	27.10.2014

Since after the transfer of unpaid/unclaimed amount of IEPF, no claim shall lie against the company/R&TA/Fund, members who have not yet encashed their Dividend Warrant may approach the R&TA/Company for issuance of demand draft(s) upon completion of necessary formalities in the said behalf in lieu of such warrant.

GENERAL SHAREHOLDER INFORMATION

- Number of Annual General Meeting 25th AGM

Date 27th August, 2013

Time 16.00 hrs.

Venue Auditorium, National Rail Museum, Nyaya Marg, Near Bhutan Embassy, Chanakyapuri, New Delhi - 110021.
- Financial Calendar

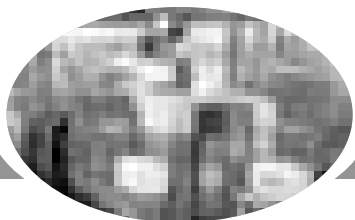
The unaudited financial results of 1st, 2nd and 3rd quarter Within 45 days of close of quarter.

CORPORATE GOVERNANCE

	Limited Review Report for above Quarterly un-audited financial Results	Within 45 days of close of quarter
	Approval and authentication of annual accounts by Board of Directors	Within 60 days of Close of Financial year
	Adoption of audited Annual Accounts by Shareholders	Before end of September, 2013
(iii)	Date of Book Closure (both days inclusive)	03.08.2013 to 05.08.2013
(iv)	Dividend Payment Date	Within 30 days of Declaration
(v)	Listing on Stock Exchanges	(a) The Bombay Stock Exchange Ltd., Phiroze Jeejeebhoy Towers, Dalal Street Fort, Mumbai - 400001. (b) National Stock Exchange of India Ltd., "Exchange Plaza" Bandra - Kurla Complex, Bandra (E), Mumbai - 400051.
(vi)	Security Code and ISIN No.	
	NSE	CONCOR
	BSE	531344
	ISIN	INE111A01017
(vii)	Market Price Data (In ₹)	

Month	NSE		BSE	
	High	Low	High	Low
April'12	977.60	860.00	971.95	860.00
May '12	915.75	824.90	910.00	830.00
June'12	942.90	850.90	937.00	850.00
July'12	967.00	880.00	966.95	875.70
Aug'12	976.35	918.60	977.00	905.80
Sept'12	976.95	906.95	975.00	902.60
Oct'12	1103.70	945.00	1097.00	946.00
Nov'12	1030.00	913.40	1089.00	918.50
Dec'12	954.95	891.00	953.50	891.10
Jan'13	975.00	910.05	975.00	910.05
Feb'13	1091.60	908.15	1094.00	913.50
March'13	1215.00	1007.45	1090.00	1009.45

(viii)	Stock Exchange Index			
Month	NSE		BSE	
	High	Low	High	Low
April'12	5378.75	5154.30	17664.10	17010.16
May '12	5279.60	4788.95	17432.33	15809.71
June'12	5286.25	4770.35	17448.48	15748.98
July'12	5348.55	5032.40	17631.19	16598.48
Aug'12	5448.60	5164.65	17972.54	17026.97
Sept'12	5735.15	5215.70	18869.94	17250.80
Oct'12	5815.35	4888.20	19137.29	18393.42
Nov'12	5885.25	5548.35	19372.70	18255.69
Dec'12	5965.15	5823.15	19612.18	19149.03
Jan'13	6111.80	5935.20	20203.66	19508.93



CORPORATE GOVERNANCE

Feb'13	6052.95	5671.90	19966.69	18793.97
March'13	5971.20	5604.85	19754.66	18568.43
(ix) Registrar and Share Transfer Agent		M/s Beetal Financial & Computer Services (P) Ltd. BEETAL HOUSE, 3 rd Floor, 99, Madangir, Behind Local Shopping Centre, New Delhi-110055. Phone No.011-29961282-83 E-mail id: beetal@beetalfinancial.com		

(x) Distribution of Shareholding as on 31.03.2013

No. of equity shares held	No. of Shareholders	% of total	No. of Shares	% of total
01	1,003	7.21	1,003	0.00
02-10	5,371	38.62	34,298	0.03
11-50	4,646	33.41	1,27,168	0.10
51-100	1,260	9.06	1,04,776	0.08
101-200	711	5.11	1,16,423	0.09
201-750	501	3.60	1,93,895	0.15
751-5000	215	1.55	3,85,799	0.30
5001-10000	34	0.25	2,51,156	0.19
10001-15000	16	0.12	1,98,587	0.15
15001 & Above*	149	1.07	12,85,69,689	98.91
Total	13,906	100.00	12,99,82,794	100.00

*include President of India holding of 8,19,99,802 equity shares.

(xi) Geographical Distribution of Shareholding as on 31.03.2013

Name of city	No. of Shareholders	% of total	No. of Shares	% of total
Ahmedabad	558	4.01	22,938	0.02
Bangalore	675	4.85	39,110	0.03
Chennai	634	4.56	55,464	0.04
Kolkata	588	4.23	5,07,130	0.39
Mumbai	4,340	31.21	4,61,44,812	35.50
New Delhi*	1,339	9.63	8,23,83,443	63.38
Pune	583	4.19	4,09,473	0.32
Others	5,189	37.31	4,20,424	0.32

CORPORATE GOVERNANCE

Total	13,906	100.00	12,99,82,794	100.00
--------------	---------------	---------------	---------------------	---------------

*include President of India holding of 8,19,99,802 equity shares.

(xii) Shareholding Pattern as on 31.03.2013

	Particulars	No. of Shares	Percentage
(a)	Government of India	8,19,99,802	63.09
(b)	Banks, Financial Institutions	61,32,657	4.72
(c)	Foreign Institutional Investors	3,46,17,317	26.63
(d)	Mutual Funds and UTI	20,14,654	1.55
(e)	Bodies Corporate	33,68,366	2.59
(f)	Indian Public	10,27,711	0.79
(g)	NRIs / OCBs	41,331	0.03
(h)	Others	7,80,956	0.60
	Total	12,99,82,794	100.00

(xiii) Dematerialization of Shares and liquidity

For electronic trading of shares, CONCOR has an agreement with NSDL & CDSL. Out of 4,79,82,992 Shares listed on Stock Exchanges 4,79,80,845 Shares were in demat mode as on 31.03.2013.

(xiv) Outstanding GDRs / ADRs / Warrants or any convertible instruments: N. A.

(xv) Plant locations: The Company has as on 31.03.2013 total 62 Terminals, of which 13 are pure Exim Terminals, 35 are Combined Container Terminals & 14 are pure Domestic Terminals.

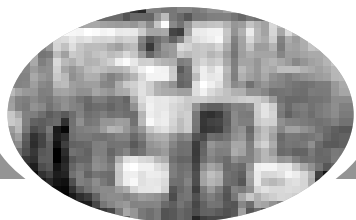
(xvi) Address for Correspondence	Group General Manager (Finance) & Company Secretary, Container Corporation of India Ltd., CONCOR Bhawan, C-3, Mathura Road, New Delhi - 110076. Ph. No. 011 - 41673149
----------------------------------	---

(xvii) As part of its 'Green Initiatives', Government has permitted Companies to provide various documents to its Shareholders in electronic form i.e. through e-mail. Your Company is fully committed towards such an initiative and has accordingly requested its Shareholders to provide or update their e-mail ids with their respective DPs/Company Registrar, as the case may be, and give their option for receiving documents in electronic form. The shareholders who have furnished their e-mail ids for this purpose are being furnished information through e-mail.

For and on behalf of the Board of Directors

Date: 25.07.2013
Place: New Delhi

Sd/-
(Anil Kumar Gupta)
Chairman and Managing Director



MANAGEMENT DISCUSSION AND ANALYSIS

INDUSTRY OVERVIEW

The Indian Multimodal scene continued to be quite depressing in 2012-13 with a moderate growth of 3.7% in rail throughputs. Originating containerized tonnage transported by rail by 15 active out of 17 licensed Container Train Operators (including CONCOR) increased by around 6.5%, from 38.58 Million Tons in 2011-12 to 41.07 Million Tons in 2012-13. However, the level of inland penetration of containers remained quite low on account of heavy costs and delay factors attributable to Import-Export imbalances. The prospects look bright with the improvements expected on Export front on account of new emerging markets and various steps announced recently in the Foreign Trade policy, combined with prospects of deeper hinterland penetration in existing container handling ports and emergence of similar opportunities in a number of new upcoming ports like Hazira and Dahej on the west coast and Krishnapattanam on east coast. Massive port development activities are also taking place on the south Eastern coast.

In the above mentioned external business environment, your company managed to actually strengthen its position and continued to be the lead player, carrying 30.62 Million Tons (74.6%) of containerized cargo during 2012-13, up from 28.29 Mn Tons (73.3%) carried in 2011-12. It also continued to place emphasis on providing total logistics and transport solutions to its customers by expanding the presence of the company in all segments of transport value chain in EXIM as well as Domestic segments. Emphasis was also kept on optimal utilization of infrastructure with complete cost control, combined with strategy of expansion into other segments of the value chain, with overall objective of making logistics services effective, efficient and competitive. At the same time, your company also embarked on its ambitious plans for setting up of number of Multi Modal Logistics Parks (MMLPs) for providing single window services and seamless connectivity for promoting hinterland transportation of containers as well as break bulk cargo to take opportunity of using same terminals for bulk handling, warehousing and value addition of cargoes moving in Railway wagons under Railway's PFT policy.

EXIM & DOMESTIC BUSINESS

The unprecedented, still continuing recession in the world economy has impacted EXIM business of the country adversely, as reflected in the decline of EXIM container traffic handled in the Major Ports by 0.91% during 2012-13. This affected your company also which, however, still knocked a positive performance with a marginal growth of 0.75% in EXIM throughput, which reached 21,52,034 TEUs (in 2012-13) as compared to 21,36,000 TEUs handled during the previous financial year. In terms of tonnage, however, the increase was quite impressive, of the order of 10.56%, from 22.15 Million Tons of EXIM cargo carried in 2012-13 as against 24.49 Million Tons carted in 2011-12. This was better as compared to overall EXIM tonnage carried by all CTOs combined on IR which grew by 9.02% (from 29.17 Mn Tons in 2011-12 to 31.80 Mn Tons in 2012-13), signifying increase in the market share of your company to over 77% during the year 2012-13 as compared to 75.9% market share in the previous year. This increase in the EXIM share of CONCOR was despite gradual induction of rolling stock by other train operators who now hold as many as 135 rakes, as against 231 BLC/BLL rakes owned by your company. With continuance of the recessionary trend and stiff competition from other train operators, it will be a challenge to retain our share and growth. Your company is fully prepared to meet these challenges and attract more volumes, by way of meeting customers' expectations towards quality and cost effective services.

Domestic booking continued to be adversely affected following the ban on CONCOR terminals for handling railway wagons under the PFT policy, and introduction of commodity-specific rail haulage structure by Indian Railways during 2010-11 which prohibited mixing of cargoes in containers, hence driving away the major chunk of traffic being consolidated through Freight Forwarders. In addition, there were two rate hikes aggregating to maximum of 31% for 10 to 20 Ton weight category during the year which had to be passed on to the customers on account of very low margins. As a result, the total traffic handled in this segment during 2012-13 was only 4,33,652 TEUs, as against 4,68,311 TEUs handled in 2011-12 (5,43,746 TEUs handled during 2010-11), reflecting a decline of 7.4%. The decline was mainly due to drop in handling of notified commodities, mixed commodities and complete ban on loading of cement in containers for most of period during the year. With the relief provided by Indian Railways in some categories of rates during April 2013, and the reintroduction of "Hub & Spoke" policy, the trend in domestic traffic is likely to reverse in FY 2013-14.

Despite the circumstances mentioned above, on overall basis, your company was able to match the ambitious targets set in the Memorandum of Understanding (MoU) signed with the Government and is expected to be rated as "Outstanding".

INTERNAL CONTROL SYSTEMS

CONCOR has in place well defined roles, responsibilities and authorities for employees at various levels. This, coupled with robust internal MIS systems, ensures appropriate information flow to facilitate effective monitoring. Adherence to these processes is monitored through frequent internal audits. The company has an internal audit system that requires the internal audit firms to certify the appropriateness of internal controls in operation. The internal auditors are external

MANAGEMENT DISCUSSION AND ANALYSIS

firms directly reporting to the management at higher level, which also ensures their independence. Reports of the internal auditors are reviewed, compliances are ensured and the reports along with the compliances are put up to Audit and Ethics Committee periodically.

SECURED AND UNSECURED LOANS

No secured and unsecured loans were taken during FY 2012-13.

FIXED ASSETS

(₹ in Crore)

Year ended March 31	2013	2012	%age Growth
Original Cost of Assets	3994.43	3503.78	14.00
Less Accumulated Depreciation	1274.32	1110.08	14.80
NET FIXED ASSETS	2720.11	2393.70	13.64

An amount to the tune of ₹503.57 crores was capitalized during the year. The main additions were on account of construction of Terminal Infrastructure, purchase of Wagons/ Handling equipments, etc.

WAGONS

In the year under review 315 numbers BLC, 440 numbers BLL high speed wagons and 27 numbers BVZI brake van wagons were added to the existing fleet of CONCOR owned wagons, increasing the holding of High Speed Wagons to 10,413 numbers. Total wagons (BLC+BLL+BFKN+BVZI) holding has gone upto 11,770 numbers as on 31.03.2013.

INVENTORIES

The company being a service company does not have stock in trade. The inventory is represented by stores and spares kept by the company for maintenance of its own equipments.

SUNDRY DEBTORS

Sundry debtors are 0.64% of the operating income of the year. Provision for doubtful debts wherever considered necessary has been made.

CASH AND BANK BALANCE

The company keeps majority of its cash & bank balances in short term fixed deposits with the banks. These cash reserves have been retained for financing the expansion plans as well as investments in JVs as per the Capex. plan of the Company.

INCOME

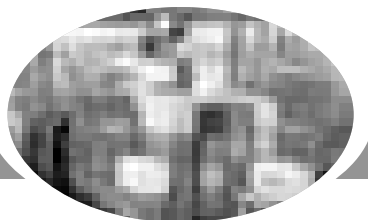
Income from operations has grown by 8.50% over FY2011-12. Between the two business segments i.e. EXIM & Domestic, EXIM segment contributes the major share of freight revenues. Increase in business volumes and successful induction and running of High Speed Wagons have been the main reasons for the company's growth.

EXPENSES

Terminal and other service expenses have increased by 10.11% over FY2011-12. The increase in direct expenses in the current year is due to rise in corresponding operating income and increase in rail freight expenses.

OTHER EXPENSES

The other expenses have increased by 20.54% over FY 2011-12.



MANAGEMENT DISCUSSION AND ANALYSIS

EMPLOYEE REMUNERATION

The employee cost has grown by 7.33% over FY 2011-12 which is on account of annual increments, promotion, increase in dearness allowance, provision for employee benefits, etc.

TAXATION

Current and deferred income tax provision for the year have been made in accordance with the provisions contained in Income Tax Act, 1961 and Accounting Standard 22, "Accounting for Taxes on Income" issued by the Institute of Chartered Accountants of India (ICAI). Accordingly, current and deferred income tax provisions have been worked out as ₹241.57 crores and ₹31.47 crores respectively.

As per 'Guidance Note on Accounting for credit available in respect of Minimum Alternate Tax under the Income Tax Act, 1961' issued by ICAI, income tax provision for current year has been worked out after availing MAT credit of ₹30.63 crores. Unabsorbed MAT credit of ₹35.21 crores has not been recognized as an asset, as there is no convincing evidence that the company will pay normal tax during the specified period.

RISK MANAGEMENT

The Company has constituted a Core Risk Management Committee (RMC) for managing the integrated risks of the Company. The committee had identified the possible risks and its mitigation plans. The main functions of RMC is to monitor various risks likely to arise and to examine Risk Management policies and practices adopted by the Company, and also to initiate action for mitigation of risks arising in operation and other key functional areas of the Company. All the terminal heads of the operating units are required to list out the effectiveness or non effectiveness of control / action plan formulated to mitigate the same. The same is reviewed by the RMC and put up for the approval and acceptance of Audit & Ethics Committee. The Company has implemented Phase-II & III of its ERM system incorporating identified risks and has also conducted a one-day training program to all the Regional Terminal Managers/In-charges. The ERM reports are also evaluated by the RMC in its quarterly review submitted to Audit & Ethics Committee.

OPPORTUNITIES & THREATS

Your company is an undisputed leader in the field of Multi-modal Transport in India with the largest available network of "state-of-the-art" intermodal terminals across the country providing an unparalleled reach and penetration, combined with a strong presence at almost all container handling ports. It has strong financials and highly committed team of experienced and skilled manpower with in-depth knowledge of multi modal logistics business. Availability of fairly large fleet of rolling stock (especially high-speed BLC/BLL wagons), specialized container handling equipment, customized owned/leased containers, and fully computerized commercial operations with internet based customer and customs interface provide it a strong competitive advantage in availing opportunities for further growth.

The overall prospects of growth of the business of your company are impacted by various factors, including the environment in which it operates. The overdependence on some specific rail corridors for Exim Business which are getting increasingly saturated is one such factor. Second is the influx of private CFSS/ICDs in port towns, especially developed by parties to curtail hinterland movement of boxes and imminent rail connectivity. Another major factor relates to the constraints being faced by the company in land acquisition for development of new terminals on reasonable terms and conditions including rates. There is also increasing competition from private players who have flexibility to resort to discriminatory/restrictive pricing and services which is against the ethics of your company. Last, but not the least important, is the fact that the improved road infrastructure in the country is facilitating direct road transfers with competitive transit times and costs, despite all environmental and energy advantages associated with rail transport.

Despite all these, your company is well poised to tap the new business opportunities arising from potential Growth in EXIM container volumes, and the likely increases in container traffic due to development of dedicated freight corridors being developed Accordingly, it has already taken lead in developing Logistics Parks along the upcoming Dedicated Freight Corridors.

The economic scenario in India is bound to undergo a major transformation once the disturbing external trends get reversed, as is being forecasted. The putting back of Indian Economy on high growth paths is bound to result in additional transport demands. This, coupled with the anticipated changes in profile of traded goods -from intermediate to finished goods, is bound to increase the opportunities for containerization in domestic market. Added to this, the development of DMIC/DFC, and the large number of Industrial Parks, SEZs etc by State Governments offers your company the excellent opportunity for adorning the role of Logistics Partner for the states/industrial estates through arrangements of mutual benefits. Already, a lot of ground has been covered by your company towards this which will pave the way for future creation of requisite capacities, hence becoming a magnate for development of industry in consonance with the infrastructure being developed by the company.

MANAGEMENT DISCUSSION AND ANALYSIS

The Growing market potential in air cargo has already attracted your company who has responded well by creating a separate fully owned subsidiary called "CONCOR Air" during last year. This company has taken over entire air cargo handling in Mumbai and will now be seeking to modernize the facilities and convert services into ultramodern so that air cargo gets a fillip. In food supply chain management, the Cold Chain initiative taken by the company is now matured. This business, being done by CONCOR both on its own and through its wholly owned subsidiary – M/s Fresh and Healthy Enterprises Limited (FHEL) is all set to get a big fillip with the recently permitted entry of FDI in the retail sector which will increase scope of sale of premium fruits through these retail chains in off-season.

The company is also eagerly awaiting the introduction of GST which will result in mushrooming of customer needs for total logistics solutions incorporating value added services of 3PL/4PL, inventory /warehouse management, contract logistics services and knowledge support services. Your company has already made arrangements to provide all such services and take lead in this area, as soon as the demand for these gets generated.

FUTURE OUTLOOK

For 2013-14, your company is determined to achieve higher growth rates both in EXIM as well as Domestic segments. For EXIM segment, the growth will primarily be generated through growth of exports which are likely to get a fillip after introduction of new policies and a likely improvement in external demand for Indian Exports. This should address imbalance issues, hence leading to increased hinterland penetrations. In addition, there are anticipated increases in throughputs in the existing ports, and likely volumes expected to arise in new emerging ports. A significant factor to hasten this would be the re-opening of "hub and spoke" policy of Indian Railways which will facilitate development of Rail Transshipment Hubs besides help clubbing of traffic from various origin points or moving to various destinations from one point. It is also proposed to generate higher incomes from value added activities such as specialized warehousing, packaging, invoicing etc.

For Domestic segment, your company hopes to gain back the growth momentum with increased availability of inventory and improved business potential on account of recently announced adjustments in some of the constraining policies. "Hub and Spoke" should help here also.

STRATEGY TO MEET THE CHALLENGES

Against the backdrop of the outlook presented above, your company has formulated a strategy for taking the growth further with higher profitability, despite the challenges of an increasingly competitive market. The strategy targets:

- Setting up of Multimodal Logistics Parks at wantage locations through strategic tie-ups with central agencies, state governments, road/rail operators etc.
- Providing efficient response and integrated multi modal services.
- Increase in revenue by diversification and product differentiation.
- Operating Air Cargo centres at Airports.
- Use of technology for minimizing transaction costs, by way of e-transactions.
- Strategic CSR – as a means of payback to the society while at the same time ensuring all inclusive growth of your company's internal and external stakeholders.

CAUTIONARY STATEMENT

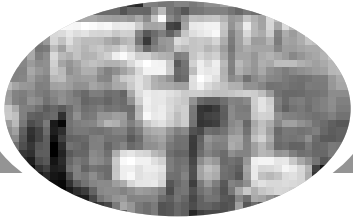
Statements in the Directors' Report and Management Discussion & Analysis, describing the Company's objectives, projections and estimates, expectations, predictions etc. may be "forward looking statements" within the meaning of the applicable laws and regulations. Forward looking statements contained herein are subject to certain risks and uncertainties that could cause actual results to differ materially from those reflected in the forward-looking statements. Actual results, performances or achievements may vary materially from those expressed or implied due to economic conditions, Government policies and other incidental factors such as litigation and industrial relation. Readers are cautioned not to place undue conviction on the forward looking statements.

For and on behalf of the Board of Directors

Sd/-

Date: 25.07.2013
Place: New Delhi

(Anil Kumar Gupta)
Chairman and Managing Director



CERTIFICATE

To the Members of

CONTAINER CORPORATION OF INDIA LIMITED

We have examined the compliance of conditions of Corporate Governance by CONTAINER CORPORATION OF INDIA LIMITED for the year ended 31st March, 2013 as stipulated in Clause 49 of the Listing Agreements of the said Company with Stock Exchanges and the DPE guidelines on Corporate Governance for Central Public Sector Enterprises issued by the 'Department of Public Enterprises', Ministry of Heavy Industries and Public Enterprises, Government of India.

The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our knowledge and information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreements and in the guidelines on corporate governance issued by the 'Department of Public Enterprises'.

We further state such compliance is neither an assurance as to further viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For **Akhil Rohatgi & Co.**

Sd/-

(Akhil Rohatgi)
Company Secretary in Practice
F.C.S: 1600
C.P. No. 2317

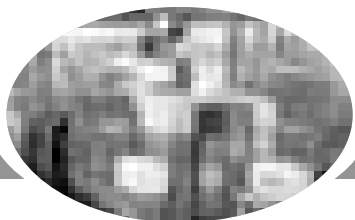
Place : New Delhi
Date : 26.06.2013

Business Responsibility Report

1 GENERAL, FINANCIAL INFORMATION, BR HEAD, ETC.:

1.1 General Information about the Company

Particulars	Details
a) Corporate Identity Number (CIN) of the Company	L63011DL1988GOI030915
b) Name of the Company	Container Corporation of India Limited
c) Registered address	CONCOR Bhavan, C-3, Mathura Road, Opposite Apollo Hospital, New Delhi-110076.
d) Website	http://www.concorindia.com
e) E-mail id (of Director responsible for BR)	pallirani@concorindia.com
f) Financial Year reported	Financial year ended 31 st March 2013
g) Sector(s) that the Company is engaged in	Logistics & Transportation Group 491: Transport via Railways Group 492: Other Land Transport Group 521: Warehousing and Storage Group 522: Support activities for transportation (The above is as per classifications made by Central Statistical Organisation, Ministry of Statistics and Programme Implementation)
h) List three key services that the Company provides (as in balance sheet)	(i) Transportation of Containers; (ii) Handling of Containers; and (iii) Operation of Logistics facilities including dry ports and container freight stations.
i) Total number of locations where business activity is undertaken by the Company i. Number of International Locations (Provide details of major 5) ii. Number of National Locations	One Joint Venture Company at Nepal. 62 Terminals out of which 13 are pure Exim, 35 are combined and 14 are pure domestic terminal.
j) Markets served by the Company Local/State/National/International/	Primarily National



Business Responsibility Report

1.2 Financial Details of the Company

Information Required	Details
a) Paid up Capital (INR)	Rs.129.98 cr
b) Total Turnover (INR)	Rs.4743.38 cr
c) Total profit after taxes (INR)	Rs.940.03 cr
d) Total Spending on Corporate Social Responsibility (CSR) as percentage of profit after tax (%)	In terms of the provisions contained in the DPE guidelines, every year CONCOR has been allocating funds to the tune of 0.5% of its profit after tax (PAT) of the previous years towards CSR expenditure. Accordingly for the year 2012-13, an amount of Rs.4.38 crores which was 0.5% of its net profit for the previous year was allocated for this purpose. Further, as per the CSR guidelines, the unspent amount in a year is also to be carried forward for utilization under CSR in the following years. In line with this policy company has spent Rs. 6.15 crore, considering the unspent amount of earlier years, on these activities in the year 2012-13.
e) List of activities in which expenditure in (d) above has been incurred:	<ul style="list-style-type: none"> i. Adoption of village in Uttarakhand for rain water harvesting, construction of poly-houses, alternate energy solutions and education. ii. Assistance for 50 Adult Education Centres to Support Enhancement of Literacy among rural population. iii. Assistance to violence affected children in the states of Assam, Gujarat and J&K. iv. Support to Asian Institute of Transport Development (AITD) for training and skill development in Logistics Sector. v. Assistance for construction of multipurpose cyclone shelters in the Balasore district of Odisha. vi. Infrastructure improvement at Shishu Shiksha Kendra School, Tughlakabad. vii. Educational and Infrastructure support for visually challenged children. viii. Other miscellaneous ventures after assessment of requirement.

The CSR activities in CONCOR are evolving as a distinct function operating within the framework of a well-structured CSR policy and long term plan in line with the policy and long term plan. In line with the policy of the Government translated in the form of the CSR guidelines of the Department of Public Enterprises (DPE), CONCOR has been providing for an annual allocation equivalent to 0.5% of its net profit for the previous year for this purpose. Further, as per the CSR guidelines, the unspent amount in a year is also to be carried forward for utilization under CSR in the following years.

CONCOR has developed a system for identifying and implementing CSR programs, with defined timelines and project milestones, in terms of a standardized Memorandum of Understanding (MOU) signed with the project executing partners. The range of CSR activities which the company takes up are in accordance with its policy and plan. As per its CSR policy, CONCOR undertakes projects in the area of education/literacy enhancement, community development, environment protection, natural calamities, infrastructure development, etc.

Starting 2013-14, the CSR & Sustainability budgets have been made in excess of 1% of PAT in terms of the new DPE guidelines on CSR and Sustainability.

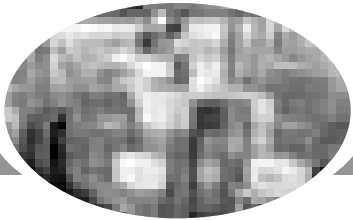
Business Responsibility Report

1.3 Other Details

Particulars	Details
a) Does the Company have any Subsidiary Company/ Companies?	<ul style="list-style-type: none"> • M/s. Fresh and Healthy Enterprises Limited (FHEL) - a wholly owned subsidiary, incorporated in 2006 provides world class cold storage infrastructure for fresh fruits and vegetables. • M/s. CONCOR Air Ltd.- a wholly owned subsidiary of CONCOR for Air Cargo business, incorporated in 2012. • M/s.SIDCUL CONCOR Infra Company Ltd - a JV between State Infrastructure and Industrial Development Corporation of Uttarakhand Ltd. (SIIDCUL) and CONCOR incorporated in 2013, with 74% stake for CONCOR and 26% for SIIDCUL.
b) Do the Subsidiary Company/Companies participate in the BR Initiatives of the parent company? If yes, then indicate the number of such subsidiary company(s)	No.
c) Do any other entity/entities (e.g. suppliers, distributors etc.) that the Company does business with, participate in the BR initiatives of the Company? If yes, then indicate the percentage of such entity/entities? [Less than 30%, 30-60%, More than 60%]	The company and all its stakeholders who are having formal business arrangements, viz. suppliers, distributors, contractors, customers and others are directly or indirectly participating in the BR initiatives of the company. Accordingly, around 30% of all such entities are engaged in BR initiatives of CONCOR

1.4 Details of Director/Directors responsible for BR

Particulars	Details
a) Details of the Director/Director responsible for implementation of the BR policy/ policies <ul style="list-style-type: none"> ■ DIN Number ■ Name ■ Designation 	02305257 Smt. P.Alli Rani Director, Finance
b) Details of the BR head <ul style="list-style-type: none"> ■ DIN Number (if applicable) ■ Name ■ Designation ■ Telephone number ■ e-mail id 	02305257 Smt. P.Alli Rani Director, Finance 011-41673003 pallirani@concorindia.com



Business Responsibility Report

1.5 Governance related to BR

Particulars	Details
a) Indicate the frequency with which the Board of Directors, Committee of the Board or CEO to assess the BR performance of the Company. Within 3 months, 3-6 months, Annually, More than 1 year	The CEO shall assess the BR performance of CONCOR on annual basis.
b) Does the Company publish a BR or a Sustainability Report? What is the hyperlink for viewing this report? How frequently it is published?	<p>The CSR and Sustainability initiatives taken by the company are approved by its Board of Directors. The major activities undertaken are also covered by the MoU signed with the Ministry of Railways. A brief of such programs is also available on the company website. The BR report for FY 12-13 is uploaded along with the annual report on the company website.</p> <p>The CSR and Sustainability initiatives carried out during the year are also published separately as part of the annual report and is available at http://www.concorindia.com/annual_report.aspx.</p>

2. PRINCIPAL WISE BR POLICY & PERFORMANCE:

2.1 Principle-1: Responsibility towards conduct and governance of businesses



Business Responsibility Report

The Code of Conduct for Board Members and Senior Management Personnel is in alignment with Company's Statement of Mission & Objectives and aims at enhancing ethical and transparent process in managing the affairs of the Company. This Code for Board Members has now been framed specifically in compliance with the provisions of Clause 49 of the Listing Agreements entered into by the Company with the Stock Exchanges. In respect of Whole-time Directors and senior management personnel this Code is to be read in conjunction with the CONCOR Conduct Rules, 1993 and any amendments thereto, if any.

CONCOR has taken concrete actions to provide information to the citizens of the country in accordance with the Right to Information Act, 2005.

CONCOR Whistle Blower policy is formulated to provide an opportunity and an avenue to CONCOR employees, to raise concerns and to access in good faith the Audit and Ethics Committee, in case they observe any unethical and improper practices or any other wrongful conduct in the company. It seeks to provide necessary safeguards for protection of employees from reprisals or victimization and to prohibit managerial personnel from taking any adverse personnel action against such employees. The main intent of the policy is to ensure that CONCOR continues to strive to the highest possible standards of Ethical, Moral and Legal Business conduct and its commitment to open communication.

CONCOR has entered into an MOU with 'Transparency International India' (TII) for implementing a tool developed by TII in consultation with CVC viz. Integrity Pact Program. The objective of the tool is to ensure that all activities and transactions between a Company or Government Departments and their Suppliers are handled in a Fair, Transparent and Corruption Free manner.

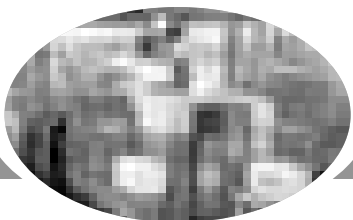
CONCOR is a premier Public Sector Organization engaged in various activities in providing reliable, responsive, safe and value added logistic services. CONCOR conducts its business in highest ethical standards. It does business with a number of domestic and international Bidders, Contractors and Vendors of goods and services (Counterparties). The bidding process is transparent, open and accessible to public with tenders being put up on the company website. The terms and conditions in the tender documents lay emphasis on experience, financial credibility and quotation of rates among others. CONCOR is committed to fostering the most ethical and corruption free business environment. CONCOR values its relationship with all Counterparties and deals with them in a fair and transparent manner.

The public procurement policy rests upon the core principles of competitiveness, adhering to sound procurement practices and execution of orders for supply of goods or services in accordance with a system which is fair, equitable, transparent, competitive and cost effective. CONCOR has implemented e-Tendering System on the Portal. The CONCOR's e-Tendering Portal complies with the CVC guidelines released for e-Procurement from time to time and enhances transparency.

CONCOR is covered under Central Vigilance Commission Act 2003. The Nucleus set up of Vigilance in CONCOR controls its activities from Corporate Office, New Delhi. The Vigilance Division is headed by the Chief Vigilance Officer who directly reports to the Chairman and Managing Director. Vigilance division is comprised of three wings namely, Preventive/ anti-corruption/ investigation wing; Disciplinary proceeding wing; and Technical wing.

BR Policy/policies

SN	Questions	Reply (Y/N)
1)	Do you have a policy/policies for Principle-1	Yes
2)	Has the policy being formulated in consultation with the relevant stakeholders?	Yes
3)	Does the policy conform to any national /international standards? If yes, specify? (50 words)	As a public sector undertaking, the company has to comply with all the central Govt. guidelines prescribed from time to time for ensuring transparency of governance and decision making. Some of the notable guidelines include: <ul style="list-style-type: none"> ■ Right to Information Act, 2005 ■ Central Vigilance Commission Act 2003 ■ CVC procurement guidelines ■ DPE Guidelines



Business Responsibility Report

SN	Questions	Reply (Y/N)
4)	Has the policy being approved by the Board? Is yes, has it been signed by MD / owner / CEO / appropriate Board Director?	Yes, it is approved at appropriate level.
5)	Does the company have a specified committee of the Board/ Director/Official to oversee the implementation of the policy?	Yes
6)	Indicate the link for the policy to be viewed online?	http://www.concorindia.com/WhistleBlowerPolicy.pdf http://www.concorindia.com/IntegrityPact.pdf http://www.concorindia.com/INFO-RTI.pdf http://www.concorindia.com/Code_of_conduct.pdf http://www.concorindia.com/vigcorner.asp
7)	Has the policy been formally communicated to all relevant internal and external stakeholders?	Yes
8)	Does the company have in-house structure to implement the policy/policies	Yes
9)	Does the Company have a grievance redressal mechanism related to the policy/policies to address stakeholders' grievances related to the policy/policies?	Yes
10)	Has the company carried out independent audit/evaluation of the working of this policy by an internal or external agency?	The policies followed by the company and the governance mechanism are well established and many of them are covered by the applicable statutes, guidelines etc and wherever stipulated or felt necessary independent specific audit/evaluation of the same is done.

If answer to S. No. 1 against any principle, is 'No', please explain why: (Tick up to 2 options)

SN	Particulars	Details
1)	The company has not understood the Principles	Not Applicable
2)	The company is not at a stage where it finds itself in a position to formulate and implement the policies on specified principles	
3)	The company does not have financial or manpower resources available for the task	
4)	It is planned to be done in next 6 months	
5)	It is planned to be done within the next 1 year	
6)	Any other reason	

Business Responsibility Report

Performance

SN	Particulars	Details
1)	Does the policy relating to ethics, bribery and corruption cover only the company? Yes/ No. Does it extend to the Group/Joint Ventures/ Suppliers/Contractors/NGOs/Others?	The company has policies for the ethics, bribery and corruption extending to Group/Joint Ventures/. Relating to the company, there is a model code of conduct for all its employees, senior management and board of directors. For the suppliers/contractors/JV's, CCIL has strict terms and conditions pre and post engagement of third parties in its business. These procedures are well documented in its internal policy documents such as Purchase Manual, Model Tender Documents and others. There is also a procedure of having integrity pact in certain class of arrangements.
2)	How many stakeholder complaints have been received in the past financial year and what percentage was satisfactorily resolved by the management? If so, provide details thereof, in about 50 words or so.	The company satisfactorily resolves complaints of all stakeholders on a real time basis through communication by the affected parties via e-mail, meetings and grievance redressal forums. Regarding investor grievances, it received 20 complaints during FY 12-13, all of which have been resolved.

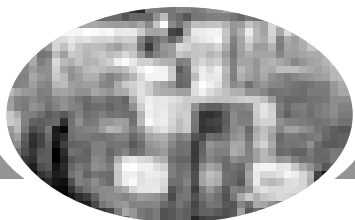
2.2 Principle-2: Responsibility towards aspects underlying products and services

The 'Quality Policy' states that CONCOR is committed to provide reliable, responsive, safe and value added multimodal logistic services in a cost effective & consistent manner using latest innovations to ensure complete customer convenience & satisfaction and value for money through continual improvement of its quality management systems and processes.

To ensure safety in transportation of freight, it has been ensured that all wagons are equipped with load sensing devices, automatic twist devices so that there are no mishaps. Further, efforts have also been made to ensure that the cargo transported is pilferage free, for which anti pilferage devices have been installed. The company provides real time information to its customers on container movement and ensures quick turnaround of consumer complaints.

BR Policy/policies

SN	Questions	Reply (Y/N)
1)	Do you have a policy/policies for Principle-2	Yes
2)	Has the policy being formulated in consultation with the relevant stakeholders?	Yes
3)	Does the policy conform to any national /international standards? If yes, specify? (50 words)	The policies conform to the best practices in the industry being followed internationally. The containers used for transportation and handling are as per international (ISO) standards and the equipment used are state of the art and best available internationally. All movement of containers by rail are in strict compliance of the safety guidelines prescribed by Ministry of Railways from time to time.
4)	Has the policy being approved by the Board? Is yes, has it been signed by MD / owner / CEO / appropriate Board Director?	Yes



Business Responsibility Report

SN	Questions	Reply (Y/N)
5)	Does the company have a specified committee of the Board/ Director/Official to oversee the implementation of the policy?	Yes
6)	Indicate the link for the policy to be viewed online?	Quality Policy: http://www.concorindia.co.in/quality.asp
7)	Has the policy been formally communicated to all relevant internal and external stakeholders?	Yes
8)	Does the company have in-house structure to implement the policy/policies	Yes
9)	Does the Company have a grievance redressal mechanism related to the policy/policies to address stakeholders' grievances related to the policy/policies?	Yes
10)	Has the company carried out independent audit/evaluation of the working of this policy by an internal or external agency?	The quality policy is in line with the ISO standards. In addition, customer satisfaction survey is also conducted by an independent agency. In this regard, the company also arranges an Independent audit & certification at Units, Regional and Corporate office at regular intervals.

If answer to S. No. 1 against any principle, is 'No', please explain why: (Tick up to 2 options)

SN	Particulars	Details
1)	The company has not understood the Principles	Not Applicable
2)	The company is not at a stage where it finds itself in a position to formulate and implement the policies on specified principles	
3)	The company does not have financial or manpower resources available for the task	
4)	It is planned to be done in next 6 months	
5)	It is planned to be done within the next 1 year	
6)	Any other reason	

Performance:

SN	Particulars	Details
1)	List up to 3 of your products or services whose design has incorporated social or environmental concerns, risks and/or opportunities. i. ii. iii.	CONCOR has used (i) Use of fuel efficient Gantry cranes and machines. (ii) Use of double stack containers which reduces cost of logistics. (iii) Improvement in warehouse designs by making them energy efficient.

Business Responsibility Report

Performance:

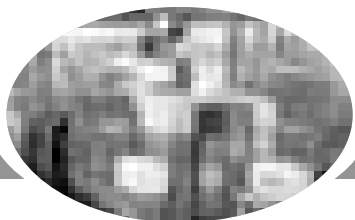
SN	Particulars	Details
2)	For each such product, provide the following details in respect of resource use (energy, water, raw material etc.) per unit of product(optional): i. Reduction during sourcing/production/distribution achieved since the previous year throughout the value chain? ii. Reduction during usage by consumers (energy, water) has been achieved since the previous year?	Not Applicable
3)	Does the company have procedures in place for sustainable sourcing (including transportation)? i. If yes, what percentage of your inputs was sourced sustainably? Also, provide details thereof, in about 50 words or so.	Yes. The main business line of CONCOR is transportation of containers from source to customers using railway infrastructure. According to a McKinsey & Company Report on India's Logistics Infrastructure (July 2010), each tonne movement, done by rail vs road, reduces carbon dioxide emissions by 36 gms. per tonne per km. CONCOR transports around 30 mn. tonnes over an average lead of 1,000 km using rail infrastructure for transportation of containers. This results in reduction of carbon dioxide emissions by nearly 1 mn. tonnes by CONCOR in one year through the use of rail transport.
4)	Has the company taken any steps to procure goods and services from local & small producers, including communities surrounding their place of work. If yes, what steps have been taken to improve their capacity and capability of local and small vendors?	Yes The company has adopted public procurement policy for goods produced and services rendered by Micro and Small Enterprises (MSEs).
5)	Does the company have a mechanism to recycle products and waste? If yes what is the percentage of recycling of products and waste (separately as <5%, 5-10%, >10%). Also, provide details thereof, in about 50 words or so.	All old unserviceable containers are being auctioned to enable re-use of the good quality metal (>10%). For recycling of e-waste, the company has in place buyback agreements with its respective vendors (>10%). Released oil from equipments and unclaimed cargo are also being auctioned (>10%).

2.3 Principle-3: Responsibility towards employees

CONCOR has well defined exhaustive policies enumerating recruitment rules, procedures and general conditions of service. The policies stipulate equal opportunities for all its candidates including employees at the time of recruitment as well as during the course of employment irrespective of caste, creed, gender, race, religion, disability or orientation. Reservation for SC/ST/OBC/Ex Servicemen and physically handicapped is made as per Govt. of India guidelines applicable to the organization.

As per its policies, child labour or forced labour is prohibited within the organization.

CONCOR makes efforts to ensure a stable work-life balance for its employees, especially women. According to the general terms of employment, the hours of work are to be notified to the employees from time to time, which is 40-42 hours in a week. It periodically conducts programs to promote the work-life balance of its employees. In FY12-13, it conducted programs on CSR, Sustainability and Yoga & Meditation.



Business Responsibility Report

The company actively takes steps to encourage wellbeing of its employees including those with special needs. Wages and Salaries are paid on a timely basis based on the respective pay grades of each employee/worker category. To cater to special needs, compassionate employment to 4 dependants of deceased CONCOR Employees, was provided in FY12-13. The organisation also increased group insurance coverage limit of employees for cover against death along with introduction of ex-gratia payment of funeral expenses.

CONCOR provides a safe, hygienic and human workplace environment which upholds the dignity of the employees. It respects the right to freedom of association, participation, collective bargaining, and provide access to grievance redressal mechanisms. It periodically conducts training programmes and learning initiatives for its employees for skill up-gradation without any discrimination. In FY 12-13, CONCOR implemented Mentorship development Programme in coordination with external experts to provide access to learning opportunities for its employees.

The conduct rules prohibit sexual harassment of women at the workplace. Any act of sexual harassment of any woman at the workplace and not taking appropriate steps by incharge of workplace to prevent sexual harassment to any women at the workplace of CONCOR is categorized as misconduct in the Discipline and Appeal Rules. CONCOR has constituted a Harassment Committee to look into the nature and type of such complaints, if any.

BR Policy/policies

SN	Questions	Reply (Y/N)
1)	Do you have a policy/policies for Principle-3	Yes
2)	Has the policy being formulated in consultation with the relevant stakeholders?	Yes
3)	Does the policy conform to any national /international standards? If yes, specify? (50 words)	The policies conform to the following: <ul style="list-style-type: none"> ■ Statutory provisions under labour laws ■ Government Guidelines and Directives ■ Regulations with relation to settlement with unions
4)	Has the policy being approved by the Board? Is yes, has it been signed by MD / owner / CEO / appropriate Board Director?	Yes
5)	Does the company have a specified committee of the Board/ Director/Official to oversee the implementation of the policy?	Yes
6)	Indicate the link for the policy to be viewed online?	Code of Conduct for Board Members and Senior Management Personnel is available at: http://www.concorindia.com/Code_of_conduct.pdf All other policies are accessible by all employees under online employee portal.
7)	Has the policy been formally communicated to all relevant internal and external stakeholders?	Yes

Business Responsibility Report

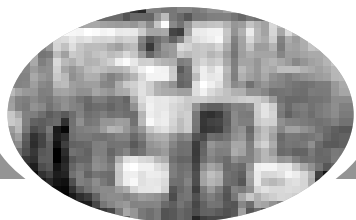
SN	Questions	Reply (Y/N)
8)	Does the company have in-house structure to implement the policy/policies.	Yes
9)	Does the Company have a grievance redressal mechanism related to the policy/policies to address stakeholders' grievances related to the policy/policies?	Yes
10)	Has the company carried out independent audit/evaluation of the working of this policy by an internal or external agency?	Yes

If answer to S. No. 1 against any principle, is 'No', please explain why: (Tick up to 2 options)

SN	Particulars	Details
1)	The company has not understood the Principles	Not Applicable
2)	The company is not at a stage where it finds itself in a position to formulate and implement the policies on specified principles	
3)	The company does not have financial or manpower resources available for the task	
4)	It is planned to be done in next 6 months	
5)	It is planned to be done within the next 1 year	
6)	Any other reason	

Performance:

SN	Particulars	Details
1)	Please indicate the Total number of employees	1198 (including employees on deputation)
2)	Please indicate the Total number of employees hired on temporary/contractual/ casual basis.	03
3)	Please indicate the Number of permanent women employees.	134 (including employees on deputation)
4)	Please indicate the Number of permanent employees with disabilities	Permanent employees with disabilities are 22
5)	Do you have an employee association that is recognized by management?	Yes, CONCOR Employees Union
6)	What percentage of your permanent employees is members of this recognized employee association?	Approx 80% of workmen have the membership of this recognized union



Business Responsibility Report

SN	Particulars	Details
7)	Please indicate the Number of complaints relating to child labour, forced labour, involuntary labour, sexual harassment in the last financial year and pending, as on the end of the financial year.	No complaints were received relating to child labour, forced labour, involuntary labour, sexual harassment in the last financial year.
8)	What percentage of your under mentioned employees were given safety & skill up-gradation training in the last year? ■ Permanent Employees ■ Permanent Women Employees ■ Casual/Temporary/Contractual employees ■ Employees with Disabilities	■ Around 40% ■ Around 24% ■ Nil ■ Around 33%

2.4 Principle-4: Responsibility towards stakeholders

CONCOR is committed to play a pro-active role and conduct business in a socially & environmentally responsible manner so as to contribute for the socio-economic development of external and internal stakeholders. Its stakeholders include employees, investors, shareholders, customers, business partners, clients, civil society groups, Government and non Government organizations, local communities, environment and society at large. CONCOR engages with the local community in and around its units by undertaking programmes that benefit the community at large while enhancing the quality of life and economic well being of the local populace.

Pursuant to revised guidelines issued by DPE, CONCOR has amended its CSR policy and has named it CSR and Sustainability (CSR & S) policy. The policy applies to all CSR&S activities taken up by it for the benefit of different segments of the society, specially the deprived, underprivileged and differently abled persons, groups, entities and others. The company aims at following the highest standards of business ethics and transparency to fulfill its commitments to its stakeholders and conduct business in an economically, socially and environmentally sustainable manner. CONCOR's policies are aimed at being consistent with the guidelines on the subject issued by Department of Public Enterprises, applicable laws and other Govt rules and regulations.

In accordance with the Railway Board guidelines, CONCOR has adopted public procurement policy for goods produced and services rendered by Micro and Small Enterprises (MSEs). The policy states that every central Ministry or department or Public Sector Undertaking shall set an annual goal of procurement from MSEs from the Financial year 2012-13 and onwards, with the objective of achieving an overall procurement of minimum 20% of total annual purchases of products produced and services rendered by Micro and Small Enterprises in a period of 3 years. Out of 20% target of annual procurement from MSE's, a sub target is also earmarked for procurement from micro and small enterprises owned by a Schedule Caste of Scheduled Tribe entrepreneurs.

CONCOR actively resolves differences with its stakeholders - employees, investors, shareholders, customers, business partners, clients, civil society groups, Government and non Government organizations, local communities, environment and society at large; in a just, fair and equitable manner. It has periodic public grievance meetings with various stakeholders including representatives from the Government/Ministry of Railways, Shipping Lines, Customs Department, Clearing Agents and others.

BR Policy/policies

SN	Questions	Reply (Y/N)
1)	Do you have a policy/policies for Principle-4	Yes
2)	Has the policy being formulated in consultation with the relevant stakeholders?	Yes
3)	Does the policy conform to any national /international standards? If yes, specify? (50 words)	The policies conform to the following: ■ MSME public procurement policy ■ DPE Guidelines ■ CSR & Sustainability policy

Business Responsibility Report

SN	Questions	Reply (Y/N)
4)	Has the policy being approved by the Board? Is yes, has it been signed by MD / owner / CEO / appropriate Board Director?	Yes, it is approved at appropriate level.
5)	Does the company have a specified committee of the Board/ Director/Official to oversee the implementation of the policy?	Yes
6)	Indicate the link for the policy to be viewed online?	Yes
7)	Has the policy been formally communicated to all relevant internal and external stakeholders?	Yes
8)	Does the company have in-house structure to implement the policy/policies.	Yes
9)	Does the Company have a grievance redressal mechanism related to the policy/policies to address stakeholders' grievances related to the policy/policies?	Yes
10)	Has the company carried out independent audit/evaluation of the working of this policy by an internal or external agency?	Customer satisfaction survey conducted on a yearly basis.

If answer to S. No. 1 against any principle, is 'No', please explain why: (Tick up to 2 options)

SN	Particulars	Details
1)	The company has not understood the Principles	Not Applicable
2)	The company is not at a stage where it finds itself in a position to formulate and implement the policies on specified principles	
3)	The company does not have financial or manpower resources available for the task	
4)	It is planned to be done in next 6 months	
5)	It is planned to be done within the next 1 year	
6)	Any other reason	

Performance:

SN	Particulars	Details
1)	Has the company mapped its internal and external stakeholders? Yes/No	Yes. As per the CSR and Sustainability Policy (CSR & S policy), the company's stakeholders have been specified as employees, investors, shareholders, customers, business partners, clients, civil society groups, Government and non Government organizations, local communities, environment and society at large.



Business Responsibility Report

SN	Particulars	Details
2)	Out of the above, has the company identified the disadvantaged, vulnerable & marginalized stakeholders	Yes. In terms of DPE guidelines, the company is committed to implement some of the CSR projects to the support the marginalized stakeholders.
3)	Are there any special initiatives taken by the company to engage with the disadvantaged, vulnerable and marginalized stakeholders. If so, provide details thereof, in about 50 words or so.	The major initiatives undertaken during FY 12-13 include setting up of Adult Literacy Centers, which have been taken up in association with National Literacy Mission Authority (NLMA), Ministry of Human Resource Development. Similarly, National Foundation of Communal Harmony (NFCH) under Ministry of Home Affairs, Govt. of India is also doing activities of helping violence affected children. Assistance has also been provided towards creation of infrastructure for physically challenged and poor children. Further, CONCOR has adopted public procurement policy for goods produced and services rendered by Micro and Small Enterprises (MSEs) to promote the Medium and Small Scale Industry.

2.5 Principle-5: Responsibility towards human rights

CONCOR being an instrumentality of 'State' under Article 12 of the Constitution of India, all constitutional provisions of human rights are applicable upon it.

The Company understands the economic rights for an individual as laid out in the articles under the Universal Declaration of Human Rights and the Constitution of India. These include Rights relating to work, freedom of choice of an employment, just and favourable conditions of work, equal pay for equal work conditions of work, just and favourable remuneration, rest and leisure, adequate standard of living and social security. It also understands the civil and political right of employees/workers to form and join trade unions. CONCOR's policies enumerating recruitment rules, procedures and general conditions of service stipulate equal opportunities for all its employees at the time of recruitment as well as during the course of employment irrespective of caste, creed, gender, race, religion, disability or orientation.

The business of CONCOR successfully amalgamates rights of workers employed and rights of business partners with the inclusion of human rights principles in line with the Universal Declaration of Human Rights and Indian Constitutional Provisions. The Code of Conduct for Board Members and Senior Management Personnel mentions that "It is the obligation of every employee to uphold the Rule of Law and respect for human rights solely in the public interest while making recommendations or exercising administrative authority. He or she must maintain the highest standards of probity and integrity". CONCOR Conduct Rules empower each employee to set out point of disagreement wherever any legal infringement comes to their notice and they can decline to implement such decisions.

The Company has integrated human rights in its management processes and systems. CONCOR frequently conducts awareness and training programmes amongst the employees/workers educating them about their rights.

Being a public sector entity, it is committed to promote human rights in the business that it does and with all the stakeholders involved across the value chain. It undertakes community welfare initiatives in the areas where it does business. It makes efforts to bring about the holistic development of the regions in which it is functioning. By closely cooperating with the civil society it successfully promotes human rights in its areas of business. It focuses on positive impact, both potential and actual on the right to livelihood of communities near company operations, but also the protection of worker rights. It has a CSR and Sustainability Policy that applies to all activities undertaken up by it for the benefit of different segments of the society, specially the deprived, underprivileged and differently abled persons, groups, entities and others. The company conducts performance and impact reporting to keep track of the community welfare initiatives that it undertakes during the year.

The Company actively resolves differences with stakeholders in a just, fair and reasonable manner. Stakeholders have access to CONCOR's grievance mechanisms, which are non-judicial channels for stakeholders, both internal and external, to bring complaints for redress. In case of human rights violation, the complainant has the option of directly approaching the National Human Rights Commission or any other forum.

Business Responsibility Report

It is in strict adherence with the labour laws of the country while engaging labour for its varied operations. It has zero tolerance for human right abuses by a third party with which it does business and has provisions to immediately cease business with the violator in case found guilty. The company at present is facing no lawsuits or allegations of involvement in human rights abuses, etc.

BR Policy/policies

SN	Questions	Reply (Y/N)
1)	Do you have a policy/policies for Principle-5	The human rights provisions are integrated with the HR policies
2)	Has the policy being formulated in consultation with the relevant stakeholders?	Yes, with the stakeholders wherever required
3)	Does the policy conform to any national /international standards? If yes, specify? (50 words)	Yes. The majority of the rights follow from the labour legislations which largely conform to various ILO conventions.
4)	Has the policy being approved by the Board? Is yes, has it been signed by MD / owner / CEO / appropriate Board Director?	Policy formulation is with Board Approval.
5)	Does the company have a specified committee of the Board/ Director/Official to oversee the implementation of the policy?	Yes. HR and Remuneration Committee comprising of Board Members with an independent director as Chairman
6)	Indicate the link for the policy to be viewed online?	Code of Conduct for Board Members and Senior Management Personnel is available at: http://www.concorindia.com/Code_of_conduct.pdf All other policies are accessible by all employees under online employee portal.
7)	Has the policy been formally communicated to all relevant internal and external stakeholders?	Yes
8)	Does the company have in-house structure to implement the policy/policies.	Yes
9)	Does the Company have a grievance redressal mechanism related to the policy/policies to address stakeholders' grievances related to the policy/policies?	Yes
10)	Has the company carried out independent audit/evaluation of the working of this policy by an internal or external agency?	No



Business Responsibility Report

If answer to S. No. 1 against any principle, is 'No', please explain why: (Tick up to 2 options)

SN	Particulars	Details
1)	The company has not understood the Principles	Not Applicable
2)	The company is not at a stage where it finds itself in a position to formulate and implement the policies on specified principles	
3)	The company does not have financial or manpower resources available for the task	
4)	It is planned to be done in next 6 months	
5)	It is planned to be done within the next 1 year	
6)	Any other reason	

Performance:

SN	Particulars	Details
1)	Does the policy of the company on human rights cover only the company or extend to the Group/Joint Ventures / Suppliers / Contractors / NGOs / Others?	CONCOR and its subsidiaries are in compliance with all the guidelines.
2)	How many stakeholder complaints have been received in the past financial year and what percent was satisfactorily resolved by the management?	No stakeholder complaints received in FY 12-13 regarding violation of human rights

2.6 Principle-6: Responsibility towards environment

The technical department of CONCOR is monitoring the fuel consumption per completed move for RTG cranes provided at TKD, DDL and DER terminals. This parameter has been monitored for the last 3 years and has resulted in reduction of fuel per completed moves from 1.8 litres to 1.64 litres in 2012-13.

According to a McKinsey & Company Report on India's Logistics Infrastructure (July 2010), each tonne movement done by rail v/s road reduces carbon dioxide emissions by 36 gms per tonne- km. CONCOR transports around 30 mn tonnes over an average lead of 1,000 km using rail infrastructure for transportation of containers. This results in reduction of carbon dioxide emissions by nearly 1 mn tonnes by CONCOR in one year through the use of rail transport.

CONCOR is also monitoring fuel and lubricating oil consumption of machines owned by it. CONCOR also analyses the average cost of maintenance and the proportionate contribution of fuels, lubricating oil, and other spare parts to the overall cost. This monitoring enables CONCOR to identify in time when any increase in the consumption of fuel or lubricating oil takes place and enables prompt maintenance.

The procurement of equipment is done as per the latest specification incorporating the best practices available worldwide. As a result, while the actual fuel consumption per move of Linde machines, purchased in 2007, is around 1.2 litres per move, the fuel consumption in the machines procure from M/s Konecrane in 2010-11 is about 1.1 litres per move, i.e. a saving of 0.1 litres per move. Considering that these machines are making average 300 moves per day, this translates into a total saving of about 30 litres of fuel per machine per day.

At its terminal at TKD, the company has conducted study for reducing the level of noise and air pollution through an independent professional agency. The inputs from the study were implemented at the terminal as a result the level of noise and air pollution has also come down.

Business Responsibility Report

The released fuel, lubricating, greases etc are disposed by auction as per company policy and the leakages and lube oil are kept in check by timely maintenance action. Similarly all old unserviceable containers are also being auctioned to enable reuse of the good quality metal.

CONCOR is constantly improving warehouse designs by making them energy efficient. Some of the recent environmental and sustainability initiatives undertaken by the company include- the installation of wind operated ventilators in its warehouses, translucent lighting and water harvesting projects. Further, the company always endeavors to have some part earmarked for development as a green area in its terminals and wherever required Environmental Impact Analysis (EIA) is also carried out in case of new projects.

BR Policy/policies

SN	Questions	Reply (Y/N)
1)	Do you have a policy/policies for Principle-6	The company follows Govt. policy on this matter. It is also suitably incorporated in certain contracts.
2)	Has the policy being formulated in consultation with the relevant stakeholders?	Yes
3)	Does the policy conform to any national /international standards? If yes, specify? (50 words)	The policies conform to the following: <ul style="list-style-type: none"> ■ National level regulations such as pollution standards of CPCB ■ State level regulations such as pollution standards of SPCB ■ DPE Guidelines
4)	Has the policy being approved by the Board? Is yes, has it been signed by MD / owner / CEO / appropriate Board Director?	Yes, it is approved at appropriate level.
5)	Does the company have a specified committee of the Board/ Director/Official to oversee the implementation of the policy?	Yes
6)	Indicate the link for the policy to be viewed online?	NA
7)	Has the policy been formally communicated to all relevant internal and external stakeholders?	Yes
8)	Does the company have in-house structure to implement the policy/policies?	Yes
9)	Does the Company have a grievance redressal mechanism related to the policy/policies to address stakeholders' grievances related to the policy/policies?	Yes
10)	Has the company carried out independent audit/evaluation of the working of this policy by an internal or external agency?	No



Business Responsibility Report

If answer to S. No. 1 against any principle, is 'No', please explain why: (Tick up to 2 options)

SN	Particulars	Details
1)	The company has not understood the Principles	Not Applicable
2)	The company is not at a stage where it finds itself in a position to formulate and implement the policies on specified principles	
3)	The company does not have financial or manpower resources available for the task	
4)	It is planned to be done in next 6 months	
5)	It is planned to be done within the next 1 year	
6)	Any other reason	

Performance:

SN	Particulars	Details
1)	Does the policy related to Principle 6 cover only the company or extends to the Group/Joint Ventures/Suppliers/Contractors/NGOs/others.	The policy extends to Group and Joint Ventures.
2)	Does the company have strategies/ initiatives to address global environmental issues such as climate change, global warming, etc? Y/N. If yes, please give hyperlink for webpage etc.	Yes The technical department of CONCOR is monitoring the fuel consumption per completed move for RTG cranes provided at its various terminals and efforts have been made for its reduction. This parameter has been monitored for the last 3 years and has resulted in reduction of fuel per completed moves from 1.8 litres to 1.64 litres in 2012-13. Efforts have also made for introducing efficiency in warehouse and equipment designs for reducing energy consumption.
3)	Does the company identify and assess potential environmental risks? Y/N	Yes.
4)	Does the company have any project related to Clean Development Mechanism? If so, provide details thereof, in about 50 words or so. Also, if Yes, whether any environmental compliance report is filed?	No.
5)	Has the company undertaken any other initiatives on clean technology, energy efficiency, renewable energy, etc. Y/N. If yes, please give hyperlink for web page etc.	No.
6)	Are the Emissions/Waste generated by the company within the permissible limits given by CPCB/SPCB for the financial year being reported?	The company adheres to the limits specified by CPCB/SPCB for all its equipment/machines.
7)	Number of show cause/ legal notices received from CPCB/SPCB which are pending (i.e. not resolved to satisfaction) as on end of Financial Year.	None

Business Responsibility Report

2.7 Principle-7: Responsibility towards policy advocacy

Our policy advocacy efforts span for providing quality services with due care for good corporate governance, social and environmental aspects. We provide proactive advocacy with an aim to bring positive changes in the business ecosystems and industry at large. For us proactive advocacy is not lobbying with government and other agencies to secure certain benefits for ourselves. It is about adopting best policies and practices in our functioning and sharing the same with our stakeholders, industry and society at large so as to spread the benefits to all concerned on a sustainable basis. We believe that our these actions will inspire others to follow the same for conducting their business responsibly.

CONCOR is also engaged with various Government departments, groups, associations and other entities which include SCOPE, FICCI, ASSOCHAM, CII, Federation of Indian Exporters Association (FIEO), Association of Container Train Operators (ACTO), North India Streamer Agent Association (NISAA), Container Shipping Line Association(CSLA) and others through which it will continue to create awareness on economic, social, governance and environmental issues which will not only be beneficial to the business in long run but it will benefit all the stakeholders.

BR Policy/policies

SN	Questions	Reply (Y/N)
1)	Do you have a policy/policies for Principle-7	The above policy is being followed.
2)	Has the policy being formulated in consultation with the relevant stakeholders?	Yes
3)	Does the policy conform to any national /international standards? If yes, specify? (50 words)	No
4)	Has the policy being approved by the Board? Is yes, has it been signed by MD / owner / CEO / appropriate Board Director?	No
5)	Does the company have a specified committee of the Board/ Director/Official to oversee the implementation of the policy?	Managed by concerned functional Director.
6)	Indicate the link for the policy to be viewed online?	No
7)	Has the policy been formally communicated to all relevant internal and external stakeholders?	No
8)	Does the company have in-house structure to implement the policy/policies.	Yes
9)	Does the Company have a grievance redressal mechanism related to the policy/policies to address stakeholders' grievances related to the policy/policies?	Yes
10)	Has the company carried out independent audit/evaluation of the working of this policy by an internal or external agency?	Not applicable



Business Responsibility Report

If answer to S. No. 1 against any principle, is 'No', please explain why: (Tick up to 2 options)

SN	Particulars	Details
1)	The company has not understood the Principles	Not Applicable
2)	The company is not at a stage where it finds itself in a position to formulate and implement the policies on specified principles	
3)	The company does not have financial or manpower resources available for the task	
4)	It is planned to be done in next 6 months	
5)	It is planned to be done within the next 1 year	
6)	Any other reason	

Performance:

SN	Particulars	Details
1)	Is your company a member of any trade and chamber or association? If Yes, Name only those major ones that your business deals with: a. b. c.	Yes. Major associations are: <ul style="list-style-type: none"> ■ Confederation of Indian Industry ■ Association of Chambers of Commerce ■ Standing Conference of Public Enterprises (SCOPE)
2)	Have you advocated/lobbied through above associations for the advancement or improvement of public good? Yes/No; if yes specify the broad areas (drop box: Governance and Administration, Economic Reforms, Inclusive Development Policies, Energy security, Water, Food Security, Sustainable Business Principles, Others)	No

2.8 Principle-8: Responsibility for inclusive growth and equitable development

The CSR and sustainability initiatives at CONCOR are based on sensitivity to the needs of all the socially and economically downtrodden sections of the society. It takes CSR & Sustainability initiatives in various areas for the benefits of its stakeholders such as- Education/Literacy/Skill development, capacity building with special emphasis on women, Health, Medical care and Sanitation, Community Development and Rehabilitation measures, infrastructure development, environment protection and others.

The company is aware of the impact its business has on social and economic development. It makes due contributions for upliftment of local populace affected by new projects which involves their displacement. For this, CONCOR adheres to the directives issued by the State Govt. wherever applicable.

The company has executed various projects under its CSR initiatives. The major projects of the Company, related to setting up of Adult Literacy Centres, have been taken up in association with National Literacy Mission Authority (NLMA), Ministry of Human Resource Development. Similarly, National Foundation of Communal Harmony (NFCH) under Ministry of Home Affairs, Govt. of India is also doing activities of helping violence affected children. Assistance has also been provided towards creation of infrastructure for physically challenged and poor children.

Business Responsibility Report

CONCOR supports inclusive growth and equitable development by facilitating businesses of small scale entrepreneurs, strengthening freight forwarding and ancillary support services and developing micro and small scale industry. The company has adopted public procurement policy for goods produced and services rendered by Micro and Small Enterprises (MSEs) be procured by Central Ministries/ Department/ Public Sector (PSUs).

Since its inception CONCOR has always worked towards inclusive growth of the society by contributing through its efforts & available resources for sustainable development of all its stakeholders, including allied partners and logistics service providers. Like previous years, CONCOR allocated 0.50% of PAT of previous year towards CSR Budget for F.Y. 2012-13.

We understand that in the field of Logistics in India lot of work is yet to be done, including creating desired infrastructure. Realizing that in our country a large quantity of fruits, vegetables and cereals produced could not reach the consumers due to non-availability of infrastructure required to preserve their quality till their actual consumption. Due to the demographic structure of our country we need to enhance the productivity in the farm sector and reduce our dependence on import. In this direction, in one of our venture, we have pioneered in the business of setting up cold chain facilities by adoption of latest available technology. Under this business fresh fruits and vegetables are kept in controlled atmosphere which not only increases their shelf life but also provide better value to the farmers for their produce. The company has set up a state-of-the-art infrastructure for providing cold chain facilities in which fresh fruits and vegetables are kept after their procurement from the farmers. With this initiative not only the farmers are getting better value for their produce but the consumers also having good quality produce at the right price, thereby benefitting the entire value chain.

In addition, the company has made provision for movement of fruits and vegetables in the ventilated containers thereby increasing their shelf life and reducing wastage. Similarly transportation of products like fish, meat, etc. in the refrigerated containers has been facilitated by providing appropriate infrastructure. These kinds of products are exported to a large extent from the country thereby resulting in benefits to all the stakeholders.

BR Policy/policies

SN	Questions	Reply (Y/N)
1)	Do you have a policy/policies for Principle-8	Yes
2)	Has the policy being formulated in consultation with the relevant stakeholders?	Yes
3)	Does the policy conform to any national /international standards? If yes, specify? (50 words)	The policies conform to the following: ■ MSME public procurement policy ■ DPE guidelines
4)	Has the policy being approved by the Board? Is yes, has it been signed by MD / owner / CEO / appropriate Board Director?	Yes, it is approved at appropriate level.
5)	Does the company have a specified committee of the Board/ Director/Official to oversee the implementation of the policy?	Yes
6)	Indicate the link for the policy to be viewed online?	No
7)	Has the policy been formally communicated to all relevant internal and external stakeholders?	Yes
8)	Does the company have in-house structure to implement the policy/policies.	Yes
9)	Does the Company have a grievance redressal mechanism related to the policy/policies to address stakeholders' grievances related to the policy/policies?	Yes
10)	Has the company carried out independent audit/evaluation of the working of this policy by an internal or external agency?	No



Business Responsibility Report

If answer to S. No. 1 against any principle, is 'No', please explain why: (Tick up to 2 options)

SN	Particulars	Details
1)	The company has not understood the Principles	Not Applicable
2)	The company is not at a stage where it finds itself in a position to formulate and implement the policies on specified principles	
3)	The company does not have financial or manpower resources available for the task	
4)	It is planned to be done in next 6 months	
5)	It is planned to be done within the next 1 year	
6)	Any other reason	

Performance:

SN	Particulars	Details
1)	Does the company have specified programmes/ initiatives/ projects in pursuit of the policy related to Principle 8? If yes details thereof.	Yes. CONCOR facilitates businesses of small scale entrepreneurs, freight forwarding and ancillary support services and development of micro and small scale industry. The company has adopted public procurement policy which states that goods produced and services rendered by Micro and Small Enterprises (MSEs) be procured by Central Ministries/ Department/ Public Sector (PSUs).
2)	Are the programmes/projects undertaken through in-house team/own foundation / external NGO/government structures/any other organization?	Implementation of CSR projects are done through suitable partnerships with State Governments, NGO's, PSU's, Private Companies, Panchayats, trusts, Self Help Groups, Mahila Mandals, Professional consultancy organization, SCOPE by joining the ongoing programs of these agencies etc. As far as possible CONCOR's manpower is committed only for monitoring and supervision of these programs.
3)	Have you done any impact assessment of your initiative?	No
4)	What is your company's direct contribution to community development projects - Amount in INR and the details of the projects undertaken?	In line with the DPE guidelines, a total amount of Rs. 6.23 crores (including unspent amount of previous years) was committed towards CSR budget for FY 12-13. Out of which Rs. 6.15 crores was disbursed towards various CSR activities during the year. The major initiatives undertaken during FY 12-13 include setting up of Adult Literacy Centres, which have been taken up in association with National Literacy Mission Authority (NLMA), Ministry of Human Resource Development. Similarly, National Foundation of Communal Harmony (NFCH) under Ministry of Home Affairs, Govt. of India is also doing activities of helping violence affected children. Assistance has also been provided towards creation of infrastructure for physically challenged and poor children.

Business Responsibility Report

SN	Particulars	Details
5)	Have you taken steps to ensure that this community development initiative is successfully adopted by the community? Please explain in 50 words, or so.	Yes. Most of the CSR activities of CONCOR are being implemented by Government and other reputed organizations. CONCOR monitors the project implemented by these agencies from time to time and also sends its own officials to see the physical implementation on the ground.

2.9 Principle-9: Responsibility towards consumers

CONCOR is regularly making efforts to improve its business processes to provide for improved quality of customer satisfaction. Some of the practices adopted by the organisation for achieving these goals are listed below:

- On line Information & Container Tracking
- SMS based container tracking
- Container Repair & Cleaning Facilities
- Cargo Palletisation, Strapping etc.
- Cargo Lashing/Choking Facility
- Fumigation of Cargo/Containers
- Supply Chain Management
- Container/Cargo Survey
- Round the Clock Security at Terminals
- Facilitation of Customs Clearance
- Conducting Customer Satisfaction Survey by an independent agency regularly to get a feedback from the customers and also take action to rectify/improve its services.
- CONCOR had also introduced on Company's website wherein Customers can obtain information and seek remedies on our services in the format available under menu "Customer Care & Feedback". Prompt action on these observations/suggestions is taken to improve the quality of its services to the customer.

The company under Citizen's Charter has provided service delivery standards for key services. In addition to above it has undertaken the following initiatives,

- Touch screen kiosks were installed in terminals so that customers can get the services of queries related to container, ground rent due, freight etc.;
- e-filling facility for online booking of Containers;
- Above all, the company has a lean and accessible top management which is within the reach of its customers at all times.

BR Policy/policies

SN	Questions	Reply (Y/N)
1)	Do you have a policy/policies for Principle-9	Yes
2)	Has the policy being formulated in consultation with the relevant stakeholders?	Yes



Business Responsibility Report

BR Policy/policies

SN	Questions	Reply (Y/N)
3)	Does the policy conform to any national /international standards? If yes, specify? (50 words)	The policies conform to the Citizen's Charter Bill.
4)	Has the policy being approved by the Board? Is yes, has it been signed by MD/owner/CEO/appropriate Board Director?	Yes, it is approved at appropriate level.
5)	Does the company have a specified committee of the Board/ Director/Official to oversee the implementation of the policy?	Yes
6)	Indicate the link for the policy to be viewed online?	NA
7)	Has the policy been formally communicated to all relevant internal and external stakeholders?	Yes
8)	Does the company have in-house structure to implement the policy/policies	Yes
9)	Does the Company have a grievance redressal mechanism related to the policy/policies to address stakeholders' grievances related to the policy/policies?	Yes
10)	Has the company carried out independent audit/evaluation of the working of this policy by an internal or external agency?	No

If answer to S. No. 1 against any principle, is 'No', please explain why: (Tick up to 2 options)

SN	Particulars	Details
1)	The company has not understood the Principles	Not Applicable
2)	The company is not at a stage where it finds itself in a position to formulate and implement the policies on specified principles	
3)	The company does not have financial or manpower resources available for the task	
4)	It is planned to be done in next 6 months	
5)	It is planned to be done within the next 1 year	
6)	The company has not understood the Principles	

Business Responsibility Report

Performance:

SN	Particulars	Details
1)	What percentage of customer complaints / consumer cases are pending as on the end of financial year.	The company ensures quick turnaround and resolution of consumer complaints through a real time system. Consumers have the facility of knowing the exact location & movement of their container cargo by accessing the online portal. For speedy resolution of any consumer complaints, email addresses of the concerned officers have been put up on the company website.
2)	Does the company display product information on the product label, over and above what is mandated as per local laws? Yes/No/N.A. /Remarks(additional information)	Not Applicable
3)	Is there any case filed by any stakeholder against the company regarding unfair trade practices, irresponsible advertising and/or anti-competitive behaviour during the last five years and pending as on end of financial year. If so, provide details thereof, in about 50 words or so.	No
4)	Did your company carry out any consumer survey/ consumer satisfaction trends?	Yes, the company carried out consumer satisfaction survey. The consumer satisfaction level in FY 12-13 was 89.7% increased from 88.5% during FY 11-12.



BALANCE SHEET AS AT 31ST MARCH 2013

		(₹ in Crore)	
PARTICULARS	NOTE NO.	AS AT 31.03.2013	AS AT 31.03.2012
I. EQUITY AND LIABILITIES			
(1) SHAREHOLDERS' FUNDS			
(a) Share Capital	1	129.98	129.98
(b) Reserves & Surplus	2	6,151.15	5,476.45
		<u>6,281.13</u>	<u>5,606.43</u>
(2) NON-CURRENT LIABILITIES	3		
(a) Deferred tax liabilities (Net)		274.25	243.78
(b) Other Long term liabilities		12.55	21.64
(c) Long-term provisions		27.55	22.81
		<u>314.35</u>	<u>288.23</u>
(3) CURRENT LIABILITIES:	4		
(a) Trade payables		166.04	121.59
(b) Other current liabilities		318.24	327.36
(c) Short-term provisions		170.91	153.97
		<u>655.19</u>	<u>602.92</u>
TOTAL		<u>7,250.67</u>	<u>6,497.58</u>
II. ASSETS			
(1) NON-CURRENT ASSETS			
(a) Fixed assets	5		
(i) Tangible assets		2,672.87	2,351.69
(ii) Intangible assets		47.24	42.01
(iii) Capital work-in-progress		188.22	104.09
(iv) Intangible assets under development		0.05	0.05
(b) Non-current investments	6	482.16	293.10
(c) Long-term loans and advances	7	363.89	392.92
(d) Other non-current assets	8	12.00	11.98
		<u>3,766.43</u>	<u>3,195.84</u>
(2) CURRENT ASSETS	9		
(a) Inventories		12.13	8.17
(b) Trade receivables		25.74	19.59
(c) Cash and bank balances		2,916.16	2,757.44
(d) Short-term loans and advances		416.45	408.53
(e) Other current assets		113.76	108.01
		<u>3,484.24</u>	<u>3,301.74</u>
TOTAL		<u>7,250.67</u>	<u>6,497.58</u>
Significant Accounting Policies	15		
Other Notes	16		

Note 1 to 16 form an integral part of the accounts

(HARISH CHANDRA)
GGM (F) & CS

(P. ALLI RANI)
DIRECTOR(FINANCE)

(ANIL KUMAR GUPTA)
CHAIRMAN &
MANAGING DIRECTOR

As per our report of even date
For Kumar Chopra & Associates
Chartered Accountants

Dated: 25th May, 2013
Place: New Delhi

(Sunil Jain)
Partner

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH 2013

(₹ in Crore)

PARTICULARS	NOTE NO.	YEAR ENDED 31.03.2013	YEAR ENDED 31.03.2012
I. Revenue from operations	10	4,406.16	4,060.95
II. Other income	11	337.22	316.54
III. Total Revenue (I + II)		4,743.38	4,377.49
IV. Expenses:			
Terminal & Other Service Charges	12	3,056.96	2,776.17
Employee benefits expense	13	107.23	99.91
Depreciation and amortization expense		172.71	158.49
Other expenses	14	194.40	161.27
Total expenses		3,531.30	3,195.84
V. Profit before exceptional and extraordinary items and tax (III-IV)		1,212.08	1,181.65
VI. Exceptional items		-	-
VII. Profit before extraordinary items and tax (V - VI)		1,212.08	1,181.65
VIII. Extraordinary Items		-	-
IX. Profit before tax (VII- VIII)		1,212.08	1,181.65
X. Tax expense:			
(1) Current tax		241.57	236.39
(2) Deferred tax		31.47	15.22
(3) Tax adjustment for earlier years(Net)		(0.99)	52.16
XI. Profit (Loss) for the period from continuing operations (IX-X)		940.03	877.88
XII. Profit/(loss) from discontinuing operations		-	-
XIII. Tax expense of discontinuing operations		-	-
XIV. Profit/(loss) from Discontinuing operations (after tax) (XII-XIII)		-	-
XV. Profit (Loss) for the period (XI + XIV)		940.03	877.88
XVI. Earnings per equity share (Rs.) :			
(1) Basic		72.32	67.54
(2) Diluted		72.32	67.54
Significant Accounting Policies	15		
Other Notes	16		
Notes 1 to 16 form an integral part of the accounts			

(HARISH CHANDRA)
GGM (F) & CS(P. ALLI RANI)
DIRECTOR(FINANCE)(ANIL KUMAR GUPTA)
CHAIRMAN &
MANAGING DIRECTORAs per our report of even date
For Kumar Chopra & Associates
Chartered AccountantsDated: 25th May, 2013
Place: New Delhi(Sunil Jain)
Partner



NOTE 1: SHARE CAPITAL

	AS AT 31.03.2013	(₹ in Crore) AS AT 31.03.2012
AUTHORISED SHARE CAPITAL		
200,000,000 equity shares of ₹10 each	200.00	200.00
	200.00	200.00
ISSUED, SUBSCRIBED AND PAID-UP SHARE CAPITAL		
12,99,82,794 equity shares of ₹10 each	129.98	129.98
fully paid up (*)		
	129.98	129.98

(*) Includes:

- (a) 6,49,91,397 equity shares issued as fully paid up Bonus Shares by Capitalising General Reserves.
(b) Shares held by shareholders holding more than 5% shares

Name of the shareholder	Number of shares held in the company		Percentage of shares held in the company	
	2013	2012	2013	2012
Govt. of India	81999802	81999802	63.09%	63.09%
Aberdeen Global Indian Equity Fund- Mauritius Limited	6518191	4433575	5.01%	3.41%

NOTE 2: RESERVES & SURPLUS

	AS AT 31.03.2013	(₹ in Crore) AS AT 31.03.2012
GENERAL RESERVE		
Opening Balance	634.33	546.54
Add: Transfer from Profit & Loss Account	94.00	728.33
		87.79
		634.33
STATEMENT OF PROFIT AND LOSS		
Opening Balance	4,842.12	4,301.29
Add: Profit during the Year	940.03	877.88
Less: Interim Dividend (Including Dividend Distribution Tax of Rs.16.87 crore; PY Rs.15.81 crore)	120.86	113.30
Less: Proposed Dividend (Including Dividend Distribution Tax of Rs.20.99 crore; PY Rs.18.98 crore)	144.47	135.96
Less: Transfer to General Reserve	94.00	87.79
TOTAL	6,151.15	5,476.45

The Company declared an interim dividend of Rs.8.00 (PY:Rs.7.50) and final dividend of Rs.9.50 (PY Rs.9.00) per equity share during the year.

NOTE 3 : NON CURRENT LIABILITIES

	AS AT 31.03.2013	(₹ in Crore) AS AT 31.03.2012
DEFERRED TAX LIABILITIES (NET) (*)	274.25	243.78
OTHER LONG TERM LIABILITIES	12.55	21.64
LONG-TERM PROVISIONS:		
Provision for Employee's Benefits	<u>27.55</u>	<u>22.81</u>
TOTAL	314.35	288.23

(*) Disclosure as per AS-22 (Accounting for Taxes on Income):
Components of Deferred Tax Asset and Liability:

	2012-13	2011-12
i. Deferred Tax Liability:		
Difference between book and tax depreciation	<u>296.38</u>	<u>261.62</u>
	296.38	261.62
ii. Deferred tax asset:		
Expenditure covered by section 43B	<u>12.28</u>	<u>10.19</u>
Provision for doubtful advances/debts/stores	<u>1.68</u>	<u>1.59</u>
Others	<u>8.17</u>	<u>6.06</u>
	22.13	17.84
iii. Net deferred tax liability [i-ii]	274.25	243.78

NOTE 4: CURRENT LIABILITIES

	AS AT 31.03.2013	(₹ in Crore) AS AT 31.03.2012
TRADE PAYABLES		
- Micro & Small Enterprises (*)	-	-
- Others	<u>166.04</u>	<u>121.59</u>
OTHER CURRENT LIABILITIES		
Advances/Deposits from Customers	<u>108.84</u>	<u>111.62</u>
Unclaimed Dividend (**)	<u>0.12</u>	<u>0.12</u>
Book Overdraft in current accounts with banks	<u>10.11</u>	<u>33.92</u>
Micro & Small Enterprises	<u>2.30</u>	-
Others	<u>196.87</u>	<u>181.70</u>
SHORT-TERM PROVISIONS		
Proposed Final Dividend	<u>123.48</u>	<u>116.98</u>
Corporate Dividend Tax	<u>20.99</u>	<u>18.98</u>
Provision for Employee's Benefits	<u>23.78</u>	<u>15.83</u>
Corporate Social Responsibility	<u>2.66</u>	<u>2.18</u>
TOTAL	655.19	602.92

(*) The Company has not received any intimation from the trade suppliers regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 as at the Balance Sheet date and therefore no such disclosures under the said Act have been made.

(**) An amount of ₹ 96,696.00 (PY: ₹ 30,446.50) has been deposited in the Investor Education & Protection Fund.



NOTE 5 : FIXED ASSETS

(₹ in Crore)

	GROSS BLOCK				DEPRECIATION/AMORTISATION				NET BLOCK	
Description	As at 01.04.2012	Additions during the Year	Sale/ Adjustments during the year	As at 31.03.2013	As At 01.04.2012	For the Year	On Sale/ Adjustments	As at 31.03.2013	As at 31.03.2013	As at 31.03.2012
	(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)=(4)-(8)	(10)=(1)-(5)
Tangible Assets										
1. Land										
-Owned	23.29	0.12	-	23.41	-	-	-	-	23.41	23.29
-Leasehold	135.49	102.45	-	237.94	19.08	2.73	-	21.81	216.13	116.41
-Leasehold (Leased Out)	5.83	-	-	5.83	1.75	0.19	-	1.94	3.89	4.08
2. Buildings										
-Owned	32.35	0.02	0.11	32.26	3.62	0.86	-	4.48	27.78	28.73
-Leasehold	682.42	46.27	1.66	727.03	171.25	22.10	0.33	193.02	534.01	511.17
3. Plant & Equipment										
-Plant & Machinery	2,167.00	252.73	2.27	2,417.46	717.66	118.19	(0.02)	835.87	1,581.59	1,449.34
-Plastic Bins (Leased out)	10.48	0.06	-	10.54	0.10	0.51	-	0.61	9.93	10.38
-Containers	124.55	71.43	1.36	194.62	35.29	7.98	1.10	42.17	152.45	89.26
4. Furniture & Fixture										
-Electrical Fittings	56.17	1.89	0.33	57.73	37.36	3.68	0.25	40.79	16.94	18.81
-Furniture & Fixtures	11.38	0.45	0.01	11.82	6.95	0.53	0.01	7.47	4.35	4.43
5. Vehicles	0.62	-	-	0.62	0.44	0.02	-	0.46	0.16	0.18
6. Office Equipments										
-Computers	57.56	15.92	6.35	67.13	36.06	6.11	5.99	36.18	30.95	21.50
-Telephone System	1.66	0.03	-	1.69	0.87	0.07	-	0.94	0.75	0.79
-Office Equipment	10.22	0.92	0.17	10.97	3.68	0.53	0.08	4.13	6.84	6.54
-Air Conditioner	6.00	0.38	0.17	6.21	2.00	0.29	0.10	2.19	4.02	4.00
7. Others										
-Railway Siding	85.74	0.85	(0.15)	86.74	22.96	4.11	-	27.07	59.67	62.78
-Capital Expenditure	19.79	-	-	19.79	19.79	-	-	19.79	-	-
Sub-total	3,430.55	493.52	12.28	3,911.79	1,078.86	167.90	7.84	1,238.92	2,672.87	2,351.69
Intangible Assets										
1. Computer Software	23.23	9.05	0.64	31.64	18.13	2.30	0.63	19.80	11.84	5.10
2. Registration Fee	50.00	1.00	-	51.00	13.09	2.51	-	15.60	35.40	36.91
Sub-total	73.23	10.05	0.64	82.64	31.22	4.81	0.63	35.40	47.24	42.01
Total	3,503.78	503.57	12.92	3,994.43	1,110.08	172.71	8.47	1,274.32	2,720.11	2,393.70
Capital work-in-progress									188.22	104.09
Intangible assets under development									0.05	0.05
Grand Total									2,908.38	2,497.84
Previous Year	3286.15	226.34	8.71	3503.78	959.13	158.49	7.54	1110.08	2393.70	

- Note :** 1) Gross Block of Plant & Machinery and Containers include ₹ 1.92crore (Previous Year ₹ 1.92crore) and ₹ 1.22 crore (Previous Year ₹ 0.10 crore respectively for items retired from active use due to obsolescence/condemnation.
- 2) Gross Block of Land and Buildings include assets valuing ₹ 102.94 crore (Previous Year ₹ 1.45 crore) in respect of which sale/lease deeds are yet to be executed.
- 3) Registration fee paid for running of container trains and private freight terminals is amortized in excess of ten years so as to correspond with the validity period of licence under the respective agreements.

Note 6 : NON-CURRENT INVESTMENTS

		(₹ in Crore)	
		AS AT 31.03.2013	AS AT 31.03.2012
(A) TRADE INVESTMENTS AT COST (UNQUOTED)			
I. IN BUSINESS ARRANGEMENTS			
With Hindustan Aeronautics Ltd. by the name of "HALCON".		3.19	3.19
		3.19	3.19
II. EQUITY INSTRUMENTS			
a) In Shares of Joint Ventures			
4,706,695 (P.Y. 4,706,695)	Equity shares of Rs.10/- each fully paid up in Star Track Terminals Pvt. Ltd.	4.71	4.71
5,383,630 (P.Y. 5,383,630)	Equity shares of Rs.10/- each fully paid up in Albatross Inland Ports Pvt. Ltd.	5.38	5.38
117,780,000 (P.Y.117,780,000)	Equity shares of Rs. 10/- each fully paid up in Gateway Terminals India Pvt. Ltd.	117.78	117.78
2,048,200 (P.Y. 2,048,200)	Equity shares of Rs.10/- each fully paid up in CMA-CGM Logistics Park (Dadri) Pvt. Ltd.	2.05	2.05
54,600,000 (P.Y. 54,600,000)	Equity shares of Rs. 10/- each fully paid up in India Gateway Terminal Pvt. Ltd.	54.60	54.60
1,470,000 (P.Y. 980,000)	Equity shares of Rs. 10/- each fully paid up in Infinite Logistics Solutions Pvt. Ltd.	1.47	0.98
857,500 (P.Y. 857,500)	Equity shares of Rs. 10/- each fully paid up in Hind CONCOR Terminals (Dadri) Pvt. Ltd.	0.86	0.86
49,000 (P.Y.49,000)	Equity shares of Rs. 10/- each fully paid up in Container Gateway Limited	0.05	0.05
3,716,160 (P.Y.3,716,160)	Equity shares of Rs. 10/- each fully paid up in Allcargo Logistics Park Pvt. Ltd.	3.71	3.71
1,775,000 (P.Y.1,775,000)	Equity shares of Rs. 10/- each fully paid up in CONYK Cartrac Pvt. Ltd.	1.77	1.77
Less:	Allowance for Diminution in Value of Investments in Hind CONCOR Terminals (Dadri) Pvt. Ltd.	(0.86)	(0.86)
	Allowance for Diminution in Value of Investments in CONYK Cartrac Pvt. Ltd.	(0.22)	-
		191.30	191.03
b) In Shares of Foreign Joint Venture			
80,000 (P.Y.80,000)	Equity shares of Nepalese Rupiah 100/- (Equivalent INR 62.50) each fully paid up in Himalayan Terminals Pvt. Ltd., Nepal	0.50	0.50
		0.50	0.50
c) In Shares of Indian Subsidiaries			
76,329,642 (P.Y.48,273,810)	Equity shares of Rs.10/- each fully paid up in Fresh and Healthy Enterprises Ltd.	76.52	48.38
36,650,000 (P.Y. NIL)	Equity shares of Rs.10/- each fully paid up in CONCOR Air Ltd.	36.65	-
74,000 (P.Y. NIL)	Equity shares of Rs.10/- each fully paid up in SIIDCUL CONCOR Infra Company Ltd.	0.07	-
	Share application money pending allotment for 7,39,26,000 Equity Shares (PY NIL) of Rs.10/- each in SIIDCUL CONCOR Infra Company Ltd.	73.93	-
		187.17	48.38
TOTAL (A)		382.16	243.10
(B) OTHER INVESTMENTS			
BONDS AT COST (QUOTED)			
5,000 (P.Y.5,000)	IRFC Secured, Tax Free, Redeemable, Non-convertible, Non-Cumulative Railway Bonds in the nature of promissory notes-79th Series of Rs. 1,00,000/- each	50.00	50.00
500,000 (P.Y. NIL)	IRFC Tax Free, Secured, Redeemable, Non-convertible Bonds in the nature of debentures of Rs. 1,000/- each	50.00	-
	TOTAL (B)	100.00	50.00
	Total (A+B)	482.16	293.10
Notes:			
1. Market value of quoted investments (Quote not available for IRFC Bonds- 79th Series)		50.35	NA
2. Book value of quoted investments		100.00	50.00
3. Book value of un-quoted investments		382.16	243.10



NOTE 7: LONG TERM LOANS AND ADVANCES

	(₹ in Crore)	
	AS AT 31.03.2013	AS AT 31.03.2012
CAPITAL ADVANCES		
- Secured, considered good	0.25	0.28
- Unsecured, considered good	319.92	357.02
SECURITY DEPOSITS (Unsecured)		
- Govt. Authorities (Considered good)	11.66	8.51
- Others		
-Considered good	1.57	1.18
-Considered doubtful	-	-
	<u>1.57</u>	<u>1.18</u>
Less: Allowance for bad and doubtful deposits	-	-
	<u>1.57</u>	<u>1.18</u>
OTHER LOANS AND ADVANCES		
Loans to Employees (Secured, considered good)	25.52	23.21
Loans to Directors (Secured, considered good)	-	0.04
Other advances recoverable in cash or in kind or for value to be received:		
-Considered good	4.97	2.68
-Considered doubtful	-	-
	<u>4.97</u>	<u>2.68</u>
Less: Allowance for bad and doubtful advances	-	-
	<u>4.97</u>	<u>2.68</u>
TOTAL	363.89	392.92

NOTE 8: OTHER NON -CURRENT ASSETS

	(₹ in Crore)	
	AS AT 31.03.2013	AS AT 31.03.2012
Interest accrued on deposits, loans & advances		
(Unsecured, considered good)	1.10	2.42
Interest accrued on loans and advances to employees		
(Secured, considered good)	6.84	5.50
Other Bank Balances		
Bank Balances held as margin money or as security against :		
-Guarantees	4.06	4.06
TOTAL	12.00	11.98

NOTE 9: CURRENT ASSETS

	AS AT		(₹ in Crore)
	31.03.2013	AS AT	31.03.2012
(a) INVENTORIES			
(As taken, valued & certified by the Management)			
Stores & Spare Parts (At Cost) (*)	12.62	8.86	
Less: Allowance for Obsolete Stores	0.49	0.69	8.17
	<u>12.13</u>		<u>8.17</u>
(b) TRADE RECEIVABLES			
Outstanding for period exceeding six months			
Unsecured Considered good	5.30	5.15	
Unsecured Considered doubtful	2.54	2.52	
	<u>7.84</u>	<u>7.67</u>	
Less: Allowance for doubtful debts	2.54	2.52	5.15
Others			
Unsecured Considered good	20.44		14.44
	<u>25.74</u>		<u>19.59</u>
(c) CASH AND BANK BALANCES			
(i) Cash & Cash Equivalents			
Cash on Hand (Including Imprest)	0.20		0.20
Cheques in hand	13.97		115.46
Bank Balances			
-in Current Accounts	68.04	45.87	
-in Deposits with original maturity upto 3 months	1,004.00	741.67	787.54
(ii) Other Bank Balances			
Bank Deposits			
-With original maturity of more than 3 months and upto 12 months	1,789.73	1,829.04	
- With original maturity of more than 12 months	-	-	1,829.04
Earmarked Bank Balances			
-Unpaid dividend bank account	0.12		0.11
Bank Balances held as margin money or as security against: Guarantees	15.10		0.09
- Letters of Credit	25.00		25.00
	<u>2,916.16</u>		<u>2,757.44</u>
(d) SHORT TERM LOANS AND ADVANCES			
Loans & Advances to Related Parties			
Loan to Wholly owned subsidiary-FHEL	43.14		43.14
(Unsecured, considered good)			
Loans to Employees (Secured, considered good)	4.07		3.66
Loans to Directors (Secured, considered good)	-		0.02
Other advances recoverable in cash or in kind or for value to be received			
-Unsecured considered good	35.74	30.49	
-Unsecured considered doubtful	1.83	1.83	
	<u>37.57</u>	<u>32.32</u>	
Less : Allowance for doubtful advances	1.83	1.83	30.49
Deposits (Unsecured)			
- Govt. Authorities (considered good)	0.40		0.15
- Others			
-Considered good	0.38	0.15	
-Considered doubtful	0.03	0.03	
	<u>0.41</u>	<u>0.18</u>	
Less : Allowance for doubtful deposits	0.03	0.03	0.15
Advance Income Tax/TDS (Net of Provisions)	<u>332.72</u>		<u>330.92</u>
	<u>416.45</u>		<u>408.53</u>
(e) OTHER CURRENT ASSETS			
Interest accrued on deposits, loans & advances (Unsecured, considered good)	108.86		105.38
Interest accrued on loans and advances to Employees (Secured, considered good)	0.04		0.05
Interest accrued on loan to wholly owned subsidiary-FHEL (Unsecured, considered good)	4.86		2.58
	<u>113.76</u>		<u>108.01</u>
Total (a) to (e)	<u>3,484.24</u>		<u>3,301.74</u>

(*) Stores & spare parts include items costing Rs.2.54 crore (PY:Rs.2.64 crore), which have not been consumed during last three years. This includes Rs.0.49 crore (PY:Rs.0.69 crore) identified as obsolete spares and provided for. Remaining items by their very nature are essentially to be kept and are fit for their intended use.



NOTE 10 : REVENUE FROM OPERATIONS

(₹ in Crore)

	YEAR ENDED 31.03.2013	YEAR ENDED 31.03.2012
Rail Freight Income	3,371.13	3,062.14
Road Freight Income	159.20	161.26
Handling and Transportation	485.33	449.03
Storage and Warehousing (*)	311.40	315.06
Other Operating Income:		
- Prior Period Income (Refer Note 16- XI)	0.18	0.02
- Excess Provision Written Back (Refer Note 16- XIV)	13.13	7.24
- Others	65.79	73.46
TOTAL	4,406.16	4,060.95

(*) Storage and Warehousing income is net of waivers of ₹0.29 crore (PY: ₹0.83 crore)

NOTE 11 : OTHER INCOME

(₹ in Crore)

	YEAR ENDED 31.03.2013	YEAR ENDED 31.03.2012
INTEREST EARNED ON:		
Short Term Bank Deposits /ICDs (TDS ₹ 29.19 crore (PY: ₹ 25.05 Crore)	292.27	254.31
Loans to Employees	1.51	1.21
Loan to Wholly Owned Subsidiary - FHEL (TDS ₹ 0.39 Crore; PY ₹: 0.32Crore)	3.88	3.22
DIVIDEND INCOME		
Dividend from JV Company	6.87	3.32
OTHER NON-OPERATING INCOME		
Profit on Sale of Fixed Assets	0.26	0.14
Excess provision written back (Refer Note 16- XIV)	8.41	12.27
Exchange Variation-Gain	-	0.10
Prior Period Income (Refer Note 16- XI)	0.14	-
Miscellaneous Income	23.88	41.97
TOTAL	337.22	316.54

NOTE 12: TERMINAL & OTHER SERVICE CHARGES

(₹ in Crore)

	YEAR ENDED 31.03.2013	YEAR ENDED 31.03.2012
Rail Freight Expenses	2,579.93	2,316.57
Road Freight Expenses	119.53	124.03
Handling Expenses	163.62	142.11
Land Licence Fee	95.98	93.82
Other Operating Expenses:		
-Prior period expenses-Operating (Refer Note 16- XI)	0.20	6.72
-Other (*)	97.70	99.64
TOTAL	3,056.96	2,776.17

(*) Other Operating expenses-others, include ₹ 25.95 crore (P.Y ₹ 23.00 crore) & ₹ 6.92 crore (P.Y ₹ 5.04 crore) towards power and fuel and consumption of stores and spares parts respectively. Details of expenditure on consumption of imported & indigenous stores and spares parts are as follows:

	2012-13		2011-12	
	Amount	%	Amount	%
Imported	0.11	2%	0.38	8%
Indigenous	6.81	98%	4.66	92%

NOTE 13: EMPLOYEE BENEFITS EXPENSE

(₹ in Crore)

	YEAR ENDED 31.03.2013	YEAR ENDED 31.03.2012
Salary, Allowances & Other Employee Benefits (*)	84.35	78.98
Contribution to PF, FPF, ESI & Labour Welfare Fund	5.88	5.20
Rent for Leased Accomodation (Net)	1.68	1.58
Employee Welfare & Medical	11.60	11.84
Gratuity	3.17	1.95
Staff Training	0.55	0.36
TOTAL	107.23	99.91

(*) Pursuant to DPE circular in respect of 2nd pay committee recommendations, the company is in the process of framing a pension scheme for its employees. Pending finalization of the scheme, a provision of ₹ 4.85 crore (Previous year: ₹ 4.56 crore) has been made on the basis of assumptions laid down in draft pension policy.

NOTE 14: OTHER EXPENSES

(₹ in Crore)

	YEAR ENDED 31.03.2013	YEAR ENDED 31.03.2012
Printing & Stationery	2.36	2.20
Traveling and Conveyance (Including Directors' Traveling ₹ 0.91 crore; PY: ₹ 0.57 crore)	14.67	12.49
Rent and Licence fee for office building	2.39	1.99
Electricity & Water	6.66	5.05
Repairs & Maintenance :		
– Buildings	9.38	14.97
– Plant & Machinery	17.73	7.26
–Others	21.41	20.25
Security Expenses	37.71	42.48
Vehicle Running & Maintenance Expenses	0.03	32.54
Business Development	1.79	0.05
Postage, Telephone & Internet	2.72	1.40
Books & Periodicals	1.97	2.72
Bank Charges	0.18	1.84
Legal & Professional Charges	4.08	0.33
Insurance	1.84	4.51
Fees & Subscriptions	0.18	1.40
Advertisement	3.01	0.15
Auditors' Remuneration		3.12
– Audit Fee	0.07	0.08
– Tax Audit Fee	0.03	0.03
– Other Services	0.10	0.12
–Out of Pocket	0.05	0.08
Rebate & Discounts	51.10	0.31
Rates & Taxes	4.49	36.86
Hazardous Waste Incineration	-	2.68
Donations	-	0.64
Miscellaneous Expenses (*)	6.71	0.03
Fixed Assets written off	0.93	6.92
Provision for Doubtful Debts	0.02	-
Provision for Diminution in value of Investments	0.22	0.27
Prior Period Expenses (Refer Note 16-XI)	2.57	0.86
TOTAL	194.40	161.27

(*) **Miscellaneous Expenses include:**

(a) Loss on sale of fixed assets- ₹0.01 crore (PY: ₹0.35 crore).

(b) Loss of ₹0.09 lakhs (PY: ₹59.48 lakhs) being company's share in HALCON, a business arrangement with Hindustan Aeronautics Ltd. for operating an Air Cargo Complex and ICD at Nasik as per audited accounts upto 31st March, 2012.



NOTE 15: SIGNIFICANT ACCOUNTING POLICIES

1. Accounting Convention & Concepts:

The financial statements are prepared under the historical cost convention on accrual basis, in accordance with the applicable mandatory Accounting Standards and relevant presentation requirements of the Companies Act, 1956. Accounting Policies not referred to otherwise are consistent with generally accepted accounting principles.

2. Fixed Assets & Capital Work in Progress:

- (i) Fixed assets are stated at cost of acquisition or construction, less accumulated depreciation. Cost of acquisition is net of interest on capital advances and duty credits and is inclusive of freight, duties, taxes and other incidental expenses. In respect of assets due for capitalization, where final bills/claims are to be received/passed, the capitalisation is based on the engineering estimates. Final adjustments, for costs and depreciation are made retrospectively in the year of ascertainment of actual cost and finalisation of claim. Machinery spares, which can be used only in connection with an item of fixed asset and whose use is expected to be irregular are capitalized. Capital work in progress includes the cost of fixed assets that are not yet ready for their intended use and the cost of assets not put to use before the Balance Sheet date. Advances paid to acquire fixed assets are shown as part of "Long Term Loans & Advances".
- (ii) Provision for stamp duty at the prevailing rate is made by the company at the time of capitalization of the amount paid for acquisition of land & is capitalised as part of the cost of Land.

3. Intangible Assets:

(i) Software:

Expenditure on computer software, which is not an integral part of hardware, is capitalised as an intangible asset. The cost of software includes license fee and implementation cost and is capitalised in the year of its implementation. Software is amortized over five years.

(ii) Registration Fee:

Registration fee paid to Ministry of Railways (MOR) for movement of container trains on Indian Railways and running of Private Freight Terminals (PFT) is capitalized as an Intangible Asset. The registration fee is amortized over the period covered by the respective agreements with Indian Railways.

4. Borrowing Costs:

Borrowing costs attributable to the acquisition or construction of qualifying assets are capitalized as part of the cost of such assets and all other borrowing costs are charged to revenue. A qualifying asset is one that necessarily takes substantial period of time to get ready for intended use.

5. Investments:

- (i) Long term investments are stated at cost. A provision for diminution in value is made to recognise a decline other than temporary in nature.
- (ii) Current investments are stated at lower of cost or fair value.

6. Inventories:

Stores and spare parts are valued at cost on weighted average basis. Provision for obsolescence is made, whenever required.

7. Depreciation/Amortization:

- (i) Depreciation on fixed assets including assets created on leasehold land is provided on "Straight Line Method" at the rates and in the manner prescribed in Schedule XIV of the Companies Act, 1956, except for Roads/Pavements/Boundary wall/ Warehouses and Electrical Fittings of terminals on which depreciation has been provided @ 3.34% and 10.34% respectively and for upgraded BFKI Wagons @ 6.79%.
- (ii) Leasehold land other than acquired on perpetual lease is amortized over the period of lease. Leasehold buildings are amortized over the period of lease or useful life of the building as per rates prescribed under Schedule XIV, whichever is less.
- (iii) Capital expenditure on enabling assets, like roads, culverts & electricity transmissions etc., the ownership of which is not with the Company are charged off to revenue in the accounting period of incurrence of such expenditure. However, capital expenditure on enabling assets, ownership of which rests with the company and which have been created on land not belonging to the Company is written off to the Statement of Profit & Loss over its approximate period of utility or over a period of 5 years, whichever is less. For this purpose, land is not considered to be belonging to the company, if the same is not owned or leased/licensed to the company.

8. Impairment of Assets:

An asset is treated as impaired when the carrying amount of assets exceeds its recoverable value. An impairment loss is charged to the Statement of Profit & Loss in the year in which an asset is identified as impaired.

NOTE 15: SIGNIFICANT ACCOUNTING POLICIES

9. Retirement Benefits:

- (i) Gratuity liability to employees is provided for on accrual basis based on valuation done by an independent actuary as at the Balance Sheet date. Contributions are made to approved Gratuity Fund created in a Trust set up by the Company for this purpose.
- (ii) Liability for leave travel concession & leave salary payable to employees is provided for on accrual basis based on valuation done by an independent actuary as at the Balance Sheet date.
- (iii) Contribution to defined contribution plans such as Provident Fund and Family Pension Fund are charged to the Statement of Profit & Loss as and when accrued.

10. Foreign Currency Transactions:

- (i) Income & Expenditure denominated in foreign currencies are recorded at the exchange rate prevailing on the date of transaction.
- (ii) Loans, Current liabilities and Current assets in foreign currencies are translated at the exchange rate prevailing at the end of financial year.
- (iii) Gains or losses due to foreign exchange fluctuations are recognised in the Statement of Profit & Loss.

11. Income from Operations (Terminal & other Service Charges):

- (i) Rail freight income & related expenses are accounted for at the time of issue of RRs by Indian Railways.
- (ii) Road transportation/handling income & related expenses are accounted for at the time of booking of containers.
- (iii) Terminal service charges for empty containers are accounted for on accrual basis.
- (iv) Terminal service charges for loaded container & wharfage are accounted for on receipt/at the time of release of containers on "completed service contract method".

12. Claims/Counter-claims/Penalties/Awards:

Claims/counter-claims/penalties/awards are accounted for in the year of its settlement.

13. Taxes on Income:

- (i) Provision for current tax is made in accordance with the provisions of the Income Tax Act, 1961.
- (ii) Disputed income tax liabilities are accounted for on the finalization of assessments.

14. Provisions, Contingent Liabilities & Contingent Assets:

Provisions are recognised in respect of obligations where, based on the evidence available, their existence on the Balance Sheet date is considered probable.

Contingent liabilities are determined on the basis of available information. These liabilities are not provided for and disclosed by way of notes on accounts.

Contingent assets are not recognized in the accounts.

15. Grants:**(i) Capital Grants:**

Grants received towards specific fixed assets are deducted from the gross value of the asset or capital work in progress as the case may be. Unutilized amount out of grant received is shown as liability.

(ii) Revenue Grants:

Grants received, which are revenue in nature are credited to the Statement of Profit & Loss. Unutilized amount out of grant received is shown as liability.



NOTE 16: OTHER NOTES

- i). Estimated amount of Contracts remaining to be executed and not provided for (Net of advances):

	2012-13	2011-12
a) In relation to joint ventures	161.08	73.16
b) On Capital Account	459.15	534.20
c) On Revenue Account	2.99	1.34

- ii). Contingent liabilities not provided for:

a) Outstanding Letters of Credit & bank guarantees	101.86	45.88
b) Bank guarantees/bid bonds for joint ventures & Subsidiaries	332.85	408.83
c) Claims against the Company not acknowledged as debt, net of advances/payments under protest, arbitration, court orders, etc. [include claims of ₹ 362.45 crore (previous year: ₹ 298.88 crore) pending in arbitration/courts pursuant to arbitration awards]	844.34	804.32

Contingent liabilities are disclosed to the extent of claims received and include an amount of ₹ 16.29 crore (previous year: ₹12.42 crore), which may be reimbursable to the company. Any further interest demand on the basic claim is not considered where legal cases are pending, as the claim itself is not certain. No provision has been made for the contingent liabilities stated above, as on the basis of information available, careful evaluation of facts and past experience of legal aspects of the matters involved, it is not probable that an outflow of future economic benefits will take place.

- d) As per assessment orders under section 143(3) of the Income Tax Act, 1961, the Assessing Officer (AO) disallowed certain claims of the company, mainly deduction under section 80IA in respect of Rail System for assessment years 2003-04 to 2007-08 & 2009-10 to 2010-11 and Inland Ports (ICDs/CFSS) for assessment years 2003-04 to 2010-11. In appeal, for AY 2003-04 to 2007-08 & 2009-10, deduction for Rail System has been allowed by CIT (A). On the matter of deduction for Inland Ports, same has been allowed by the Hon'ble Delhi High Court for AY 2003-04 to 2005-06, by CIT (A) for AY 2009-10 and for AY 2006-07 & 2007-08, the matter has been referred to Delhi Bench of ITAT by Special Bench of ITAT/Mumbai giving a verdict that ICDs/CFSS set up by the company are Inland Ports. In appeal, for AY 2008-09, the decision of AO on the issue of disallowance of Inland Port deduction has been upheld by CIT (A) & the company has filed appeal against his orders with Hon'ble ITAT. Appeal for AY 2010-11 on the issue of disallowance of Rail System and Inland Ports deduction is pending with CIT (A). For AY 2006-07 & 2007-08, department has filed belated appeal(s) with the Hon'ble ITAT, Delhi against the order(s) passed by CIT (A), vide which relief had been granted in favour of the company with regard to claim of deduction u/s 80IA of the Act for Rail System. SLP has been filed by the department before the Hon'ble Supreme Court on the issue of deduction of Inland Ports for AY 2003-04 to AY 2005-06 against the order passed by Hon'ble Delhi High Court in favour of the company and the same has been admitted. Further, department has filed appeal with ITAT/Delhi against the order of CIT(A) for AY 2009-10 on the issue of deduction for Inland Ports and Rail System.
- e) As per assessment orders under section 147/143(3) of the Income Tax Act, 1961, the Assessing Officer (AO) disallowed certain claims of the company for assessment years 2004-05 & 2007-08. In this regard, appeal for AY 2004-05 has been allowed by CIT (A) and appeal for AY 2007-08 is pending with CIT (A). For AY 2004-05, department has filed appeal with the Hon'ble ITAT, Delhi against the order passed by CIT (A).
- f) For AY 2006-07 & 2007-08, appeals filled with CIT (A) against the orders of AO imposing penalty u/s 271(1) (c) have been decided in company's favour. However, department has filed appeal before the Hon'ble ITAT against the order of CIT (A).

NOTE 16: OTHER NOTES

g) Disputed income tax liabilities (excluding interest) have been summarized as:

Nature of Dispute	Assessment Year	Amount (₹ in Crore)
{A} Regular Assessment	2006-07	17.78
	2007-08	24.84
	2008-09	30.27
	2009-10	1.24
	2010-11	121.08
	Total	195.21
{B} Reassessment	2007-08	3.28
Total		3.28
{C} Appeals preferred by Department		
(i) SLP on issue of 80-IA deduction for Inland Ports.	2003-04	5.30
	2004-05	9.64
	2005-06	11.99
(ii) On issue of penalty u/s 271(1)(c)	2006-07	17.10
	2007-08	24.84
(iii) On issue of 80IA deduction (rail system) & excess depreciation on computer peripherals.	2006-07	63.65
	2007-08	91.41
(iv) On the issue of 80-IA deduction for Inland Ports and Rail System.	2009-10	112.52
(v) For reassessment proceeding u/s 147/143(3)	2004-05	0.81
Total		337.26
Total (A + B + C)		535.75

- iii). The company entered into a contract for supply of 1320 wagons by Hindustan Engineering and Industries Ltd (HEI). After the supply of 1050 wagons, the contract was terminated during FY 2004-05, for non-fulfilment of obligations on the part of HEI. Company invoked the bank guarantee of ₹ 5.99 crore for refund of unadjusted advance and ₹ 7.37 crore towards performance guarantee for non-fulfilment of terms of contract on the part of HEI. The matter has been referred to an Arbitration Tribunal and arbitration proceedings are in progress. The amount realized from invocation of performance guarantee stands credited to "Current Liabilities".
- iv). The Company has executed "Custodian cum Carrier Bonds" of ₹ **25313.05 crore** (previous year: ₹ 22,800.28 crore) in favour of Customs Department under the Customs Act, 1962. These bonds are of continuing nature, for which claims may be lodged by the Custom Authorities.
- v). (a) Tax provision during the year has been worked after considering tax deduction of ₹ **99.98 crore** under section 80IA of the Income Tax Act, 1961 in respect of Rail System & Inland Container Depots (Inland Ports). Tax provision during FY 2011-12 was, however, worked in accordance with the provisions laid down in section 115JB of the I.T Act, 1961.
- (b) As per 'Guidance Note on accounting for credit available in respect of Minimum Alternative Tax under the Income Tax Act, 1961' issued by ICAI, income tax provision for current year has been worked after availing MAT credit of ₹ **30.63 crore**. Unabsorbed MAT credit of ₹ 35.21 crore has not been recognised as an asset, as there is no convincing evidence that the company will pay normal tax during the specified period.
- vi). During the year, the company realised ₹ **22.00 crore** (previous year: ₹ 5.83 crore) (net of auction expenses) from auction of undelivered containers. Out of the amount realized, ₹ **6.34 crore** (previous year: ₹ 1.34 crore) is paid/payable as custom duty, ₹ **14.73 crore** (previous year: ₹ 3.96 crore) has been recognised as income and the balance of ₹ **0.93 crore** (previous year: ₹ 0.53 crore) has been shown under Current Liabilities.
- vii). (a) Current liabilities include ₹ **8.68 crore** (previous year: ₹ 2.77 crore) towards unutilised capital grant received for acquisition of specific fixed assets in CONCOR/business arrangements. Amount of ₹ **1.60 crore** (previous year: ₹ 4.01 crore) towards capital grants received & utilised during the year for acquisition of fixed



NOTE 16: OTHER NOTES

assets has been deducted from the gross value of fixed assets.

- (b) Current liabilities include ₹ 6.10 crore (previous year: Nil) towards unutilised revenue grant received from National Horticulture Board for offsetting the freight for the Horticulture Projects. Amount of ₹ 1.90 crore (previous year: Nil) towards revenue grants received & utilised during the year by offsetting the freight for the Horticulture Projects has been recognized as Rail Freight Income.

viii). Details of capital expenditure on enabling assets created on land not belonging to the company, control & possession of which rests with the company (Refer Note 5) are as under: (₹ in Crore)

PARTICULARS	As at 31-03-2013	As at 31-03-2012
Building	3.33	3.33
Railway Siding	10.93	10.93
Plant & Machinery	3.04	3.04
Electrical Fittings	2.29	2.29
Furniture	0.03	0.03
Others	0.17	0.17
Total	19.79	19.79

- ix). Wagons and containers damaged in an accident have not been written off pending settlement of claim. The estimated claim realized/realizable and provision for loss of wagons totalling to ₹ 1.36 crore (Previous year: ₹ 1.36 crore) is continued to be adjusted in the accumulated depreciation since FY 2008-09.

- x). Works carried out by Railways/its units for the company are accounted for on the basis of correspondence / estimates/advice etc.

- xi). Prior period adjustments include the following:

(₹ in Crore)

	2012-13	2011-12
INCOME		
Revenue from Operations	0.18	0.02
(Refer Note 10)		
Other Income (Refer Note 11)	0.14	0.00
Total (A)	0.32	0.02
EXPENSES		
Terminal & Other Service Charge		
(Refer Note 12)		
Freight	0.01	3.11
Land Licence Fee	0.01	3.47
Other Operating	0.18	0.14
	0.20	6.72
Other Expenses (Refer Note 14)		
Legal & Professional	0.13	0.02
Repair & Maintenance	0.03	0.39
Depreciation	2.20	0.01
Volume Discounts	0.14	0.00
Others	0.07	0.01
	2.57	0.43
Total (B)	2.77	7.15
Net Prior Period Adj. (A- B)	(2.45)	(7.13)

NOTE 16: OTHER NOTES

xii). Remittance in foreign currency for dividend:

The company has not remitted any amount in foreign currency on account of dividend during the year.

xiii). a) Details of expenditure in foreign currency (on payment basis):

	(₹ in lakh)	
Particulars	2012-13	2011-12
(i) Travelling	15.77	25.10
(ii) Meetings & conference	0.00	5.84
(iii) Fee & subscription	0.37	0.69
(iv) Business Development	0.00	2.22
b) Value of Imports on C.I.F. basis in respect of:		
i) Stores & Spares	81.70	76.61
ii) Capital Goods	8093.97	8089.68

xiv). Excess provisions written back during the year are as follows:

	(₹ in Crore)	
Particulars	2012-13	2011-12
REVENUE FROM OPERATIONS		
(Refer Note 10)		
a) Rail Freight & Demurrage	0.37	3.20
b) Road Freight	1.53	1.48
c) Handling	4.06	1.68
d) Terminal & service charges	0.00	0.25
e) Custom cost recovery	1.69	0.37
f) Land licence fee	0.01	0.03
g) Container repair/leasing	0.76	0.05
h) Rail Siding Access Charges	3.97	0.00
i) Others	0.74	0.18
	13.13	7.24
OTHER INCOME (Refer Note 11)		
a) Rates & Taxes	0.02	0.30
b) Auction	2.23	1.31
c) Rebate expenses	1.52	1.64
d) PLI	0.49	0.19
e) Repairs & Maintenance	2.46	4.79
f) Others	1.69	4.04
	8.41	12.27
TOTAL	21.54	19.51

- xv). During the year, company changed its accounting policy with regard to capitalization of stamp duty paid for acquisition of land. Stamp duty, which earlier was capitalized at the time of execution of conveyance deed, is now provided for at the time of capitalization of land at the stamp duty rates prevailing on such date. Consequent upon such change, fixed assets have increased by ₹ 5.34 crore with corresponding increase in current liabilities.
- xvi). Provisions relating to disclosure of information as required by Part II of Revised Schedule VI to the Companies Act, 1956 in case of companies other than service companies are not applicable, as the company has no manufacturing, trading and financing activities.
- xvii). Company is entitled for Served From India Scheme (SFIS) of the Government of India. SFIS scrips under the scheme can be utilized within two years from the date of issue of scrips for duty credit for import of capital goods & payment of excise duty on domestic purchases.



NOTE 16: OTHER NOTES

Details of utilisation of these Scrips are as follows:-

(₹ in Crore)		
Particulars	2012-13	2011-12
Opening Balance	93.24	133.84
Received during the year	149.36	0.00
Utilisation during the year for:		
- Payment of Excise Duty	(12.19)	(3.11)
- Payment of Customs Duty	(18.52)	(12.62)
Expired during the year	(73.88)	(24.87)
Closing Balance	138.01	93.24

xviii). The Company has, with effect from 1st April, 2007, adopted Accounting Standard 15, Employee Benefits (revised 2005), issued by the Institute of Chartered Accountants of India (ICAI). The disclosures as required as per the above accounting standard are as under:

(a) Defined Contribution plans:

1. Employers' contribution to Provident Fund
2. Employers' contribution to Employees Pension scheme, 1995

Company pays fixed contribution to Provident Fund at predetermined rates to a separate trust, which invests the fund in permitted securities. The contribution to the fund for the period is recognized as expense and is charged to the profit & loss account. The obligation of the company is limited to such fixed contribution. However, the trust is required to pay a minimum rate of interest on contributions to the members as specified by Government. As per actuarial valuation such liability is **NIL** as on 31.03.2013 (Previous Year: NIL). During the year, the company has recognized the following amounts in the profit and Loss Account.

1. Employers' contribution to Provident Fund ₹ **5.05 crore** (previous year: ₹ 4.36 crore)
2. Employers' contribution to Employees Pension scheme, 1995 ₹ **0.82 crore** (Previous year: ₹ 0.84 crore)

(b) Defined benefit plans:

Gratuity:

The Company has a defined benefit gratuity plan, which is regulated as per the provisions of Payment of Gratuity Act, 1972. The scheme is funded by the company and is managed by a separate trust. The liability for the same is recognized on the basis of actuarial valuation.

Leave Travel Concession:

The company provides LTC facility to its employees, which is regulated in accordance with the policy framed in this regard. The liability for the same is recognized on the basis of actuarial valuation.

Leave encashment:

The company has a defined benefit leave encashment plan for its employees. Under this plan, they are entitled to encashment of earned leaves and medical leaves subject to certain limits and other conditions specified for the same. The liabilities towards leave encashment have been provided on the basis of actuarial valuation.

Post Retirement Medical Benefits:

The company has formed a medical trust, which takes care of medical needs of its employees after their retirement. Their entitlement for reimbursement of medical expenses is regulated as per the policy in vogue. The liability for the same is recognized on the basis of actuarial valuation.

Long-term medical liability:

As per the medical policy in vogue, employees are entitled for reimbursement of medical expenses equivalent to one-month basic pay plus DA in a calendar year. If in any particular year, the employee does not spend the full amount, the balance is carried forward to the subsequent years. The liability for the same is recognized on the basis of actuarial valuation.

NOTE 16: OTHER NOTES

(c) **Summarized position:** The details of various defined benefits recognised in the Profit and Loss Account, Balance Sheet and the funded status are as under:

Expenses recognised in Profit and Loss Account:

(₹ in lakhs)

	Gratuity (Funded)		Leave encashment (Non-Funded)		Post retirement medical Benefits (Funded)	
	2012-13	2011-12	2012-13	2011-12	2012-13	2011-12
Current service cost	163.86	138.95	230.38	190.84	-	-
Interest cost on benefit obligation	145.86	127.38	186.50	168.12	-	-
Expected return on plan assets	(164.35)	(120.40)	-	-	-	-
Net actuarial (Gains)/ Loss	178.81	48.60	436.43	172.27	-	-
Expenses recognised in profit and loss account	324.18	194.51	853.32	531.23	-	-

Amount recognised in the Balance sheet:

Present Value of Obligations as at 31st March (i)	2235.06	1772.87	2869.20	2266.94	34.61	27.23
Fair Value of Plan Assets as at 31st March (ii)	1766.07	1430.61	-	-	-	-
Difference (ii) - (i)	(468.99)	(342.26)	(2869.20)	(2266.94)	(34.61)	(27.23)
Net asset/(Liabilities) recognised in the Balance sheet	(468.98)	(342.26)	(2869.20)	(2266.94)	(34.61)	(27.23)

Change in the Present value of the defined benefit obligation:

Present value of obligation as at 1st April	1772.87	1498.58	2266.94	1977.94	34.61	27.23
Interest cost	145.86	127.38	186.50	168.12	-	-
Current service cost	163.86	138.95	230.38	190.84	-	-
Benefits paid	(26.34)	(44.94)	(251.06)	(242.23)	-	-
Net actuarial (gains)/loss on obligation	178.81	52.90	436.43	172.27	-	-
Present value of defined benefits obligation as at 31st March	2235.06	1772.87	2869.20	2266.94	34.61	27.23

Change in the fair value of plan assets:

Fair value of Plan Assets as at 1st April	1430.61	1215.98	-	-	-	-
Expected return on plan assets	164.35	120.42	-	-	-	-
Contribution by Employer	197.46	134.85	-	-	-	-
Benefits paid	(26.34)	(44.94)	-	-	-	-
Actuarial gain/(loss)	-	4.30	-	-	-	-
Fair value of Plan Assets as at 31st March	1766.08	1430.61	-	-	-	-



NOTE 16: OTHER NOTES

Expenses recognised in Profit and Loss Account:

(₹ in lakh)

	Interest guarantee Liability PF (Non-Funded)		Long Term Medical Liability (Non-Funded)		Leave Travel Concession (Non-Funded)	
	2012-13	2011-12	2012-13	2011-12	2012-13	2011-12
Current service cost	-	-	-	-	40.20	36.05
Interest cost on benefit obligation	-	-	-	-	6.25	5.27
Expected return on plan assets	-	-	-	-	-	-
Net actuarial Gains / (Loss)	-	-	-	-	9.39	52.49
Expenses recognised in profit and loss account	-	-	-	-	55.85	93.81

Amount recognised in the Balance Sheet:

Present Value of Obligations as at 31st March (i)	-	-	116.98	165.32	79.14	75.86
Fair Value of Plan Assets as at 31st March (ii)	-	-	-	-	-	-
Difference (ii) - (i)	-	-	(116.98)	(165.32)	(79.14)	(75.86)
Net asset/(Liabilities) recognised in the Balance sheet	-	-	(116.98)	(165.32)	(79.14)	(75.86)

Change in the Present value of the defined benefit obligation:

Present value of obligation as at 1st April	-	-	116.98	165.32	75.86	62.05
Interest cost	-	-	-	-	6.25	5.27
Current service cost	-	-	-	-	40.20	36.05
Benefits paid	-	-	-	-	(52.58)	(80.00)
Net actuarial gains/(loss) on obligation	-	-	-	-	9.39	52.49
Present value of defined benefits obligation as at 31st March	-	-	116.98	165.32	79.14	75.86

Change in the fair value of plan assets:

Fair value of Plan Assets as at 1st April	-	-	-	-	-	-
Expected return on plan assets	-	-	-	-	-	-
Contribution by Employer	-	-	-	-	-	-
Benefits paid	-	-	-	-	-	-
Actuarial gain/(loss)	-	-	-	-	-	-
Fair value of Plan Assets as at 31st March	-	-	-	-	-	-

(d) **Details of plan assets:** The details of the plan assets (gratuity) at cost are as follows:

(₹ in lakh)

	As on 31-03-2013	As on 31-03-2012
i) State Government securities	418.59	133.50
ii) Central Government securities	367.01	277.01
iii) Corporate Bond/debentures	920.21	980.81
iv) Others	6.85	13.91
	1712.66	1405.23

NOTE 16: OTHER NOTES

(e) **Actuarial assumptions:** Principal assumptions used for actuarial Valuations are:

1. **Long Term Medical Liability**

Period	2012-13	2011-12
Discount rate	8 % per annum	8.50 % per annum
Normal Retirement Age	60 Years	60 Years
Mortality	LIC 94-96 Ultimate	LIC 94-96 Ultimate
Expected rate of return	0	0
Withdrawal rate (Per Annum)	2.00% p.a.	2.00% p.a.

2. **Leave Encashment**

Period	2012-13	2011-12
Discount rate	8.25 % per annum	8.50 % per annum
Salary Growth Rate	5.00 % per annum	5.00 % per annum
Mortality	LIC 94-96 Ultimate	LIC 94-96 Ultimate
Expected rate of return	0	0
Withdrawal rate (Per Annum)	2.00% p.a.	2.00% p.a.

3. **Post Retirement Medical Benefits**

Period	2012-13	2011-12
Discount rate	8.00% per annum	8.50% per annum
Mortality post retirement	LIC a 96-98 annuitants ultimate	LIC a 96-98 annuitants ultimate

4. **Interest guarantee liability PF**

Period	2012-13	2011-12
Discount rate	8.25 % per annum	8.50 % per annum

5. **Gratuity**

Period	2012-13	2011-12
Discount rate	8.25 % per annum	8.50 % per annum
Salary Growth Rate	5.00 % per annum	5.00 % per annum
Mortality	LIC 94-96 Ultimate	LIC 94-96 Ultimate
Expected rate of return	10.25% per annum	9.10% per annum
Withdrawal rate (Per Annum)	2.00% p.a.	2.00% p.a.

6. **Leave Travel Concession**

Period	2012-13	2011-12
Discount rate	8.25 % per annum	8.50 % per annum
Salary Growth Rate	5.00 % per annum	5.00 % per annum
Mortality	LIC 94-96 Ultimate	LIC 94-96 Ultimate
Withdrawal rate (Per Annum)	2.00 % p.a.	2.00 % p.a.



NOTE 16: OTHER NOTES

xix). Segment Information as per Accounting Standard-17:

(a) Primary Segments:

The company is organized on All-India basis into two major operating divisions- EXIM and Domestic. The divisions are the basis on which the company reports its primary segment information. Both EXIM and Domestic divisions of the company are engaged in handling, transportation & warehousing activities.

Segment revenue and expenses directly attributable to EXIM and Domestic segments are allocated to the two segments. Joint revenue and expenses have been allocated on a reasonable basis. Segment assets include all operating assets used by a segment and consist principally of inventories, sundry debtors, cash & bank balances, loans & advances, other current assets and fixed assets net of provisions. Similarly, segment liabilities include all operating liabilities and consist principally of sundry creditors, advance from customers, other liabilities and provisions. Segment assets and liabilities do not, however, include provisions for taxes. Joint assets & liabilities have been allocated to segments on a reasonable basis.

The information about business segments on primary reporting format is as under:

(₹ in Crore)

Particulars	EXIM		Domestic		Un-allocable		Total	
	2012-13	2011-12	2012-13	2011-12	2012-13	2011-12	2012-13	2011-12
REVENUE								
Segment Revenue	3539.78	3265.58	866.20	795.35			4405.98	4060.93
RESULT								
Segment Result	850.82	863.05	84.30	66.49			935.12	929.54
Corporate Expenses					57.67	57.30	57.67	57.30
Operating Profit							877.45	872.24
Interest & other Income					337.08	316.54	337.08	316.54
Income Taxes					273.04	251.61	273.04	251.61
Prior Period Income					0.32	0.02	0.32	0.02
Prior Period Expenses					2.77	7.15	2.77	7.15
Tax adjustments for earlier years (Net)					(0.99)	52.16	(0.99)	52.16
Net Profit							940.03	877.88
Segment Assets	1935.15	1862.15	899.22	630.49			2834.37	2492.64
Unallocated Corporate Assets					4416.30	4004.94	4416.30	4004.94
Total Assets							7250.67	6497.58
Segment Liabilities	326.92	300.66	98.95	89.13			425.87	389.79
Unallocated Corporate Liabilities					6824.80	6107.79	6824.80	6107.79
Total Liabilities							7250.67	6497.58
Capital Expenditure	152.18	134.90	243.37	79.07	108.02	12.37	503.57	226.34
Depreciation	128.70	120.66	41.40	36.68	2.61	1.15	172.71	158.49
Non cash expenses other than depreciation	1.02	0.34	0.07	0.27	0.09	0.87	1.18	1.48

Note(s):

1. Prior period adjustments have not been allocated to any segment.
2. Unallocated Corporate Liabilities include ₹ **6281.13 crore** (previous year: ₹ 5606.43 crore) on account of Shareholders' Funds.

(b) Secondary Segments:

The operations of the Company are mainly confined to the geographical territory of India & there is no reportable secondary segment.

NOTE 16: OTHER NOTES

xx). Related Party Disclosures as per Accounting Standard-18:**a) Joint Ventures:**

1. Star Track Terminals Pvt. Ltd.
2. Albatross Inland Ports Pvt. Ltd.
3. Gateway Terminals India Pvt. Ltd.
4. Himalayan Terminals Pvt. Ltd. (Foreign Joint Venture)
5. HALCON (A business arrangement)
6. India Gateway Terminal Pvt. Ltd.
7. Infinite Logistics Solutions Pvt. Ltd.
8. Hind CONCOR Terminals (Dadri) Pvt. Ltd.
9. Container Gateway Limited
10. Allcargo Logistics Park Pvt. Ltd.
11. CONYK Cartrac Pvt. Ltd.
12. CMA-CGM Logistics Park (Dadri) Pvt. Ltd.

b) Subsidiaries:

Fresh and Healthy Enterprises Ltd. (wholly owned), CONCOR Air Ltd. (wholly owned) and SIIDCUL CONCOR Infra Company Ltd. (partly owned)

c) Key Management Personnel:**Whole Time Directors:**

1. Anil K. Gupta, CMD w.e.f. 5.03.2013 (MD upto 4.03.2013)
2. Shah Nawaz Ali, Director (Domestic) upto 31.01.2013
3. P. Alli Rani, Director (Finance)
4. Harpreet Singh, Director (Projects & Services)
5. Yash Vardhan, Director (IM&O)

Nominated/Independent Directors:

1. K. K. Srivastava, Chairman (upto 05.03.2013)
2. A. S. Upadhyay (upto 18.05.2012)
3. Manoj Akhouri (w.e.f. 14.06.2012)
4. Dr. A. K. Bandyopadhyay
5. Dr. Kausik Gupta
6. Lt. Gen. (Retd.) Arvind Mahajan
7. S. M. Singla (upto 13.05.2011)
8. M. S. Khan (upto 13.05.2011)
9. Sudhir Mathur (w.e.f. 25.09.2012)
10. Pradeep Bhatnagar (w.e.f. 06.03.2013)
11. Deepak Gupta (w.e.f. 06.03.2013)
12. M. P. Shorawala (w.e.f. 06.03.2013)



NOTE 16: OTHER NOTES

d) Transactions relating to parties referred to at (a) & (b) above are: (₹ in lakh)

	Joint ventures		Subsidiaries	
	2012-13	2011-12	2012-13	2011-12
Rent, Maintenance charges, interest & dividend income received/receivable	1008.87	580.52	388.29	322.38
Income from leased assets	-	-	126.74	20.80
Share in the income recognized	(8.51)	(59.48)	-	-
Investment (Net) made during the year	49.00	-	13879.00	-
BG/Bid Bonds for JVs	31785.39	40882.94	1500.00	-
Loans granted/received during the year	-	-	-	1500.00
Balances as on 31st March				
-Security deposit received	204.92	204.92	-	-
-Trade Receivable	19.40	44.55	-	-
-Loans & advances	-	-	4314.58	4314.33
-Interest accrued on loans & advances	-	-	486.45	258.49
-Lease charges recoverable	-	-	147.54	20.80
-Investments	19499.62	19472.59	18717.00	4838.00
-Fixed assets given on lease (At Cost)	-	-	1054.09	1048.34
-Current Liabilities & Provisions	92.57	93.03	-	-

e) Remuneration paid to whole time directors for the year is ₹ 228.51 lakh (previous year ₹ 192.11 lakh) and amount of dues outstanding to the company as on 31st March 2013 are ₹ 4.17 lakh (previous year ₹ 6.37 lakh). Sitting fee paid to nominated/independent directors for the year is ₹ 6.69 lakh (previous year ₹ 6.20 lakh).

xxi). **Leases - Accounting Standard –19:**

1) In respect of assets taken on lease/rent: (₹ in Crore)

	2012-13	2011-12
(a) The future minimum lease payments under non-cancellable operating leases entered into on or after 1st April, 2001 are:		
(i) Not later than one year	0.48	0.52
(ii) Later than one year and not later than 5 years	-	-
(iii) Later than five years	-	-

(b) Lease payments recognized in the accounts are ₹15.43crore (previous year: ₹16.80 crore).

(c) Sub lease recoveries recognized in the accounts are ₹0.46 crore (previous year : ₹ 0.37Crore).

The operating leases are in respect of containers, office premises and accommodation provided to staff. The period of lease arrangements varies from case to case.

2) In respect of assets leased/rented out: (₹ in Crore)

	2012-13	2011-12
(a) The future minimum lease payments under non-cancellable operating leases entered into on or after 1st April, 2001 are:		
(i) Not later than one year	1.27	1.26
(ii) Later than one year and not later than 5 years	5.07	5.05
(iii) Later than five years	2.33	3.58

(b) Lease payments recognized in the accounts are ₹1.27crore (previous year: ₹0.21 crore).

(₹ in Crore)

	2012-13	2011-12
(c) Gross Carrying amount (Buildings, Warehouses and Plant & Machinery)	35.25	35.19
Accumulated Depreciation	8.63	7.37
Depreciation during the year	1.26	3.19

NOTE 16: OTHER NOTES

xxii. **Earning per share (EPS):** The calculation of EPS as per Accounting Standard (AS)-20 is as under:

	2012-13	2011-12
Profit after tax, prior period adjustments & tax adjustments for earlier years as per Profit and Loss Account (₹ in crore)	940.03	877.88
Weighted average number of equity shares of face value ₹ 10/- each	129,982,794	129,982,794
Basic and diluted earning per share (in rupees)	72.32	67.54

xxiii . **Financial Reporting of Interests in Joint Ventures/Subsidiaries – Accounting Standard – 27:**

a) Brief description of Joint Ventures of the Company where investments have been made are:

Particulars	Country of incorporation	(%) Holding
Star Track Terminals Pvt. Ltd.: A Joint venture with Maersk India Pvt. Ltd. for setting up and running a CFS at Dadri, U.P.	India	49
Albatross Inland Ports Pvt. Ltd.: A Joint venture with Transworld group of Companies for CFS at Dadri, U.P.	India	49
Gateway Terminals India Pvt. Ltd.: A Joint Venture with APM Terminals Mauritius Ltd. for third berth at JN Port, Mumbai.	India	26
CMA-CGM Logistics Park (Dadri) Pvt. Ltd.: A joint venture with “Ameya Logistics Pvt. Ltd.” for CFS at Dadri, U.P.	India	49
Himalayan Terminals Pvt. Ltd.: A joint venture with Nepalese Enterprises (Interstate Multimodal Transport Pvt. Ltd. of Nepal & Nepal Transit & Warehouse Co. Ltd.) & Transworld group of companies for management and operation of rail container terminal at Birgunj (Nepal).	Nepal	40
HALCON: A business arrangement with Hindustan Aeronautics Ltd. for operating an air cargo complex & ICD at Ozar airport, Nasik.	India	50
India Gateway Terminal Pvt. Ltd.: A joint venture with Dubai Port International (DPI) for setting up and managing Container Terminals at Cochin.	India	15
#Hind CONCOR Terminals (Dadri) Pvt. Ltd.: A Joint Venture with Hind Terminals Pvt. Ltd. for CFS at Dadri, U.P.	India	49
Infinite Logistics Solutions Pvt. Ltd.: A Joint Venture with Transport Corporation of India Ltd. to establish logistics freight terminals and provide integrated logistics services across the country.	India	49
Container Gateway Ltd.: A Joint Venture with Gateway Rail Freight Ltd. for operations of existing rail/road container terminal at Garhi Harsaru, Gurgaon (Haryana)	India	49
Allcargo Logistics Park Pvt. Ltd.: A joint Venture with Allcargo Global Logistics Ltd. for setting up and running CFS at Dadri.	India	49
#CONYK Cartrac Pvt. Ltd.: A Joint Venture with NYK Auto Logistics (India) Ltd. for setting up & dealing in business of developing Completely Built up Unit (CBU) Vehicle Logistics.	India	50
SIIDCUL CONCOR Infra Company Ltd.: A Joint Venture with SIIDCUL (State Infrastructure & Industrial Development Corporation of Uttarakhand).	India	74

The voluntary winding up of the Joint Venture Company is under process.



NOTE 16: OTHER NOTES

- b) Company's share of assets, liabilities, income, expenditure, contingent liabilities & capital commitments in the Joint Ventures, to the extent of information available, is as follows:

(₹ in lakh)

	Assets	Liabilities	Income	Expenditure	Contingent Liabilities & Capital Commitments
*Star Track Terminal Pvt. Ltd.	1150.18 (1144.04)	254.08 (253.35)	1115.23 (912.63)	939.61 (826.33)	400.61 (3781.41)
Albatross Inland Ports Pvt. Ltd.	2533.84 (2189.36)	938.70 (1179.68)	2905.46 (2436.39)	2320.01 (2055.68)	- (6475.63)
Gateway Terminals India Pvt. Ltd.	30371.06 (28427.52)	23140.82 (18174.48)	7199.00 (10283.38)	10231.83 (9796.83)	- (23407.18)
#Himalayan Terminals Pvt. Ltd	239.75 (335.59)	89.93 (259.44)	674.91 (600.11)	623.50 (510.99)	- -
CMA -CGM Logistics Park (Dadri) Pvt. Ltd.	1063.30 (857.82)	151.85 (216.93)	1326.13 (1052.72)	998.62 (880.10)	- (348.39)
HALCON	442.14 (344.74)	37.35 (26.02)	176.85 (107.87)	86.42 (116.38)	- -
India Gateway Terminal Pvt. Ltd.	13769.58 (14774.18)	13307.90 (12773.21)	2406.15 (2263.62)	3945.43 (4109.70)	- (1167.47)
Hind CONCOR terminals Pvt. Ltd.	85.87 (85.96)	0.12 (0.21)	- -	- -	- -
Infinite Logistics Solutions Pvt. Ltd.	180.94 (75.96)	69.77 (15.78)	863.87 (109.30)	861.88 (125.68)	- -
Allcargo Logistics Park Pvt. Ltd.	1063.53 (1042.30)	877.15 (801.76)	610.05 (83.64)	664.22 (214.71)	- (2322.65)
##CONYK Cartrac Pvt. Ltd.	165.27 (179.09)	9.73 (12.86)	- (152.11)	- (160.34)	- -
Container Gateway Ltd.	6.15 (6.08)	1.25 (1.18)	- -	- -	0.20 (0.78)

In the above statement:

- Previous year figures in brackets are audited.
- Current year figures are un-audited.
- * Accounts for current year are upto 31.12.2012.
- # Previous year figures are audited for year ended 16th July, 2012.
- ## Accounts for current year are upto 18.07.2012.

- c) Accounts for current year of SIIDCUL CONCOR Infra Company Ltd. not available as the first financial year of the company will be from the date of its incorporation i.e. 21.03.2013 to 31.03.2014 as per its BOD resolution dated 23.03.2013.

xxiv). In the opinion of the management, during the year there are no indications that impairment of any asset has taken place. Accordingly, no provision for impairment of assets is required as per Accounting Standard 28.

xxv). Pending issuance of notification under Section 441A of the Companies Act, 1956, no provision has been made towards cess on the turnover of the company.

NOTE 16: OTHER NOTES

xxvi). As per Accounting Standard 29, the particulars of provisions are as under:

(₹ in Crore)

	2012-13				2011-12			
	Property Tax	Rent to Railway	Gratuity, Leave encashment & Pension	Salary Arrears & PLI	Property Tax	Rent to Railway	Gratuity, Leave encashment & Pension	Salary Arrears & PLI
Opening balance	5.13	1.15	34.26	13.00	5.37	1.38	26.22	8.67
Add: Adjustment in opening balance	-	-	-	-	(0.87)	-	(0.36)	-
Addition during the year	4.38	1.24	16.66	8.29	2.49	0.25	12.21	14.22
Amount used /incurred	1.82	0.23	4.50	12.45	1.86	0.22	3.81	9.69
Unused amount reversed during the year	0.01	-	0.05	0.49	-	0.26	-	0.20
Closing Balance	7.68	2.16	46.37	8.35	5.13	1.15	34.26	13.00

The above provisions are in the nature of statutory liabilities and liabilities on account of terms of employment, etc. The timing of payment for the same would be: **gratuity**-in accordance with payment of gratuity Act, **leave encashment**-as per company's policy, **property tax and rent to railways**- normally on demand. There is a certainty about these payments in future and no reimbursement is expected against any of the above.

xxvii). The disclosure, in terms of clause 32 of the listing agreement is as under:

a) Loan to wholly owned subsidiary, M/s Fresh & Healthy Enterprises Ltd. (FHEL): ₹ **43.14 crore** (previous year: ₹ 43.14 crore). Maximum amount outstanding during the year is ₹ **43.14 crore** (previous year: ₹ 43.14 crore).

b) Other Loans and advances:

(₹ in Crore)

Name	Repayment beyond seven years				Rate of interest is below Section 372A of the Companies Act, 1956			
	Amount outstanding as on 31 st March, 2013		Maximum amount outstanding during FY 2012-13		Amount outstanding as on 31 st March, 2013		Maximum amount outstanding during FY 2012-13	
Miscellaneous staff loans*	28.05	24.70	29.05	25.58	29.64	26.66	30.56	39.40
FHEL **	-	-	-	-	43.14	43.14	43.14	43.14

* The list being too long, names are not specified.

** Wholly owned subsidiary

xxviii) a) Unless otherwise stated, the figures are in rupees crore.

b) Previous year's figures have been recast/regrouped/rearranged wherever considered necessary to conform to this year's classification.



INDEPENDENT AUDITORS' REPORT

To the Members of
Container Corporation of India Limited

1. We have audited the accompanying Financial Statements of **Container Corporation of India Limited** ("the company") which comprises of the Balance Sheet as at 31st March, 2013, and the Statement of Profit & Loss and also the Cash Flow Statement of the company for the year ended on that date and summary of Significant Accounting policies and other explanatory information annexed thereto, in which are incorporated the accounts of six regions audited by respective branch auditors appointed by the Comptroller and Auditor General of India, relied upon by us and the accounts of Northern Region, North Central Region and Corporate Office, New Delhi audited by us.

2. **Management's Responsibility for the Financial Statements**

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 ("the Act"). This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

3. **Auditor's Responsibility**

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

4. **Opinion**

In our opinion and to the best of our information and according to the explanations given to us, the said accounts, read together with Significant Accounting Policies and Notes on Accounts, give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India-

- (a) in the case of the Balance Sheet, of the state of affairs of the company as at March 31, 2013;
- (b) in the case of the Statement of Profit and Loss, of the PROFIT for the year ended on that date; and
- (c) In the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

5. **Emphasis of Matter**

Refer Foot Note no. 2 of NOTE 5 "Fixed Assets" - Sale/Lease Deeds in respect of Land & Buildings valuing Rs.102.94 Crore are yet to be executed in favour of the company. Our opinion is not qualified in respect of this matter.

6. **Report on Other Legal and Regulatory Requirements**

- 6.1 As required by the Companies (Auditor's Report) order, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the order.

INDEPENDENT AUDITORS' REPORT

6.2 As required by section 227(3) of the Act, we report that:

- a. we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
- b. in our opinion proper books of accounts as required by law have been kept by the company so far as appears from our examination of those books and proper returns adequate for the purpose of our audit have been received from the branch auditors in respect of regions not audited by us;
- c. The reports of the branch auditors on the accounts of regions audited by them have been received and considered by us in preparing this report after making such adjustments, as we considered necessary.
- d. The Balance Sheet, Statement of Profit & Loss and Cash Flow Statement dealt with by this report are in agreement with the books of account and with the returns received from regions audited by branch auditors.
- e. In our opinion, the Balance Sheet, Statement of Profit & Loss and Cash Flow Statement dealt with by this report comply with Accounting Standards referred to in sub-section (3C) of Section 211 of the Companies Act, 1956.
- f. In terms of Department of Company Affairs GSR 829 (E) dated 21st October 2003, Government Companies are exempt from applicability of provisions of Section 274 (1) (g) of the Companies Act, 1956.
- g. Since the Central Government has not issued any notification as to the rate at which the cess is to be paid under section 441A OF THE Companies Act, 1956 nor has it issued any Rules under the said section, prescribing the manner in which such cess is to be paid, no cess is due and payable by the Company.

For KUMAR CHOPRA & ASSOCIATES
Chartered Accountants
FRN: 000131N

(Sunil Jain)

Place: New Delhi

Partner
Date: 25/05/2013
(M.No. 80990)



INDEPENDENT AUDITORS' REPORT

ANNEXURE REFERRED TO IN PARAGRAPH 6.1 OF OUR REPORT OF EVEN DATE ON THE ACCOUNTS OF CONTAINER CORPORATION OF INDIA LIMITED FOR THE YEAR ENDED 31st MARCH, 2013.

- (i) (a) The Company has generally maintained proper records showing full particulars, including quantitative details and situation of its fixed assets.
- (b) As per the information and explanations given to us, fixed assets have been physically verified by the management during the year in phased manner, which in our opinion, is reasonable having regards to the size of the company and nature of Fixed Asset. The discrepancies noticed on such verification were not material.
- (c) The company has disposed/written off some of its fixed assets during the year. However, in our opinion this has not affected the going concern status of the company.
- (ii) (a) The inventory of the company consisting of stores and spare parts has been physically verified by the management on test check basis. In our opinion, the frequency of verification is reasonable.
- (b) The procedures of physical verification of inventories followed by the management are generally reasonable and adequate in relation to the size of the company and the nature of its business.
- (c) The company is maintaining proper records of inventory. The discrepancies noticed on verification between the physical stocks and the book records were not material.
- (iii) (a) According to the information and explanations given to us, the company has not granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956.
- (b) Not applicable in view of para (a) above.
- (c) Not applicable in view of para (a) above.
- (d) Not applicable in view of para (a) above.
- (e) The company has not taken any loans, secured or unsecured from companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956.
- (f) Not applicable in view of para (e) above.
- (g) Not applicable in view of para (e) above.
- (iv) In our opinion and according to the information and explanations given to us, there are adequate internal control systems commensurate with the size of the company and the nature of its business with regard to the purchase of stores and spare parts, fixed assets and for rendering services.
- (v) (a) According to the information and explanations given to us, we are of the opinion that there are no contracts or arrangements that need to be entered into the register maintained under section 301 of the Companies Act, 1956.
- (b) Not applicable in view of para (a) above.
- (vi) The company has not accepted any deposits from the public in terms of section 58A and 58AA and other relevant provisions of the Companies Act, 1956.
- (vii) In our opinion, the company has an internal audit system, which is generally commensurate with the size and nature of its business.
- (viii) As informed to us, the Central Government has not prescribed maintenance of cost records under section 209 (1) (d) of the Companies Act, 1956, in respect of the business of the company.

INDEPENDENT AUDITORS' REPORT

- (ix) (a) The company is generally regular in depositing with appropriate authorities undisputed statutory dues including provident fund, investor education and protection fund, employee's state insurance, income tax, sales tax, wealth tax, service tax, custom duty, excise duty, cess and other material statutory dues applicable to it. According to the information and explanations given to us, *the undisputed amounts payable in respect of outstanding statutory dues that were in arrears, as at 31st March, 2013 for a period of more than six months from the date they became payable are given below:*

Name of the Statute	Nature of the Dues	Amnt. (Rs. in Crore)	Period to which the amount Relates
Customs Act, 1962	Custom Duty (Auction) (Northern Region)	1.37	1997-98 Rs. 1.08 cr. 2003-04 Rs. 29.58lac.
Custom Act 1962	Custom Duty Auction(WR)	0.1	2006-07
Service Tax	Service tax & Penalty	1.60	April 2004 to June 2008

- (b) According to the information & explanations given to us, *dues of income tax, sales tax, wealth tax, service tax, customs duty, excise duty and cess that have not been deposited on account of any dispute are given below:*

Forum where dispute pending	Nature of the Dues	Amt (Rs. in Cr.)	Period to which the amount relates
CESTAT	Service Tax Finance Act 1994	0.01	01 st May 2003 to 16 th July 2003
CCE(Appeals)	Service Tax Finance Act 1994	0.01	January 2004 to March 2004
Appellate authority VAT	Penalty u/s 86(19) of DVAT Delhi	0.33	14 th December 2005
Appellate authority VAT Delhi	Sales Tax (NR) Delhi Sales tax act	0.08	Year 2000-01
Appellate authority VAT Delhi	Delhi VAT Act	0.23	Year 2008-09
Dist. Court Kanpur	Water Tax -Jal Sansthan Kanpur	0.69	2000-01 to date
Commissioner of Income Tax (Appeals), Ghaziabad	Income Tax Act, 1961	2.18	Years 2007-08, 2008-09, 2009-10
<u>Disputed but Deposited/ adjusted against Refunds:</u>			
Appeal before ITAT	Income Tax Act 1961	74.13	AY 2006-07 to 2009-10
Appeal before CIT (A)	Income Tax Act 1961	121.08	AY 2010-11
Appeal before CIT (A)	Income Tax Act 1961	3.28	AY 2007-08
SLP of Deptt. Before the HON. SC	Income Tax Act 1961	26.93	AY 2003-04 to 2005-06
Dept appeal Before the HON. ITAT	Income Tax Act 1961	41.94	AY 2006-07 and 2007-08
Deptt. Appeal before ITAT	Income Tax Act 1961	155.06	AY 2006-07 and 2007-08
Deptt. Appeal before ITAT	Income Tax Act 1961	112.52	AY 2009-10
Deptt. Appeal before ITAT	Income Tax Act 1961	0.81	AY 2004-05



INDEPENDENT AUDITORS' REPORT

- (x) The company has neither accumulated losses as at the end of the financial year nor has incurred any cash losses during the financial year covered by our audit and also in the immediately preceding financial year.
- (xi) The company has not defaulted in repayment of dues to financial institution or banks. The company has not issued any debentures.
- (xii) The company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- (xiii) In our opinion, the company is not a chit fund or a nidhi mutual benefit fund/society.
- (xiv) In our opinion and according to the information and explanations given to us, the company is not dealing in shares, securities and other investments. The investments in the shares of joint ventures & subsidiary company are held by the company in its own name and are not traded.
- (xv) The company has given counter indemnity to bank(s) in connection with loans raised by the joint venture company (Gateway Terminals India Pvt. Ltd.) including interest outstanding thereon. As at 31st March, 2013, the amount of such counter indemnity works out to Rs.316.72 crore. In our opinion, the terms and conditions thereof are not prima-facie prejudicial to the interests of the company.
- (xvi) The company has not taken any term loans during the year.
- (xvii) As the company has not raised any funds on short-term basis, this clause is not applicable.
- (xviii) The company has not made any preferential allotment of shares to parties or companies covered in the register maintained under section 301 of the Companies Act, 1956.
- (xix) The company has not issued any debentures during the year.
- (xx) As the company has not raised money by public issues during the year, this clause is not applicable.
- (xxi) As per the information and explanations given to us, no fraud on or by the company has been noticed or reported during the year.

For KUMAR CHOPRA & ASSOCIATES
Chartered Accountants(Firm Regn.No:000131N)

CA. Sunil Jain (Partner)
M. No. 080990

Place: New Delhi
Date: 25/05/2013

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2013

	2012-2013	(₹ in Crore) 2011-2012
A CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit Before Tax and Extraordinary Items	1,212.08	1,181.65
Adjustment for :-		
Depreciation/Amortisation	172.71	158.49
Interest & Dividend Income	(304.53)	(262.06)
Provision for doubtful debts/advances/stores/investments	0.04	1.13
Fixed Assets Written Off	0.93	-
Loss (Net) on Sale of fixed assets	(0.25)	0.21
Operating Profit Before Working Capital Changes	1,080.98	1,079.42
Adjustment for :-		
Trade & Other Receivables	16.74	(154.95)
Inventories	(3.76)	(1.91)
Trade Payable & Provisions	39.41	81.23
Cash Generated from Operations	1,133.37	1,003.79
Direct Taxes paid	(213.80)	(199.81)
Net Cash from Operating Activities (A)	919.57	803.98
B CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Fixed Assets	(506.10)	(230.35)
Sale of Fixed Assets	4.70	0.96
Govt. grant received & utilized for acquisition of fixed assets	1.60	4.01
Capital Work-in-Progress	(84.13)	(8.22)
Intangible assets under development	-	0.36
Purchase of Investment	(189.28)	(50.00)
Interest, Dividend & Other Income	269.18	194.24
Advances/loans - Subsidiary	-	(15.00)
Net Cash used in Investing Activities (B)	(504.03)	(104.00)
C CASH FLOW FROM FINANCING ACTIVITIES		
Dividend paid (including tax on dividend)	(256.82)	(234.16)
Net Cash from Financing Activities (C)	(256.82)	(234.16)
Net Change in Cash & Bank Balances (A+B+C)	158.72	465.82
OPENING BALANCE OF CASH & BANK BALANCES	2,761.50	2,295.68
CLOSING BALANCE OF CASH & BANK BALANCES	2,920.22	2,761.50

NOTES:

- (1) Previous year's figures have been re-grouped/rearranged/recast, wherever considered necessary to conform to this year's classification.
 (2) Cash and Bank Balances included in the cash flow statement comprise the following:

	2012-13	2011-12
CASH AND BANK BALANCES		
Cash & Cash Equivalents		
Cash on Hand (Including Imprest)	0.20	0.20
Cheques in hand	13.97	115.46
Bank Balances		
- in Current Accounts	68.04	45.87
- in Deposits with original maturity upto 3 months	1,004.00	741.67
Other Bank Balances		
Bank Deposits		
- With original maturity of more than 3 months and upto 12 months	1,789.73	1,829.04
- With original maturity of more than 12 months	-	-
Earmarked Bank Balances		
- Unpaid dividend bank account	0.12	0.11
Bank Balances held as margin money or as security against:		
- Guarantees	19.16	4.15
- Letters of Credit	25.00	25.00
	2,920.22	2,761.50

(HARISH CHANDRA)
GGM (F) & CS

(P. ALLI RANI)
DIRECTOR(FINANCE)

(ANIL KUMAR GUPTA)
CHAIRMAN &
MANAGING DIRECTOR

As per our report of even date
For Kumar Chopra & Associates
Chartered Accountants

Place: New Delhi
Dated: 25th May, 2013

(Sunil Jain)
Partner



CONSOLIDATED FINANCIAL STATEMENTS

BALANCE SHEET AS AT 31ST MARCH 2013

		(₹ in Crore)	
PARTICULARS	NOTE NO.	AS AT 31.03.2013	AS AT 31.03.2012
I EQUITY AND LIABILITIES			
(1) Shareholders' funds			
(a) Share capital	1	129.98	129.98
(b) Reserves and surplus	2	6,090.49	5,425.21
		6,220.47	5,555.19
(2) Non-current liabilities	3		
(a) Long Term Borrowings		-	23.40
(b) Deferred tax liabilities (Net)		274.25	243.78
(c) Other Long term liabilities		12.55	21.64
(d) Long-term provisions		28.29	23.26
		315.09	312.08
(3) Current Liabilities:	4		
(a) Short Term Borrowings		38.46	28.45
(b) Trade payables		166.55	122.21
(c) Other current liabilities		321.72	335.88
(d) Short-term provisions		170.95	154.03
		697.68	640.57
TOTAL		7,233.24	6,507.84
II. ASSETS			
(1) Non-current assets			
(a) Fixed assets	5		
(i) Tangible assets		2,734.39	2,416.78
(ii) Intangible assets		48.96	42.01
(iii) Capital work-in-progress		188.33	104.09
(iv) Intangible assets under development		0.05	0.05
(b) Non-current investments	6	368.99	244.72
(c) Long-term loans and advances	7	369.33	393.38
(d) Other non-current assets	8	12.79	12.04
		3,722.84	3,213.07
(2) Current assets	9		
(a) Inventories		54.88	35.99
(b) Trade receivables		28.49	30.28
(c) Cash and bank balances		2,945.95	2,757.57
(d) Short-term loans and advances		372.14	365.47
(e) Other current assets		108.94	105.46
		3,510.40	3,294.77
TOTAL		7,233.24	6,507.84
Significant Accounting Policies	15		
Other Notes	16		

Notes 1 to 16 form an integral part of the accounts

(HARISH CHANDRA)
GGM (F) & COMPANY SECRETARY

(P. ALLI RANI)
DIRECTOR(FINANCE)

(ANIL KUMAR GUPTA)
CHAIRMAN &
MANAGING DIRECTOR

As per our report of even date
For Kumar Chopra & Associates
Chartered Accountants

Dated: 25th May, 2013
Place: New Delhi

(Sunil Jain)
Partner

CONSOLIDATED FINANCIAL STATEMENTS

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH 2013

(₹ in Crore)			
PARTICULARS	NOTE NO.	YEAR ENDED 31.03.2013	YEAR ENDED 31.03.2012
I. Revenue from operations	10	4,444.99	4,100.85
II. Other income	11	332.57	313.50
III. Total Revenue (I + II)		4,777.56	4,414.35
IV. Expenses:			
Terminal & Other Service Charges	12	3,089.13	2,812.45
Employee benefits expense	13	109.26	101.76
Finance Costs		3.04	5.04
Depreciation and amortization expense		176.32	162.10
Other expenses	14	197.12	163.76
Total expenses		3,574.87	3,245.11
V. Profit before exceptional and extraordinary items and tax (III-IV)		1,202.69	1,169.24
VI. Exceptional items		-	-
VII. Profit before extraordinary items and tax (V - VI)		1,202.69	1,169.24
VIII. Extraordinary Items		-	-
IX. Profit before tax (VII- VIII)		1,202.69	1,169.24
X Tax expense:			
(1) Current tax		241.60	236.39
(2) Deferred tax		31.47	15.22
(3) Tax adjustment for earlier years(Net)		(0.99)	51.97
XI Profit (Loss) for the period from continuing operations (IX-X)		930.61	865.66
XII Profit/(loss) from discontinuing operations		-	-
XIII Tax expense of discontinuing operations		-	-
XIV Profit/(loss) from Discontinuing operations (after tax) (XII-XIII)		-	-
XV Profit (Loss) for the period (XI + XIV)		930.61	865.66
XVI Earnings per equity share (₹):			
(1) Basic		71.60	66.60
(2) Diluted		71.60	66.60
Significant Accounting Policies	15		
Other Notes	16		

Notes 1 to 16 form an integral part of the accounts

(HARISH CHANDRA)
GGM (FIN) & COMPANY SECRETARY

(P. ALLI RANI)
DIRECTOR(FINANCE)

(ANIL KUMAR GUPTA)
CHAIRMAN &
MANAGING DIRECTOR

As per our report of even date
For Kumar Chopra & Associates
Chartered Accountants

Dated: 25th May, 2013
Place: New Delhi

(Sunil Jain)
Partner



CONSOLIDATED FINANCIAL STATEMENTS

NOTE 1: SHARE CAPITAL

	AS AT 31.03.2013	(₹ in Crore) AS AT 31.03.2012
AUTHORISED SHARE CAPITAL		
200,000,000 equity shares of ₹10 each	200.00	200.00
	<u>200.00</u>	<u>200.00</u>
ISSUED, SUBSCRIBED AND PAID-UP SHARE CAPITAL		
12,99,82,794 equity shares of ₹ 10 each fully paid up {*}	129.98	129.98
	<u>129.98</u>	<u>129.98</u>

{*} Includes:

- (a) 6,49,91,397 equity shares issued as fully paid up Bonus Shares by Capitalising General Reserves.
(b) Shares held by shareholders holding more than 5% shares

Name of the shareholder	Number of shares held in the company		Percentage of shares held in the company	
	2013	2012	2013	2012
Govt. of India	81999802	81999802	63.09%	63.09%
Aberdeen Global Indian Equity Fund- Mauritius Limited	6518191	4433575	5.01%	3.41%

NOTE 2: RESERVES & SURPLUS

	AS AT 31.03.2013	(₹ in Crore) AS AT 31.03.2012
GENERAL RESERVE		
Opening Balance	634.33	546.54
Add: Transfer from Profit & Loss Account	<u>94.00</u>	<u>728.33</u>
		<u>87.79</u>
		634.33
STATEMENT OF PROFIT AND LOSS		
Opening Balance	4,790.88	4,262.27
Add: Profit during the Year	930.61	865.66
Less: Interim Dividend (Including Dividend Distribution Tax of ₹ 16.87 crore; PY ₹ 15.81 crore)	120.86	113.30
Less: Proposed Dividend (Including Dividend Distribution Tax of ₹ 20.99 crore; PY ₹ 18.98 crore)	144.47	135.96
Less: Transfer to General Reserve	<u>94.00</u>	<u>87.79</u>
	<u>5,362.16</u>	<u>4,790.88</u>
TOTAL	6,090.49	5,425.21

The Company declared an interim dividend of ₹ 8.00 (PY ₹ 7.50) and final dividend of ₹ 9.50 (PY ₹ 9.00) per equity share during the year.

CONSOLIDATED FINANCIAL STATEMENTS

NOTE 3 : NON CURRENT LIABILITIES

	AS AT 31.03.2013	(₹ in Crore) AS AT 31.03.2012
LONG TERM BORROWINGS		
Term Loan from Axis Bank Ltd. (Secured against first charge on the present and future fixed assets (movable & immovable) of the company & second charge on the present and future assets of the company)	-	23.40
DEFERRED TAX LIABILITIES (NET) (*)	274.25	243.78
OTHER LONG TERM LIABILITIES	12.55	21.64
LONG-TERM PROVISIONS		
Provision for Employee's Benefits	<u>28.29</u>	<u>23.26</u>
TOTAL	<u>315.09</u>	<u>312.08</u>

(*) **Disclosure as per AS-22 (Accounting for Taxes on Income):**
Components of Deferred Tax Asset and Liability:

	2012-13	2011-12
i. Deferred Tax Liability:		
Difference between book and tax depreciation	<u>296.38</u>	<u>261.62</u>
	<u>296.38</u>	<u>261.62</u>
ii. Deferred tax asset:		
Expenditure covered by section 43B	<u>12.28</u>	<u>10.19</u>
Provision for doubtful advances/debts/stores	<u>1.68</u>	<u>1.59</u>
Others	<u>8.17</u>	<u>6.06</u>
	<u>22.13</u>	<u>17.84</u>
iii. Net deferred tax liability [i-ii]	<u>274.25</u>	<u>243.78</u>

NOTE 4: CURRENT LIABILITIES

	AS AT 31.03.2013	(₹ in Crore) AS AT 31.03.2012
SHORT TERM BORROWINGS		
Loans Repayable on Demand from Banks (Secured against hypothecation of all current assets both present and future)	38.46	28.45
TRADE PAYABLES		
- Micro & Small Enterprises (*)	-	-
- Others	<u>166.55</u>	<u>122.21</u>
OTHER CURRENT LIABILITIES		
Current Maturities of Long Term Debt	-	6.24
Interest Accrued & Due on Borrowings	<u>0.27</u>	<u>0.55</u>
Advances/Deposits from Customers	<u>109.49</u>	<u>112.23</u>
Unclaimed Dividend (**)	<u>0.12</u>	<u>0.12</u>
Book Overdraft in current accounts with banks	<u>10.11</u>	<u>33.92</u>
Micro & Small Enterprises	<u>2.30</u>	<u>-</u>
Others	<u>199.43</u>	<u>182.82</u>
SHORT-TERM PROVISIONS		
Proposed Final Dividend	<u>123.48</u>	<u>116.98</u>
Corporate Dividend Tax	<u>20.99</u>	<u>18.98</u>
Provision for Employee's Benefits	<u>23.82</u>	<u>15.89</u>
Corporate Social Responsibility	<u>2.66</u>	<u>2.18</u>
TOTAL	<u>697.68</u>	<u>640.57</u>

(*) The Company has not received any intimation from the trade suppliers regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 as at the Balance Sheet date and therefore no such disclosures under the said Act have been made.

(**) An amount of ₹ 96,696.00 (PY: ₹ 30,446.50) has been deposited in the Investor Education & Protection Fund.



CONSOLIDATED FINANCIAL STATEMENTS

NOTE 5: FIXED ASSETS

(₹ in Crore)

	GROSS BLOCK				DEPRECIATION/AMORTISATION				NET BLOCK	
Description	As at 01.04.2012	Additions during the Year	Sale/ Adjustments during the year	As at 31.03.2013	As At 01.04.2012	For the Year	On Sale/ Adjustments	As at 31.03.2013	As at 31.03.2013	As at 31.03.2012
	(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)=(4)-(8)	(10)=(1)-(5)
Tangible Assets										
1. Land										
-Owned	23.29	0.12	-	23.41	-	-	-	-	23.41	23.29
-Leasehold	135.49	102.45	-	237.94	19.08	2.73	-	21.81	216.13	116.41
-Leasehold (Leased Out)	5.83	-	-	5.83	1.75	0.19	-	1.94	3.89	4.08
2. Buildings										
-Owned	32.35	0.02	0.11	32.26	3.62	0.86	-	4.48	27.78	28.73
-Leasehold	701.58	46.27	1.66	746.19	174.12	22.72	0.33	196.51	549.68	527.46
3. Plant & Equipment										
-Plant & Machinery	2,212.41	252.76	2.24	2,462.93	727.69	120.35	(0.02)	848.06	1,614.87	1,484.72
-Plastic Bins	27.35	0.06	-	27.41	3.72	1.31	-	5.03	22.38	23.63
-Containers	124.55	71.43	1.36	194.62	35.29	7.98	1.10	42.17	152.45	89.26
4. Furniture & Fixture										
-Electrical Fittings	56.17	1.89	0.33	57.73	37.36	3.68	0.25	40.79	16.94	18.81
-Furniture & Fixtures	11.54	0.46	0.01	11.99	7.02	0.54	0.01	7.55	4.44	4.52
5. Vehicles	0.62	-	-	0.62	0.44	0.02	-	0.46	0.16	0.18
6. Office Equipments										
-Computers	57.70	15.92	6.35	67.27	36.15	6.13	5.99	36.29	30.98	21.55
-Telephone System	1.66	0.03	-	1.69	0.87	0.07	-	0.94	0.75	0.79
-Office Equipment	10.25	0.92	0.20	10.97	3.68	0.53	0.08	4.13	6.84	6.57
-Air Conditioner	6.00	0.38	0.17	6.21	2.00	0.29	0.10	2.19	4.02	4.00
7. Others										
-Railway Siding	85.74	0.85	(0.15)	86.74	22.96	4.11	-	27.07	59.67	62.78
-Capital Expenditure	19.79	-	-	19.79	19.79	-	-	19.79	-	-
Sub-total	3,512.32	493.56	12.28	3,993.60	1,095.54	171.51	7.84	1,259.21	2,734.39	2,416.78
Intangible Assets										
1. Computer Software	23.23	9.05	0.64	31.64	18.13	2.30	0.63	19.80	11.84	5.10
2. Registration Fee	50.00	1.00	-	51.00	13.09	2.51	-	15.60	35.40	36.91
3. Terminal Rights	-	1.72	-	1.72	-	-	-	-	1.72	-
Sub-total	73.23	11.77	0.64	84.36	31.22	4.81	0.63	35.40	48.96	42.01
Total	3,585.55	505.33	12.92	4,077.96	1,126.76	176.32	8.47	1,294.61	2,783.35	2,458.79
Capital work-in-progress									188.33	104.09
Intangible assets under development									0.05	0.05
Grand Total									2,971.73	2,562.93
Previous Year	3367.84	226.42	8.71	3585.55	972.20	162.10	7.54	1126.76	2458.79	2395.64

- Note :** 1) Gross Block of Plant & Machinery and Containers include ₹ 1.92crore (Previous Year ₹ 1.92crore) and ₹ 1.22 crore (Previous Year ₹ 0.10 crore) respectively for items retired from active use due to obsolescence/condemnation.
- 2) Gross Block of Land and Buildings include assets valuing ₹ 102.94 crore (Previous Year ₹ 1.45 crore) in respect of which sale/lease deeds are yet to be executed.
- 3) Registration fee paid for running of container trains and private freight terminals is amortized in excess of ten years so as to correspond with the validity period of licence under the respective agreements.

CONSOLIDATED FINANCIAL STATEMENTS

Note 6 : NON-CURRENT INVESTMENTS

	(₹ in Crore)	
	AS AT 31.03.2013	AS AT 31.03.2012
(A) TRADE INVESTMENTS AT COST (UNQUOTED)		
I. IN BUSINESS ARRANGEMENTS		
With Hindustan Aeronautics Ltd. by the name of "HALCON".	3.19	3.19
	3.19	3.19
II. EQUITY INSTRUMENTS		
a) In Shares of Joint Ventures		
4,706,695 Equity shares of ₹10/- each fully paid up in Star Track Terminals Pvt. Ltd.	4.71	4.71
(P.Y. 4,706,695)		
5,383,630 Equity shares of ₹10/- each fully paid up in Albatross Inland Ports Pvt. Ltd.	5.38	5.38
(P.Y. 5,383,630)		
117,780,000 Equity shares of ₹ 10/- each fully paid up in Gateway Terminals India Pvt. Ltd.	117.78	117.78
(P.Y.117,780,000)		
2,048,200 Equity shares of ₹10/- each fully paid up in CMA-CGM Logistics Park (Dadri) Pvt. Ltd.	2.05	2.05
(P.Y. 2,048,200)		
54,600,000 Equity shares of ₹ 10/- each fully paid up in India Gateway Terminal Pvt. Ltd.	54.60	54.60
(P.Y. 54,600,000)		
1,470,000 Equity shares of ₹ 10/- each fully paid up in Infinite Logistics Solutions Pvt. Ltd.	1.47	0.98
(P.Y. 980,000)		
857,500 Equity shares of ₹ 10/- each fully paid up in Hind CONCOR Terminals (Dadri) Pvt. Ltd.	0.86	0.86
(P.Y. 857,500)		
49,000 Equity shares of ₹ 10/- each fully paid up in Container Gateway Limited	0.05	0.05
(P.Y.49,000)		
3,716,160 Equity shares of ₹ 10/- each fully paid up in Allcargo Logistics Park Pvt. Ltd.	3.71	3.71
(P.Y.3,716,160)		
1,775,000 Equity shares of ₹ 10/- each fully paid up in CONYK Cartrac Pvt. Ltd.	1.77	1.77
(P.Y.1,775,000)		
Less: Allowance for Diminution in Value of Investments in Hind CONCOR Terminals (Dadri) Pvt. Ltd.	(0.86)	(0.86)
Allowance for Diminution in Value of Investments in CONYK Cartrac Pvt. Ltd.	(0.22)	-
	191.30	191.03
b) In Shares of Foreign Joint Venture		
80,000 Equity shares of Nepalese Rupiah 100/- (Equivalent INR 62.50) each fully paid up in Himalayan Terminals Pvt. Ltd., Nepal	0.50	0.50
(P.Y.80,000)		
	0.50	0.50
c) In Shares of Indian Subsidiary		
74,000 Equity shares of ₹10/- each fully paid up in CONCOR SIIDCUL Infra Company Ltd.	0.07	
(P.Y. NIL)		
Share application money pending allotment for 7,39,26,000 Equity Shares (PY NIL) of ₹10/- each in SIIDCUL CONCOR Infra Company Ltd.	73.93	-
	74.00	-
TOTAL (A)	268.99	194.72
(B) OTHER INVESTMENTS		
BONDS AT COST (QUOTED)		
5,000 IRFC Secured, Tax Free, Redeemable, Non-convertible, Non-Cumulative Railway Bonds in the nature of promissory notes-79th Series of ₹ 1,00,000/- each	50.00	50.00
(P.Y.5,000)		
500,000 IRFC Tax Free, Secured, Redeemable, Non-convertible Bonds in the nature of debentures of ₹ 1,000/- each	50.00	-
(P.Y. NIL)		
Total (B)	100.00	50.00
Total (A+B)	368.99	244.72
Notes:		
1. Market value of quoted investments (Quote not available for IRFC Bonds- 79th Series)	50.35	NA
2. Book value of quoted investments	100.00	50.00
3. Book value of un-quoted investments	268.99	194.72



CONSOLIDATED FINANCIAL STATEMENTS

NOTE 7: LONG TERM LOANS AND ADVANCES

	(₹ in Crore)	
	AS AT 31.03.2013	AS AT 31.03.2012
CAPITAL ADVANCES		
- Secured, considered good	0.25	0.28
- Unsecured, considered good	319.92	357.02
SECURITY DEPOSITS (Unsecured)		
- Govt. Authorities (Considered good)	11.88	8.73
- Others		
- Considered good	6.57	1.18
- Considered doubtful	-	-
	6.57	1.18
Less: Allowance for bad and doubtful deposits	-	-
	6.57	1.18
OTHER LOANS AND ADVANCES		
Loans to Employees (Secured, considered good)	25.74	23.45
Loans to Directors (Secured, considered good)	-	0.04
Other advances recoverable in cash or in kind or for value to be received:		
- Considered good	4.97	2.68
- Considered doubtful	-	-
	4.97	2.68
Less: Allowance for bad and doubtful advances	-	-
	4.97	2.68
TOTAL	369.33	393.38

NOTE 8: OTHER NON -CURRENT ASSETS

	(₹ in Crore)	
	AS AT 31.03.2013	AS AT 31.03.2012
Interest accrued on deposits, loans & advances (Unsecured, considered good)	1.10	2.42
Interest accrued on loans and advances to employees (Secured, considered good)	6.87	5.52
Other Bank Balances		
Bank Balances held as margin money or as security against:		
- Guarantees	4.06	4.06
Unamortized Expenditure (Miscellaneous Expenditure)	0.76	0.04
TOTAL	12.79	12.04

CONSOLIDATED FINANCIAL STATEMENTS

NOTE 9: CURRENT ASSETS

		AS AT 31.03.2013	AS AT 31.03.2012	(₹ in Crore)
(a) INVENTORIES				
(As taken, valued & certified by the Management)				
Stock-in-Trade		40.41		26.17
Stores & Spare Parts (At Cost) (*)	14.96		10.51	
Less: Allowance for Obsolete Stores	0.49	14.47	0.69	9.82
		<u>54.88</u>		<u>35.99</u>
(b) TRADE RECEIVABLES				
Outstanding for period exceeding six months				
Unsecured Considered good	6.16		5.99	
Unsecured Considered doubtful	2.54		2.52	
	8.70		8.51	
Less: Allowance for doubtful debts	2.54	6.16	2.52	5.99
Others				
Unsecured Considered good		22.33		24.29
		<u>28.49</u>		<u>30.28</u>
(c) CASH AND BANK BALANCES				
(i) Cash & Cash Equivalents				
Cash on Hand (Including Imprest)		0.20		0.20
Cheques in hand		13.97		115.46
Bank Balances				
- in Current Accounts	68.13		45.89	
- in Deposits with original maturity upto 3 months	1,018.67	1,086.80	741.75	787.64
(ii) Other Bank Balances				
Bank Deposits				
- With original maturity of more than 3 months and upto 12 months	1,804.73		1,829.04	
- With original maturity of more than 12 months	-	1,804.73	-	1,829.04
Earmarked Bank Balances				
- Unpaid dividend bank account		0.12		0.11
Bank Balances held as margin money or as security against:				
- Guarantees		15.13		0.12
- Letters of Credit		25.00		25.00
		<u>2,945.95</u>		<u>2,757.57</u>
(d) SHORT TERM LOANS AND ADVANCES				
Loans to Employees (Secured, considered good)		4.12		3.71
Loans to Directors (Secured, considered good)		-		0.02
Other advances recoverable in cash or in kind or for value to be received				
- Unsecured considered good	34.31		30.28	
- Unsecured considered doubtful	1.83		1.83	
	36.14		32.11	
Less : Allowance for doubtful advances	1.83	34.31	1.83	30.28
Deposits (Unsecured)				
- Govt. Authorities (considered good)		0.47		0.23
- Others				
- Considered good	0.39		0.16	
- Considered doubtful	0.03		0.03	
	0.42		0.19	
Less : Allowance for doubtful deposits	0.03	0.39	0.03	0.16
Advance Income Tax/TDS (Net of Provisions)		332.85		331.07
		<u>372.14</u>		<u>365.47</u>
(e) OTHER CURRENT ASSETS				
Interest accrued on deposits, loans & advances (Unsecured, considered good)		108.90		105.41
Interest accrued on loans and advances to Employees (Secured, considered good)		0.04		0.05
		<u>108.94</u>		<u>105.46</u>
Total (a) to (e)		<u>3,510.40</u>		<u>3,294.77</u>

(*) Stores & spare parts include items costing ₹ 2.54 crore (PY: ₹ 2.64 crore), which have not been consumed during last three years. This includes ₹ 0.49 crore (PY: ₹ 0.69 crore) identified as obsolete spares and provided for. Remaining items by their very nature are essentially to be kept and are fit for their intended use.



CONSOLIDATED FINANCIAL STATEMENTS

NOTE 10 : REVENUE FROM OPERATIONS

(₹ in Crore)

	YEAR ENDED 31.03.2013	YEAR ENDED 31.03.2012
Rail Freight Income	3,371.13	3,062.14
Road Freight Income	159.20	161.26
Handling and Transportation	485.33	449.03
Storage and Warehousing (*)	311.40	315.06
Operating Income (Subsidiary) (**)	38.83	39.90
Other Operating Income:		
- Prior Period Income (Refer Note 16- VIII)	0.18	0.02
- Excess Provision Written Back (Refer Note 16- IX)	13.13	7.24
- Others	65.79	66.20
TOTAL	4,444.99	4,100.85

(*) Storage and Warehousing income is net of waivers of ₹ 0.29 crore (PY: ₹ 0.83 crore)

(**) Operating Income (Subsidiary) includes:

Sale of Fresh Fruits	35.00	35.32
Sale - Off Seasonal Activity	1.98	2.07
Sale of Cartons	0.94	1.01
Sale of Scrap	0.08	0.16
Cooling Charges	0.83	1.34
Total	38.83	39.90

NOTE 11: OTHER INCOME

(₹ in Crore)

	YEAR ENDED 31.03.2013	YEAR ENDED 31.03.2012
INTEREST EARNED ON:		
Short Term Bank Deposits /ICDs	292.38	254.41
(TDS ₹ 29.20 crore (PY: ₹ 25.06 Crore)		
Loans to Employees	1.52	1.22
DIVIDEND INCOME		
Dividend from JV Company	6.87	3.32
OTHER NON-OPERATING INCOME		
Profit on Sale of Fixed Assets	0.26	0.14
Excess provision written back (Refer Note 16- IX)	8.41	12.27
Exchange Variation-Gain	-	0.10
Prior Period Income (Refer Note 16- VIII)	0.14	-
Miscellaneous Income	22.99	42.04
TOTAL	332.57	313.50

CONSOLIDATED FINANCIAL STATEMENTS

NOTE 12: TERMINAL & OTHER SERVICE CHARGES

	YEAR ENDED 31.03.2013	(₹ in Crore) YEAR ENDED 31.03.2012
Rail Freight Expenses	2,579.93	2,316.57
Road Freight Expenses	119.53	124.03
Handling Expenses	163.62	142.11
Land Licence Fee	95.98	93.82
Operating Expenses (Subsidiary) (*)	32.17	36.28
Other Operating Expenses:		
-Prior period expenses-Operating (Refer Note 16- VIII)	0.20	6.72
-Other (**)	97.70	92.92
	97.90	99.64
TOTAL	3,089.13	2,812.45

(*) Operating Expenses (Subsidiary) includes:

Purchases of Traded Goods	39.08	49.33
Increase/(Decrease) in Inventory	(14.91)	(21.63)
Direct Expenses	8.00	8.58
Total	32.17	36.28

(**) Other Operating expenses-others, include ₹ 25.95 crore (P.Y ₹ 23.00 crore) & ₹6.92 crore (P.Y ₹5.04 crore) towards power and fuel and consumption of stores and spares parts respectively. Details of expenditure on consumption of imported & indigenous stores and spares parts are as follows:

	2012-13		2011-12	
	Amount	%	Amount	%
Imported	0.11	2%	0.38	8%
Indigenous	6.81	98%	4.66	92%

NOTE 13: EMPLOYEE BENEFITS EXPENSE

	YEAR ENDED 31.03.2013	(₹ in Crore) YEAR ENDED 31.03.2012
Salary, Allowances & Other Employee Benefits (*)	86.04	80.48
Contribution to PF, FPF, ESI & Labour Welfare Fund	6.01	5.33
Rent for Leased Accommodation (Net)	1.71	1.62
Employee Welfare & Medical	11.76	11.97
Gratuity	3.19	2.00
Staff Training	0.55	0.36
TOTAL	109.26	101.76

(*) Pursuant to DPE circular in respect of 2nd pay committee recommendations, the company is in the process of framing a pension scheme for its employees. Pending finalization of the scheme, a provision of ₹ 4.85 crore (Previous year: ₹4.56 crore) has been made on the basis of assumptions laid down in draft pension policy.



CONSOLIDATED FINANCIAL STATEMENTS

NOTE 14: OTHER EXPENSES

(₹ in Crore)

	YEAR ENDED 31.03.2013	YEAR ENDED 31.03.2012
Printing & Stationery	2.39	2.23
Traveling and Conveyance	14.87	12.67
(Including Directors' Traveling ₹ 0.92 crore; PY: ₹0.58 crore)		
Rent and Licence fee for office building	2.62	2.23
Electricity & Water	6.67	5.06
Repairs & Maintenance :		
-Buildings	9.58	15.19
-Plant & Machinery	17.88	7.41
-Others	21.41	20.25
Security Expenses	37.82	32.65
Vehicle Running & Maintenance Expenses	0.28	0.22
Business Development	1.79	1.41
Postage, Telephone & Internet	2.79	2.79
Books & Periodicals	1.97	1.84
Bank Charges	0.19	0.33
Legal & Professional Charges	4.25	4.57
Insurance	1.92	1.45
Fees & Subscriptions	0.18	0.15
Advertisement	3.08	3.22
Auditors' Remuneration		
-Audit Fee	0.08	0.09
-Tax Audit Fee	0.03	0.03
-Other services	0.10	0.12
-Out of Pocket	0.05	0.08
Rebate & Discounts	51.25	36.91
Rates & Taxes	4.49	2.68
Hazardous Waste Incineration	-	0.64
Donations	-	0.03
Miscellaneous Expenses (*)	7.69	7.95
Fixed Assets written off	0.93	-
Provision for Doubtful Debts	0.02	0.27
Provision for Diminution in value of Investments	0.22	0.86
Prior Period Expenses (Refer Note 16-VIII)	2.57	0.43
TOTAL	197.12	163.76

(*) Miscellaneous Expenses include:

(a) Loss on sale of fixed assets- ₹0.01 crore (PY: ₹0.35 crore).

(b) Loss of ₹ 0.09 lakhs (PY: ₹59.48 lakhs) being company's share in HALCON, a business arrangement with Hindustan Aeronautics Ltd. for operating an Air Cargo Complex and ICD at Nasik as per audited accounts upto 31st March, 2012.

(c) Preliminary expenses written off- ₹ 0.12 crore (PY: ₹ 0.02 crore)

CONSOLIDATED FINANCIAL STATEMENTS

NOTE 15: SIGNIFICANT ACCOUNTING POLICIES

1. Accounting Convention & Concepts:

The financial statements are prepared under the historical cost convention on accrual basis, in accordance with the applicable mandatory Accounting Standards and relevant presentation requirements of the Companies Act, 1956. Accounting Policies not referred to otherwise are consistent with generally accepted accounting principles.

2. Fixed Assets & Capital Work in Progress:

- (i) Fixed assets are stated at cost of acquisition or construction, less accumulated depreciation. Cost of acquisition is net of interest on capital advances and duty credits and is inclusive of freight, duties, taxes and other incidental expenses. In respect of assets due for capitalization, where final bills/claims are to be received/passed, the capitalisation is based on the engineering estimates. Final adjustments, for costs and depreciation are made retrospectively in the year of ascertainment of actual cost and finalisation of claim. Machinery spares, which can be used only in connection with an item of fixed asset and whose use is expected to be irregular are capitalized. Capital work in progress includes the cost of fixed assets that are not yet ready for their intended use and the cost of assets not put to use before the Balance Sheet date. Advances paid to acquire fixed assets are shown as part of "Long Term Loans & Advances".
- (ii) Provision for stamp duty at the prevailing rate is made by the company at the time of capitalization of the amount paid for acquisition of land & is capitalised as part of the cost of Land.

3. Intangible Assets:

(i) Software:

Expenditure on computer software, which is not an integral part of hardware, is capitalised as an intangible asset. The cost of software includes license fee and implementation cost and is capitalised in the year of its implementation. Software is amortized over five years.

(ii) Registration Fee:

Registration fee paid to Ministry of Railways (MOR) for movement of container trains on Indian Railways and running of Private Freight Terminals (PFT) is capitalized as an Intangible Asset. The registration fee is amortized over the period covered by the respective agreements with Indian Railways.

(iii) Terminal Rights

Expenditure on acquisition of concession right to construct & operate an air cargo terminal incurred by way of stamp duty, registration fees & project bidding cost etc. is capitalised as an intangible asset. It is amortized over the term of concession from the date of completion of the project (CONCOR AIR LTD.)

4. Borrowing Costs:

Borrowing costs attributable to the acquisition or construction of qualifying assets are capitalized as part of the cost of such assets and all other borrowing costs are charged to revenue. A qualifying asset is one that necessarily takes substantial period of time to get ready for intended use.

5. Investments:

- (i) Long term investments are stated at cost. A provision for diminution in value is made to recognise a decline other than temporary in nature.
- (ii) Current investments are stated at lower of cost or fair value.

6. Inventories:

Stores and spare parts are valued at cost on weighted average basis. Provision for obsolescence is made, whenever required.

7. Depreciation/Amortization:

- (i) Depreciation on fixed assets including assets created on leasehold land is provided on "Straight Line Method" at the rates and in the manner prescribed in Schedule XIV of the Companies Act, 1956, except for Roads/Pavements/Boundary wall/ Warehouses and Electrical Fittings of terminals on which depreciation has been provided @ 3.34% and 10.34% respectively and for upgraded BFKI Wagons @ 6.79%.
- (ii) Leasehold land other than acquired on perpetual lease is amortized over the period of lease. Leasehold buildings are amortized over the period of lease or useful life of the building as per rates prescribed under Schedule XIV, whichever is less.
- (iii) Capital expenditure on enabling assets, like roads, culverts & electricity transmissions etc., the ownership of which is not with the Company are charged off to revenue in the accounting period of incurrence of such expenditure.



CONSOLIDATED FINANCIAL STATEMENTS

However, capital expenditure on enabling assets, ownership of which rests with the company and which have been created on land not belonging to the Company is written off to the Statement of Profit & Loss over its approximate period of utility or over a period of 5 years, whichever is less. For this purpose, land is not considered to be belonging to the company, if the same is not owned or leased/licensed to the company.

8. Impairment of Assets:

An asset is treated as impaired when the carrying amount of assets exceeds its recoverable value. An impairment loss is charged to the Statement of Profit & Loss in the year in which an asset is identified as impaired.

9. Retirement Benefits:

- (i) Gratuity liability to employees is provided for on accrual basis based on valuation done by an independent actuary as at the Balance Sheet date. Contributions are made to approved Gratuity Fund created in a Trust set up by the Company for this purpose.
- (ii) Liability for leave travel concession & leave salary payable to employees is provided for on accrual basis based on valuation done by an independent actuary as at the Balance Sheet date.
- (iii) Contribution to defined contribution plans such as Provident Fund and Family Pension Fund are charged to the Statement of Profit & Loss as and when accrued.

10. Foreign Currency Transactions:

- (i) Income & Expenditure denominated in foreign currencies are recorded at the exchange rate prevailing on the date of transaction.
- (ii) Loans, Current liabilities and Current assets in foreign currencies are translated at the exchange rate prevailing at the end of financial year.
- (iii) Gains or losses due to foreign exchange fluctuations are recognised in the Statement of Profit & Loss.

11. Income from Operations (Terminal & other Service Charges):

- (i) Rail freight income & related expenses are accounted for at the time of issue of RRs by Indian Railways.
- (ii) Road transportation/handling income & related expenses are accounted for at the time of booking of containers.
- (iii) Terminal service charges for empty containers are accounted for on accrual basis.
- (iv) Terminal service charges for loaded container & wharfage are accounted for on receipt/at the time of release of containers on "completed service contract method".
- (v) Revenue from Sale of Goods is recognized when the significant risk and reward of ownership of goods are transferred to the customer & no significant uncertainty as to its determination or realization exists (FHEL).
- (vi) TSP income and related expenses are accounted for at the time of delivery of the cargo from the terminal. X-ray income and warehousing income are accounted for after completion of screening and on receipt/at the time of release of cargo on "completed service contract method" (CONCOR AIR LTD.)

12. Claims/Counter-claims/Penalties/Awards:

Claims/counter-claims/penalties/awards are accounted for in the year of its settlement.

13. Taxes on Income:

- (i) Provision for current tax is made in accordance with the provisions of the Income Tax Act, 1961.
- (ii) Disputed income tax liabilities are accounted for on the finalization of assessments.

14. Provisions, Contingent Liabilities & Contingent Assets:

Provisions are recognised in respect of obligations where, based on the evidence available, their existence on the Balance Sheet date is considered probable.

Contingent liabilities are determined on the basis of available information. These liabilities are not provided for and disclosed by way of notes on accounts.

Contingent assets are not recognized in the accounts.

15. Grants:

- (i) Capital Grants:
Grants received towards specific fixed assets are deducted from the gross value of the asset or capital work in progress as the case may be. Unutilized amount out of grant received is shown as liability.
- (ii) Revenue Grants:
Grants received, which are revenue in nature are credited to the Statement of Profit & Loss. Unutilized amount out of grant received is shown as liability.

16. Preliminary Expenses

Preliminary expenses are amortized over a period of five years (FHEL & CONCOR AIR LTD).

CONSOLIDATED FINANCIAL STATEMENTS

NOTE 16: OTHER NOTES

i). Basis of Consolidation:

The consolidated financial statements relate to the Container Corporation of India Limited (CONCOR) and its wholly owned subsidiaries; Fresh and Healthy Enterprises Limited (FHEL) and CONCOR AIR Limited incorporated in India. A subsidiary company namely SIIDCUL (SIDCUL CONCOR Infra Company Limited) has been incorporated on 21.03.2013, in which company has 74% share. Contribution towards subscriber's capital amounting to ₹ 7,40,000/- consisting of 74,000 equity shares of face value of ₹ 10/- each fully paid and ₹ 73,92,60,000/- towards share application money pending allotment has been made in this subsidiary. Its first financial year will be from the date of its incorporation & ending on 31.03.2014 as per its BOD resolution dated 23.03.2013 and as such no accounts have been made as on 31.03.2013. Therefore, the subsidiary has not been considered for consolidation. CONCOR's investments in Joint Ventures (JVs) are for strategic purpose. It does not have control over economic and operating activities of the JVs, but has only protective rights as per the JV Agreements. In view of this, CONCOR's interests in the JVs have not been considered in preparation of Consolidated Financial Statements.

a) Basis of Accounting:

1. The financial statements of the subsidiary companies in the consolidation are drawn up to the same reporting date as that of CONCOR.
2. The consolidated financial statements have been prepared in accordance with Accounting Standard (AS) 21-'Consolidated Financial Statements' issued by the Institute of Chartered Accountants of India and generally accepted accounting principles.

b) Principles of consolidation:

The financial statements of the CONCOR and its subsidiaries are combined on a line by line basis by adding together the book value of like items of assets, liabilities, income and expenses, after eliminating intra-group balances, intra group transactions and unrealised profits or losses, if any.

- c) The detailed accounting policies and notes on accounts of CONCOR, FHEL and CONCOR Air Limited are separately stated in their respective stand alone financial statements and only the notes which are of material nature have been stated in the consolidated financial statements.
- d) For certain items, CONCOR and its subsidiaries have followed different accounting policies. However, the impact of the same is not material.

ii). Estimated amount of Contracts remaining to be executed and not provided for (Net of advances):

	(₹ in crore)	
	2012-13	2011-12
a) In relation to joint ventures	161.08	73.16
b) On Capital Account	459.45	534.20
c) On Revenue Account	2.99	1.34
iii). Contingent liabilities not provided for:		
a) Outstanding Letters of Credit & bank guarantees	116.88	45.90
b) Bank guarantees/bid bonds for joint ventures	317.85	408.83
c) Claims against the Company not acknowledged as debt, net of advances/payments under protest, arbitration, court orders, etc. [include claims of ₹ 362.45 crore (previous year: ₹ 298.90 crore) pending in arbitration/courts pursuant to arbitration awards]	844.34	804.34

Contingent liabilities are disclosed to the extent of claims received and include an amount of ₹ 16.29 crore (previous year: ₹ 12.42 crore), which may be reimbursable to the company. Any further interest demand on the basic claim is not considered where legal cases are pending, as the claim itself is not certain. No provision has been made for the contingent liabilities stated above, as on the basis of information available, careful evaluation of facts and past experience of legal aspects of the matters involved, it is not probable that an outflow of future economic benefits will take place.

- d) As per assessment orders under section 143(3) of the Income Tax Act, 1961, the Assessing Officer (AO) disallowed certain claims of the company, mainly deduction under section 80IA in respect of Rail System for assessment years 2003-04 to 2007-08 & 2009-10 to 2010-11 and Inland Ports (ICDs/CFSs) for assessment years 2003-04 to 2010-11. In appeal, for AY 2003-04 to 2007-08 & 2009-10, deduction for Rail System has



CONSOLIDATED FINANCIAL STATEMENTS

been allowed by CIT (A). On the matter of deduction for Inland Ports, same has been allowed by the Hon'ble Delhi High Court for AY 2003-04 to 2005-06, by CIT (A) for AY 2009-10 and for AY 2006-07 & 2007-08, the matter has been referred to Delhi Bench of ITAT by Special Bench of ITAT/Mumbai giving a verdict that ICDs/CFSS set up by the company are Inland Ports. In appeal, for AY 2008-09, the decision of AO on the issue of disallowance of Inland Port deduction has been upheld by CIT (A) & the company has filed appeal against his orders with Hon'ble ITAT. Appeal for AY 2010-11 on the issue of disallowance of Rail System and Inland Ports deduction is pending with CIT (A). For AY 2006-07 & 2007-08, department has filed belated appeal(s) with the Hon'ble ITAT, Delhi against the order(s) passed by CIT (A), vide which relief had been granted in favour of the company with regard to claim of deduction u/s 80IA of the Act for Rail System. SLP has been filed by the department before the Hon'ble Supreme Court on the issue of deduction of Inland Ports for AY 2003-04 to AY 2005-06 against the order passed by Hon'ble Delhi High Court in favour of the company and the same has been admitted. Further, department has filed appeal with ITAT/Delhi against the order of CIT(A) for AY 2009-10 on the issue of deduction for Inland Ports and Rail System.

- e) As per assessment orders under section 147/143(3) of the Income Tax Act, 1961, the Assessing Officer (AO) disallowed certain claims of the company for assessment years 2004-05 & 2007-08. In this regard, appeal for AY 2004-05 has been allowed by CIT (A) and appeal for AY 2007-08 is pending with CIT (A). For AY 2004-05, department has filed appeal with the Hon'ble ITAT, Delhi against the order passed by CIT (A).
- f) For AY 2006-07 & 2007-08, appeals filled with CIT (A) against the orders of AO imposing penalty u/s 271(1)(c) have been decided in company's favour. However, department has filed appeal before the Hon'ble ITAT against the order of CIT (A).
- g) Disputed income tax liabilities (excluding interest) have been summarized as:

Nature of Dispute	Assessment Year	Amount (₹ in Crore)
{A} Regular Assessment	2006-07	17.78
	2007-08	24.84
	2008-09	30.27
	2009-10	1.24
	2010-11	121.08
	Total	195.21
{B} Reassessment	2007-08	3.28
	Total	3.28
{C} Appeals preferred by Department		
(i) SLP on issue of 80-IA deduction for Inland Ports.	2003-04	5.30
	2004-05	9.64
	2005-06	11.99
(ii) On issue of penalty u/s 271(1)(c)	2006-07	17.10
	2007-08	24.84
(iii) On issue of 80IA deduction (rail system) & excess depreciation on computer peripherals.	2006-07	63.65
	2007-08	91.41
(iv) On the issue of 80-IA deduction for Inland Ports and Rail System.	2009-10	112.52
(v) For reassessment proceeding u/s 147/143(3)	2004-05	0.81
	Total	337.26
Total (A + B + C)		535.75

CONSOLIDATED FINANCIAL STATEMENTS

- iv). The Company has executed "Custodian cum Carrier Bonds" of ₹ **25313.05 crore** (previous year: ₹ 22,800.28 crore) in favour of Customs Department under the Customs Act, 1962. These bonds are of continuing nature, for which claims may be lodged by the Custom Authorities.
- v). (a) Tax provision during the year has been worked after considering tax deduction of ₹ **99.98 crore** under section 80IA of the Income Tax Act, 1961 in respect of Rail System & Inland Container Depots (Inland Ports). Tax provision during FY 2011-12 was, however, worked in accordance with the provisions laid down in section 115JB of the I.T Act, 1961.
- (b) As per 'Guidance Note on accounting for credit available in respect of Minimum Alternative Tax under the Income Tax Act, 1961' issued by ICAI, income tax provision for current year has been worked after availing MAT credit of ₹ **30.63 crore**. Unabsorbed MAT credit of ₹ 35.21 crore has not been recognised as an asset, as there is no convincing evidence that the company will pay normal tax during the specified period.
- (c) No tax provision has been made in the books of FHEL as the company has brought forward losses and unabsorbed depreciation amounting to ₹ 76.63 crore upto A/Y 2012-13 in accordance with the provisions of Income Tax Act, 1961. Tax provision in the books of CONCOR Air Limited has been worked out as per the normal tax rates.
- vi). Details of capital expenditure on enabling assets created on land not belonging to the company, control & possession of which rests with the company (Refer Note 5) are as under:

(₹ in Crore)		
PARTICULARS	As at 31-03-2013	As at 31-03-2012
Building	3.33	3.33
Railway Siding	10.93	10.93
Plant & Machinery	3.04	3.04
Electrical Fittings	2.29	2.29
Furniture	0.03	0.03
Others	0.17	0.17
Total	19.79	19.79

- vii). Company is entitled for Served From India Scheme (SFIS) of the Government of India. SFIS scrips under the scheme can be utilized within two years from the date of issue of scrips for duty credit for import of capital goods & payment of excise duty on domestic purchases.

Details of utilisation of these Scrips are as follows:-

(₹ in Crore)		
Particulars	2012-13	2011-12
Opening Balance	93.24	133.84
Received during the year	149.36	0.00
Utilisation during the year for:		
- Payment of Excise Duty	(12.19)	(3.11)
- Payment of Customs Duty	(18.52)	(12.62)
Expired during the year	(73.88)	(24.87)
Closing Balance	138.01	93.24



CONSOLIDATED FINANCIAL STATEMENTS

viii. Prior period adjustments include the following:

	(₹ in Crore)	
	2012-13	2011-12
INCOME		
Revenue from Operations	0.18	0.02
(Refer Note 10)		
Other Income (Refer Note 11)	0.14	0.00
Total (A)	0.32	0.02
EXPENSES		
Terminal & Other Service Charge		
(Refer Note 12)		
Freight	0.01	3.11
Land Licence Fee	0.01	3.47
Other Operating	0.18	0.14
	0.20	6.72
Other Expenses (Refer Note 14)		
Legal & Professional	0.13	0.02
Repair & Maintenance	0.03	0.39
Depreciation	2.20	0.01
Volume Discounts	0.14	0.00
Others	0.07	0.01
	2.57	0.43
Total (B)	2.77	7.15
Net Prior Period Adj. (A– B)	(2.45)	(7.13)

ix). Excess provisions written back during the year are as follows:

	(₹ in Crore)	
Particulars	2012-13	2011-12
REVENUE FROM OPERATIONS		
(Refer Note 10)		
a) Rail Freight & Demurrage	0.37	3.20
b) Road Freight	1.53	1.48
c) Handling	4.06	1.68
d) Terminal & service charges	0.00	0.25
e) Custom cost recovery	1.69	0.37
f) Land licence fee	0.01	0.03
g) Container repair/leasing	0.76	0.05
h) Rail Siding Access Charges	3.97	0.00
i) Others	0.74	0.18
	13.13	7.24
OTHER INCOME (Refer Note 11)		
a) Rates & Taxes	0.02	0.30
b) Auction	2.23	1.31
c) Rebate expenses	1.52	1.64
d) PLI	0.49	0.19
e) Repairs & Maintenance	2.46	4.79
f) Others	1.69	4.04
	8.41	12.27
TOTAL	21.54	19.51

CONSOLIDATED FINANCIAL STATEMENTS

- x). The Company has, with effect from 1st April, 2007, adopted Accounting Standard 15, Employee Benefits (revised 2005), issued by the Institute of Chartered Accountants of India (ICAI). The disclosures as required as per the above accounting standard are as under:

(a) Defined Contribution plans:

1. Employers' contribution to Provident Fund
2. Employers' contribution to Employees Pension scheme, 1995

Company pays fixed contribution to Provident Fund at predetermined rates to a separate trust, which invests the fund in permitted securities. The contribution to the fund for the period is recognized as expense and is charged to the profit & loss account. The obligation of the company is limited to such fixed contribution. However, the trust is required to pay a minimum rate of interest on contributions to the members as specified by Government. As per actuarial valuation such liability is **NIL** as on 31.03.2013 (Previous Year: NIL). During the year, the company has recognized the following amounts in the profit and Loss Account.

1. Employers' contribution to Provident Fund – ₹ **5.16 crore** (previous year: ₹ 4.46 crore)
2. Employers' contribution to Employees Pension scheme, 1995 – ₹ **0.82 crore** (Previous year: ₹ 0.84 crore)

(b) Defined benefit plans:

Gratuity:

The Company has a defined benefit gratuity plan, which is regulated as per the provisions of Payment of Gratuity Act, 1972. The scheme is funded by the company and is managed by a separate trust. The liability for the same is recognized on the basis of actuarial valuation.

Leave Travel Concession:

The company provides LTC facility to its employees, which is regulated in accordance with the policy framed in this regard. The liability for the same is recognized on the basis of actuarial valuation.

Leave encashment:

The company has a defined benefit leave encashment plan for its employees. Under this plan, they are entitled to encashment of earned leaves and medical leaves subject to certain limits and other conditions specified for the same. The liabilities towards leave encashment have been provided on the basis of actuarial valuation.

Post Retirement Medical Benefits:

The company has formed a medical trust, which takes care of medical needs of its employees after their retirement. Their entitlement for reimbursement of medical expenses is regulated as per the policy in vogue. The liability for the same is recognized on the basis of actuarial valuation.

Long-term medical liability:

As per the medical policy in vogue, employees are entitled for reimbursement of medical expenses equivalent to one-month basic pay plus DA in a calendar year. If in any particular year, the employee does not spend the full amount, the balance is carried forward to the subsequent years. The liability for the same is recognized on the basis of actuarial valuation.

(c) Summarized position (CONCOR):

The details of various defined benefits recognised in the Profit and Loss Account, Balance Sheet and the funded status are as under:

Expenses recognised in Profit and Loss Account:

(₹ in lakhs)

	Gratuity (Funded)		Leave encashment (Non-Funded)		Post retirement medical Benefits (Funded)	
	2012-13	2011-12	2012-13	2011-12	2012-13	2011-12
Current service cost	163.86	138.95	230.38	190.84	-	-
Interest cost on benefit obligation	145.86	127.38	186.50	168.12	-	-
Expected return on plan assets	(164.35)	(120.40)	-	-	-	-
Net actuarial (Gains)/ Loss	178.81	48.60	436.43	172.27	-	-
Expenses recognised in profit and loss account	324.18	194.51	853.32	531.23	-	-



CONSOLIDATED FINANCIAL STATEMENTS

Amount recognised in the Balance sheet:

Present Value of Obligations as at 31st March (i)	2235.06	1772.87	2869.20	2266.94	34.61	27.23
Fair Value of Plan Assets as at 31st March (ii)	1766.07	1430.61	-	-	-	-
Difference (ii) - (i)	(468.99)	(342.26)	(2869.20)	(2266.94)	(34.61)	(27.23)
Net asset/(Liabilities) recognised in the Balance sheet	(468.98)	(342.26)	(2869.20)	(2266.94)	(34.61)	(27.23)

Change in the Present value of the defined benefit obligation:

Present value of obligation as at 1st April	1772.87	1498.58	2266.94	1977.94	34.61	27.23
Interest cost	145.86	127.38	186.50	168.12	-	-
Current service cost	163.86	138.95	230.38	190.84	-	-
Benefits paid	(26.34)	(44.94)	(251.06)	(242.23)	-	-
Net actuarial (gains)/loss on obligation	178.81	52.90	436.43	172.27	-	-
Present value of defined benefits obligation as at 31st March	2235.06	1772.87	2869.20	2266.94	34.61	27.23

Change in the fair value of plan assets:

Fair value of Plan Assets as at 1st April	1430.61	1215.98	-	-	-	-
Expected return on plan assets	164.35	120.42	-	-	-	-
Contribution by Employer	197.46	134.85	-	-	-	-
Benefits paid	(26.34)	(44.94)	-	-	-	-
Actuarial gain/(loss)	-	4.30	-	-	-	-
Fair value of Plan Assets as at 31st March	1766.08	1430.61	-	-	-	-

Expenses recognised in Profit and Loss Account:

(₹ in lakh)

	Interest guarantee Liability PF (Non-Funded)		Long Term Medical Liability (Non-Funded)		Leave Travel Concession (Non-Funded)	
	2012-13	2011-12	2012-13	2011-12	2012-13	2011-12
Current service cost	-	-	-	-	40.20	36.05
Interest cost on benefit obligation	-	-	-	-	6.25	5.27
Expected return on plan assets	-	-	-	-	-	-
Net actuarial Gains / (Loss)	-	-	-	-	9.39	52.49
Expenses recognised in profit and loss account	-	-	-	-	55.85	93.81

Amount recognised in the Balance Sheet:

Present Value of Obligations as at 31st March (i)	-	-	116.98	165.32	79.14	75.86
Fair Value of Plan Assets as at 31st March (ii)	-	-	-	-	-	-
Difference (ii) - (i)	-	-	(116.98)	(165.32)	(79.14)	(75.86)
Net asset/(Liabilities) recognised in the Balance sheet	-	-	(116.98)	(165.32)	(79.14)	(75.86)

CONSOLIDATED FINANCIAL STATEMENTS

Change in the Present value of the defined benefit obligation:						
Present value of obligation as at 1st April	-	-	116.98	165.32	75.86	62.05
Interest cost	-	-	-	-	6.25	5.27
Current service cost	-	-	-	-	40.20	36.05
Benefits paid	-	-	-	-	(52.58)	(80.00)
Net actuarial gains/(loss) on obligation	-	-	-	-	9.39	52.49
Present value of defined benefits obligation as at 31st March	-	-	116.98	165.32	79.14	75.86
Change in the fair value of plan assets:						
Fair value of Plan Assets as at 1st April	-	-	-	-	-	-
Expected return on plan assets	-	-	-	-	-	-
Contribution by Employer	-	-	-	-	-	-
Benefits paid	-	-	-	-	-	-
Actuarial gain/(loss)	-	-	-	-	-	-
Fair value of Plan Assets as at 31st March	-	-	-	-	-	-

Summarized Position (FHEL):

(₹ in lakh)

	Leave Travel Concession (Non-Funded)		Gratuity (Non-Funded)		Leave Encashment (Non-Funded)	
	2012-13	2011-12	2012-13	2011-12	2012-13	2011-12
Expenses Recognised in Profit & Loss Account	0.14	3.24	1.77	4.74	19.16	13.99
Amount recognised in the Balance sheet:						
Present Value of Obligations as at 31st March (i)	1.88	2.69	17.52	12.26	49.78	32.38
Fair Value of Plan Assets as at 31st March (ii)	-	-	-	-	-	-
Difference (ii) - (i)	(1.88)	(2.69)	(17.52)	(12.26)	(49.78)	(32.38)
Net asset/(Liabilities) recognised in the Balance sheet	(1.88)	(2.69)	(17.52)	(12.26)	(49.78)	(32.38)

(d) Details of plan assets: The details of the plan assets (gratuity) at cost are as follows:

(₹ in lakh)

	As on 31-03-2013	As on 31-03-2012
i) State Government securities	418.59	133.50
ii) Central Government securities	367.01	277.01
iii) Corporate Bond/debentures	920.21	980.81
iv) Others	6.85	13.91
	<u>1712.66</u>	<u>1405.23</u>

(e) Actuarial assumptions (CONCOR): Principal assumptions used for actuarial Valuations are:**1. Long Term Medical Liability**

Period	2012-13	2011-12
Discount rate	8.00 % per annum	8.50 % per annum
Normal Retirement Age	60 Years	60 Years
Mortality	LIC 94-96 Ultimate	LIC 94-96 Ultimate
Expected rate of return	0	0
Withdrawal rate (Per Annum)	2.00% p.a.	2.00% p.a.



CONSOLIDATED FINANCIAL STATEMENTS

2. Leave Encashment

Period	2012-13	2011-12
Discount rate	8.25 % per annum	8.50 % per annum
Salary Growth Rate	5.00 % per annum	5.00 % per annum
Mortality	LIC 94-96 Ultimate	LIC 94-96 Ultimate
Expected rate of return	0	0
Withdrawal rate (Per Annum)	2.00% p.a.	2.00% p.a.

3. Post Retirement Medical Benefits

Period	2012-13	2011-12
Discount rate	8.00% per annum	8.50% per annum
Mortality post retirement	LIC a 96-98 annuitants ultimate	LIC a 96-98 annuitants ultimate

4. Interest guarantee liability PF

Period	2012-13	2011-12
Discount rate	8.25 % per annum	8.50 % per annum

5. Gratuity

Period	2012-13	2011-12
Discount rate	8.25 % per annum	8.50 % per annum
Salary Growth Rate	5.00 % per annum	5.00 % per annum
Mortality	LIC 94-96 Ultimate	LIC 94-96 Ultimate
Expected rate of return	10.25% per annum	9.10% per annum
Withdrawal rate (Per Annum)	2.00% p.a.	2.00% p.a.

6. Leave Travel Concession

Period	2012-13	2011-12
Discount rate	8.25 % per annum	8.50 % per annum
Salary Growth Rate	5.00 % per annum	5.00 % per annum
Mortality	LIC 94-96 Ultimate	LIC 94-96 Ultimate
Withdrawal rate (Per Annum)	2.00 % p.a.	2.00 % p.a.

Actuarial assumptions (FHEL): Principal assumptions used for actuarial valuation are:

Period	2012-13	2011-12
Method Used	Projected Unit Credit Method	Projected Unit Credit Method
Discount Rate	8.25 %	8.50%
Future Salary Increases	5.50%	5.50%

Salary increase rate has been assumed keeping in view the inflation rate on long term basis.

CONSOLIDATED FINANCIAL STATEMENTS

xi). Segment Information as per Accounting Standard-17:

a) Primary Segments:

The company is organized on All-India basis into two major operating divisions- EXIM and Domestic. The divisions are the basis on which the company reports its primary segment information. Both EXIM and Domestic divisions of the company are engaged in handling, transportation & warehousing activities.

Segment revenue and expenses directly attributable to EXIM and Domestic segments are allocated to the two segments. Joint revenue and expenses have been allocated on a reasonable basis. Segment assets include all operating assets used by a segment and consist principally of inventories, sundry debtors, cash & bank balances, loans & advances, other current assets and fixed assets net of provisions. Similarly, segment liabilities include all operating liabilities and consist principally of sundry creditors, advance from customers, other liabilities and provisions. Segment assets and liabilities do not, however, include provisions for taxes. Joint assets & liabilities have been allocated to segments on a reasonable basis.

The information about business segments on primary reporting format is as under:

(₹ in Crore)

Particulars	EXIM		Domestic		Un-allocable		Total	
	2012-13	2011-12	2012-13	2011-12	2012-13	2011-12	2012-13	2011-12
REVENUE								
Segment Revenue	3539.78	3265.58	866.20	795.35	38.83	39.90	4444.81	4100.83
RESULT								
Segment Result	850.52	863.05	84.29	66.49	(1.69)	(4.33)	933.42	925.21
Corporate Expenses					57.67	57.30	57.67	57.30
Operating Profit							875.75	867.91
Interest & other Income					332.43	313.50	332.43	313.50
Interest Expenses					3.04	5.04	3.04	5.04
Income Taxes					273.07	251.61	273.07	251.61
Prior Period Income					0.32	0.02	0.32	0.02
Prior Period Expenses					2.77	7.15	2.77	7.15
Tax adjustments for earlier years (Net)					(0.99)	51.97	(0.99)	51.97
Net Profit							930.61	865.66
Segment Assets	1935.15	1862.15	936.05	630.49			2871.20	2492.64
Unallocated Corporate Assets					4362.04	4015.20	4362.04	4015.20
Total Assets							7233.24	6507.84
Segment Liabilities	326.92	300.66	99.07	89.13			425.99	389.79
Unallocated Corporate Liabilities					6807.25	6118.05	6807.25	6118.05
Total Liabilities							7233.24	6507.84
Capital Expenditure	152.18	134.90	245.09	79.07	108.06	12.45	505.33	226.42
Depreciation	128.70	120.66	41.40	36.68	6.22	4.76	176.32	162.10
Non cash expenses other than depreciation	1.02	0.34	0.07	0.27	0.21	0.89	1.30	1.50



CONSOLIDATED FINANCIAL STATEMENTS

Note(s):

1. Prior period adjustments have not been allocated to any segment.
2. Unallocated Corporate Liabilities include ₹ **6220.47 crore** (previous year: ₹ 5555.19 crore) on account of Shareholders' Funds.

b) Secondary Segments:

The operations of the Company are mainly confined to the geographical territory of India & there is no reportable secondary segment.

xii). Related Party Disclosures as per Accounting Standard-18:

a) Joint Ventures:

1. Star Track Terminals Pvt. Ltd.
2. Albatross Inland Ports Pvt. Ltd.
3. Gateway Terminals India Pvt. Ltd.
4. Himalayan Terminals Pvt. Ltd. (Foreign Joint Venture)
5. HALCON (A business arrangement)
6. India Gateway Terminal Pvt. Ltd.
7. Infinite Logistics Solutions Pvt. Ltd.
8. Hind CONCOR Terminals (Dadri) Pvt. Ltd.
9. Container Gateway Limited
10. Allcargo Logistics Park Pvt. Ltd.
11. CONYK Cartrac Pvt. Ltd.
12. CMA-CGM Logistics Park (Dadri) Pvt. Ltd.

b) Key Management Personnel:

Whole Time Directors:

1. Anil K. Gupta, CMD w.e.f. 5.03.2013 (MD upto 4.03.2013)
2. Shahnawaz Ali, Director (Domestic) upto 31.01.2013
3. P. Alli Rani, Director (Finance)
4. Harpreet Singh, Director (Projects & Services)
5. Yash Vardhan, Director (IM&O)

Nominated/Independent Directors:

1. K. K. Srivastava, Chairman (upto 05.03.2013)
2. A. S. Upadhyay (upto 18.05.2012)
3. Manoj Akhouri (w.e.f. 14.06.2012)
4. Dr. A. K. Bandyopadhyay
5. Dr. Kausik Gupta
6. Lt. Gen. (Retd.) Arvind Mahajan
7. S. M. Singla (upto 13.05.2011)
8. M. S. Khan (upto 13.05.2011)
9. Sudhir Mathur (w.e.f. 25.09.2012)
10. Pradeep Bhatnagar (w.e.f. 06.03.2013)
11. Deepak Gupta (w.e.f. 06.03.2013)
12. M. P. Shorawala (w.e.f. 06.03.2013)

CONSOLIDATED FINANCIAL STATEMENTS

c) Transactions relating to parties referred to at (a) above are:

(₹ in lakh)

	2012-13	2011-12
Rent, Maintenance charges, interest & dividend income received/receivable	1008.87	580.52
Share in the income recognized	(8.51)	(59.48)
Investment (Net) made during the year	49.00	-
BG/Bid Bonds for JVs	31785.39	40882.94
Balances As on 31st March		
-Security deposit received	204.92	204.92
-Trade Receivable	19.40	44.55
-Investments	19499.62	19472.59
-Current Liabilities & Provisions	92.57	93.03

d) Remuneration paid to whole time directors for the year is ₹ **228.51 lakh** (previous year ₹ 192.11 lakh) and amount of dues outstanding to the company as on 31st March 2013 are ₹ **4.17 lakh** (previous year ₹ 6.37 lakh). Sitting fee paid to nominated/independent directors for the year is ₹ **9.49 lakh** (previous year ₹ 7.60 lakh)

xiii). **Leases - Accounting Standard –19:**

1) In respect of assets taken on lease/rent:	(₹ in Crore)	
	2012-13	2011-12
(a) The future minimum lease payments under non-cancellable operating leases entered into on or after 1st April, 2001 are:		
(i) Not later than one year	0.69	0.52
(ii) Later than one year and not later then 5 years	10.29	-
(iii) Later than five years	35.95	-
(b) Lease payments recognized in the accounts are ₹ 15.71 crore (previous year: ₹ 17.07 crore).		
(c) Sub lease recoveries recognized in the accounts are ₹ 0.48 crore (previous year : ₹ 0.40 Crore). The operating leases are in respect of containers, office premises and accommodation provided to staff. The period of lease arrangements varies from case to case.		

2) In respect of assets leased/rented out:	(₹ in Crore)	
	2012-13	2011-12
Gross Carrying amount (Buildings & Warehouses)	24.70	24.70
Accumulated Depreciation	8.03	7.27
Depreciation during the year	0.76	3.09

xiv. **Earning per share (EPS):** The calculation of EPS as per Accounting Standard (AS)-20 is as under:

	2012-13	2011-12
Profit after tax, prior period adjustments & tax adjustments for earlier years as per Profit and Loss Account (₹ in crore)	930.61	865.66
Weighted average number of equity shares of face value ₹ 10/- each	129,982,794	129,982,794
Basic and diluted earning per share (in rupees)	71.60	66.60



CONSOLIDATED FINANCIAL STATEMENTS

xv . Financial Reporting of Interests in Joint Ventures – Accounting Standard – 27:

a) Brief description of Joint Ventures of the Company where investments have been made are:

Particulars	Country of incorporation	(%) Holding
Star Track Terminals Pvt. Ltd.: A Joint venture with Maersk India Pvt. Ltd. for setting up and running a CFS at Dadri, U.P.	India	49
Albatross Inland Ports Pvt. Ltd.: A Joint venture with Transworld group of Companies for CFS at Dadri, U.P.	India	49
Gateway Terminals India Pvt. Ltd.: A Joint Venture with APM Terminals Mauritius Ltd. for third berth at JN Port, Mumbai.	India	26
CMA-CGM Logistics Park (Dadri) Pvt. Ltd.: A joint venture with "Ameya Logistics Pvt. Ltd." for CFS at Dadri, U.P.	India	49
Himalayan Terminals Pvt. Ltd.: A joint venture with Nepalese Enterprises (Interstate Multimodal Transport Pvt. Ltd. of Nepal & Nepal Transit & Warehouse Co. Ltd.) & Transworld group of companies for management and operation of rail container terminal at Birgunj (Nepal).	Nepal	40
HALCON: A business arrangement with Hindustan Aeronautics Ltd. for operating an air cargo complex & ICD at Ozar airport, Nasik.	India	50
India Gateway Terminal Pvt. Ltd.: A joint venture with Dubai Port International (DPI) for setting up and managing Container Terminals at Cochin.	India	15
#Hind CONCOR Terminals (Dadri) Pvt. Ltd.: A Joint Venture with Hind Terminals Pvt. Ltd. for CFS at Dadri, U.P.	India	49
Infinite Logistics Solutions Pvt. Ltd.: A Joint Venture with Transport Corporation of India Ltd. to establish logistics freight terminals and provide integrated logistics services across the country.	India	49
Container Gateway Ltd.: A Joint Venture with Gateway Rail Freight Ltd. for operations of existing rail/road container terminal at Garhi Harsaru, Gurgaon (Haryana)	India	49
Allcargo Logistics Park Pvt. Ltd.: A joint Venture with Allcargo Global Logistics Ltd. for setting up and running CFS at Dadri.	India	49
#CONYK Cartrac Pvt. Ltd.: A Joint Venture with NYK Auto Logistics (India) Ltd. for setting up & dealing in business of developing Completely Built up Unit (CBU) Vehicle Logistics.	India	50

The voluntary winding up of the Joint Venture Company is under process.

b) Company's share of assets, liabilities, income, expenditure, contingent liabilities & capital commitments in the Joint Ventures, to the extent of information available, is as follows:

(₹ in lakh)

	Assets	Liabilities	Income	Expenditure	Contingent Liabilities & Capital Commitments
*Star Track Terminal Pvt. Ltd.	1150.18 (1144.04)	254.08 (253.35)	1115.23 (912.63)	939.61 (826.33)	400.61 (3781.41)
Albatross Inland Ports Pvt. Ltd.	2533.84 (2189.36)	938.70 (1179.68)	2905.46 (2436.39)	2320.01 (2055.68)	- (6475.63)
Gateway Terminals India Pvt. Ltd.	30371.06 (28427.52)	23140.82 (18174.48)	7199.00 (10283.38)	10231.83 (9796.83)	- (23407.18)
#Himalayan Terminals Pvt. Ltd	239.75 (335.59)	89.93 (259.44)	674.91 (600.11)	623.50 (510.99)	- -
CMA -CGM Logistics Park (Dadri) Pvt. Ltd.	1063.30 (857.82)	151.85 (216.93)	1326.13 (1052.72)	998.62 (880.10)	- (348.39)
HALCON	442.14 (344.74)	37.35 (26.02)	176.85 (107.87)	86.42 (116.38)	- -
India Gateway Terminal Pvt. Ltd.	13769.58 (14774.18)	13307.90 (12773.21)	2406.15 (2263.62)	3945.43 (4109.70)	- (1167.47)
Hind CONCOR terminals Pvt. Ltd.	85.87 (85.96)	0.12 (0.21)	- -	- -	- -
Infinite Logistics Solutions Pvt. Ltd.	180.94 (75.96)	69.77 (15.78)	863.87 (109.30)	861.88 (125.68)	- -
Allcargo Logistics Park Pvt. Ltd.	1063.53 (1042.30)	877.15 (801.76)	610.05 (83.64)	664.22 (214.71)	- (2322.65)
##CONYK Cartrac Pvt. Ltd.	165.27 (179.09)	9.73 (12.86)	- (152.11)	- (160.34)	- -
Container Gateway Ltd.	6.15 (6.08)	1.25 (1.18)	- -	- -	0.20 (0.78)

In the above statement:

- Previous year figures in brackets are audited.
- Current year figures are un-audited.
- * Accounts for current year are upto 31.12.2012.
- # Previous year figures are audited for year ended 16th July, 2012.
- ## Accounts for current year are upto 18.07.2012.

xvi).In the opinion of the management, during the year there are no indications that impairment of any asset has taken place. Accordingly, no provision for impairment of assets is required as per Accounting Standard 28.



CONSOLIDATED FINANCIAL STATEMENTS

xvii. As per Accounting Standard 29, the particulars of provisions are as under:

(₹ in Crore)

	2012-13				2011-12			
	Property Tax	Rent to Railway	Gratuity, Leave encashment & Pension	Salary Arrears & PLI	Property Tax	Rent to Railway	Gratuity, Leave encashment & Pension	Salary Arrears & PLI
Opening balance	5.13	1.15	34.71	13.00	5.37	1.38	26.50	8.67
Add: Adjustment in opening balance	-	-	-	-	(0.87)	-	(0.36)	-
Addition during the year	4.38	1.24	16.94	8.29	2.49	0.25	12.40	14.22
Amount used /incurred	1.82	0.23	4.55	12.45	1.86	0.22	3.83	9.69
Unused amount reversed during the year	0.01	-	0.05	0.49	-	0.26	-	0.20
Closing Balance	7.68	2.16	47.05	8.35	5.13	1.15	34.71	13.00

The above provisions are in the nature of statutory liabilities and liabilities on account of terms of employment, etc. The timing of payment for the same would be: **gratuity**-in accordance with payment of gratuity Act, **leave encashment**-as per company's policy, **property tax and rent to railways**- normally on demand. There is a certainty about these payments in future and no reimbursement is expected against any of the above.

xviii). Financial information in respect of wholly owned subsidiaries M/S Fresh & Healthy Enterprises Limited (FHEL) and CONCOR Air Limited (CONCOR AIR):

(₹ in Crore)

Particulars	FHEL		CONCOR AIR	
	2012-13	2011-12	2012-13	2011-12
1. Capital	76.33	48.27	36.65	-
2. Reserves	(60.53)	(51.13)	0.06	-
3. Total Assets	108.39	104.57	36.83	-
4. Total Liabilities	108.39	104.57	36.83	-
5. Investments	-	-	-	-
6. Turnover	38.83	39.90	-	-
7. Profit Before Taxation	(9.48)	(12.41)	0.09	-
8. Provision for Taxation	-	-	0.03	-
9. Profit after Taxation (*)	(9.48)	(12.22)	0.06	-
10. Proposed Dividend	-	-	-	-

(*) Profit after Taxation for previous year has been worked out after writing off deferred Income Tax Provision of ₹ 0.19 crore relating to earlier years.

- xix). a) Unless otherwise stated, the figures are in rupees crore.
b) Previous year's figures have been recast/regrouped/rearranged wherever considered necessary to conform to this year's classification.

CONSOLIDATED FINANCIAL STATEMENTS

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2013

(₹ in Crore)

	2012-2013	2011-2012
A CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit Before Tax and Extraordinary Items	1,202.69	1,169.24
Adjustment for :-		
Depreciation/Amortisation	176.32	162.10
Interest Paid	3.04	5.04
Interest & Dividend Income	(300.77)	(258.95)
Provision for doubtful debts/advances/stores/investments	0.04	1.13
Preliminary Expenses Written Off	0.12	0.02
Fixed Assets Written Off	0.93	-
Loss (Net) on Sale of fixed assets	(0.25)	0.21
Operating Profit Before Working Capital Changes	1,082.12	1,078.79
Adjustment for :-		
Trade & Other Receivables	20.09	(164.04)
Inventories	(18.69)	(23.51)
Trade Payable & Provisions	41.05	80.94
Cash Generated from Operations	1,124.57	972.18
Deferred tax provision written back	-	(0.19)
Direct Taxes paid	(214.19)	(199.83)
Net Cash from Operating Activities (A)	910.38	772.16
B CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Fixed Assets	(507.86)	(230.43)
Sale of Fixed Assets	4.70	0.96
Govt. grant received & utilized for acquisition of fixed assets	1.60	4.01
Capital Work-in-Progress	(84.24)	2.81
Intangible assets under development	-	0.36
Purchase of Investment	(124.49)	(50.00)
Interest, Dividend & Other Income	268.06	193.55
Net Cash used in Investing Activities (B)	(442.23)	(78.74)
C CASH FLOW FROM FINANCING ACTIVITIES		
Interest Paid	(3.32)	(4.75)
Dividend paid (including tax on dividend)	(256.82)	(234.16)
Proceeds of long term loan	(23.40)	(6.24)
Current maturities of long term debt	(6.24)	-
Proceeds of short term loan	10.01	17.27
Net Cash from Financing Activities (C)	(279.77)	(227.88)
Net Change in Cash & Bank Balances (A+B+C)	188.38	465.54
OPENING BALANCE OF CASH & BANK BALANCES	2,761.63	2,296.09
CLOSING BALANCE OF CASH & BANK BALANCES	2,950.01	2,761.63

NOTES:

- (1) Previous year's figures have been re-grouped/rearranged/recast, wherever considered necessary to conform to this year's classification.
 (2) Cash and Bank Balances included in the cash flow statement comprise the following:

	2012-13	2011-12
CASH AND BANK BALANCES		
Cash & Cash Equivalents		
Cash on Hand (Including Imprest)	0.20	0.20
Cheques in hand	13.97	115.46
Bank Balances		
- in Current Accounts	68.13	45.89
- in Deposits with original maturity upto 3 months	1,018.67	741.75
Other Bank Balances		
Bank Deposits		
- With original maturity of more than 3 months and upto 12 months	1,804.73	1,829.04
- With original maturity of more than 12 months	-	-
Earmarked Bank Balances		
- Unpaid dividend bank account	0.12	0.11
Bank Balances held as margin money or as security against:		
- Guarantees	19.19	4.18
- Letters of Credit	25.00	25.00
	2,950.01	2,761.63

(HARISH CHANDRA)
GGM (F) & CS

(P. ALLI RANI)
DIRECTOR(FINANCE)

(ANIL KUMAR GUPTA)
CHAIRMAN &
MANAGING DIRECTOR

As per our report of even date
For Kumar Chopra & Associates
Chartered Accountants

Place: New Delhi
Dated: 25th May, 2013

(Sunil Jain)
Partner



INDEPENDENT AUDITORS' REPORT

To the Board of Directors of
Container Corporation of India Limited

1. We have audited the accompanying **consolidated** financial statements comprising of consolidated Balance Sheet of Container Corporation of India Limited (the company) and its subsidiaries (collectively referred to as CCIL group) as at 31st March, 2013, and the consolidated Statement of Profit & Loss and also the consolidated Cash Flow Statement for the year ended on that date and a summary of significant accounting policies and other explanatory information annexed thereto.

2. **Management's Responsibility for the Financial Statements**

Management is responsible for the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Company in accordance with accounting principles generally accepted in India. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

3. **Auditor's Responsibility**

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the consolidated financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the management, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

4. We did not audit the financial statements of two subsidiaries namely Fresh & Healthy Enterprises Ltd. whose financial statements reflect total assets of Rs. 108.38 crore as on 31.03.2013 and total revenue of Rs. 39.23 crore and net cash inflow of Rs. 0.02 crore for the year ended 31.03.2013 and Concor Air Ltd. whose financial statements reflect total assets of Rs. 36.86 crore as on 31.03.2013 and total revenue of Rs. 0.1 crore and net cash inflow of Rs. 29.64 crore for the year ended 31.03.2013. These financial statements have been audited by other auditors whose report has been furnished to us and our opinion in so far it relates to the amounts included in respect of subsidiary is based solely on the report of other auditors.

5. We report that the consolidated financial statements have been prepared by the company in accordance with the requirements of accounting standards (AS) 21 'Consolidated Financial statements' of the Companies Accounting Rules 2006.

6. **Opinion**

In our opinion and to the best of our information and according to the explanation given to us the consolidated financial statements read together with Significant Accounting Policies and other explanatory information, give a true and fair view in conformity with the accounting principles generally accepted in India:

- i. in the case of consolidated Balance Sheet, of the state of affairs of the CCIL Group as at 31st March, 2013;
- ii. in the case of consolidated Statement of Profit & Loss, of the profit for the year ended on that date; and
- iii. in the case of consolidated Cash Flow Statement, of the cash flows for the year ended on that date.

INDEPENDENT AUDITORS' REPORT

7. Emphasis of matter

Refer Foot Note no. 2 of NOTE 5: "Fixed Assets": Sale/Lease Deeds in respect of Land & Buildings valuing Rs.102.94 Crore are yet to be executed in favour of the company. Our opinion is not qualified in respect of this matter.

For KUMAR CHOPRA & ASSOCIATES
Chartered Accountants
FRN:000131N

Place: New Delhi
Date: 25 May 2013

(CA. Sunil Jain)
Partner
M. No. 080990



COMMENTS OF THE COMPTROLLER AND AUDITOR GENERAL OF INDIA UNDER SECTION 619(4) OF THE COMPANIES ACT, 1956 ON THE ACCOUNTS OF CONTAINER CORPORATION OF INDIA LTD. FOR THE YEAR ENDED 31 MARCH 2013.

The preparation of financial statements of Container Corporation of India Limited for the year ended 31 March 2013 in accordance with the financial reporting framework prescribed under the Companies Act, 1956 is the responsibility of the management of the company. The statutory auditor appointed by the Comptroller and Auditor General of India under Section 619(2) of the Companies Act, 1956 is responsible for expressing opinion on these financial statements under Section 227 of the Companies Act, 1956 based on independent audit in accordance with the auditing and assurance standards prescribed by their professional body, the Institute of Chartered Accountants of India. This is stated to have been done by them vide their Audit Report dated 25 May 2013.

I on the behalf of the Comptroller and Auditor General of India have conducted a supplementary audit under Section 619(3)(b) of the Companies Act, 1956 on the financial statements of Container Corporation of India Limited for the year ended 31 March 2013. This supplementary audit has been carried out independently without access to the working papers of the statutory auditors and is limited primarily to inquiries of the statutory auditors and company personnel and a selective examination of some of the accounting records. On the basis of my audit nothing significant has come to my knowledge which would give rise to any comment upon or supplement to Statutory Auditor's report under Section 619(4) of the Companies Act, 1956.

For and on the behalf of the
Comptroller & Auditor General of India

Place : New Delhi
Date : 27.06.2013

(Dinesh Bhargav)
Pr. Director (Railway Commercial)

PROXY FORM

CONTAINER CORPORATION OF INDIA LTD.

(A Govt. of India Undertaking)

Regd. office : CONCOR Bhawan, C-3, Mathura Road, Opp. Apollo Hospital, New Delhi-110076

D.P. Id*.....

Regd. Folio No.....

Client Id*.....

I/We.....of.....
 being a member / members of CONTAINER CORPORATION OF INDIA LTD. hereby appoint
of.....
or falling him..... of
as my / our proxy to vote for me / us and on my / our behalf at the 25th ANNUAL
 GENERAL MEETING to be held on 27th August, 2013 at Auditorium, National Rail Museum, Nyaya Marg, Near Bhutan
 Embassy, Chanakyapuri, New Delhi - 110021 or any adjournment thereof.

Signed this.....day of2013

Affix Re 1
 Revenue
 Stamp

*Applicable for investors holding shares in electronic form.

Note :

- (1) The proxy in order to be effective should be duly stamped, completed and signed and must be deposited at the Registered office of the Company not less than 48 hours before the time for holding the aforesaid meeting. The Proxy need not be a member of the Company.
- (2) Member holding shares under more than one folio may use photo copy of this proxy form for other folios. The company shall provide additional forms on request.
- (3) (a) No gift will be distributed in the Annual General Meeting.
 (b) Members are requested to bring their copy of Annual Report.



ATTENDANCE SLIP

CONTAINER CORPORATION OF INDIA LTD.

(A Govt. of India Undertaking)

Regd. office : CONCOR Bhawan, C-3, Mathura Road, Opp. Apollo Hospital, New Delhi-110076

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF MEETING VENUE.

Joint shareholders may obtain additional Attendance Slip at the venue of the meeting.

D.P. Id*.....

Regd. Folio No.....

Client Id*.....

NAME AND ADDRESS OF THE SHAREHOLDER

No. of Share (s) held :

I hereby record my presence at the 25th ANNUAL GENERAL MEETING of the Company held on 27th August, 2013 at Auditorium, National Rail Museum, Nyaya Marg, Near Bhutan Embassy, Chanakyapuri, New Delhi - 110021.

(Signature of the Member or proxy)

* Applicable for investors holding shares in electronic form.

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

ECS

CONTAINER CORPORATION OF INDIA LTD.

(A Govt. of India Undertaking)

Regd. office : CONCOR Bhawan, C-3, Mathura Road, Opp. Apollo Hospital, New Delhi-110076

Dear Share holder,

SUBJECT : ELECTRONIC CLEARING SERVICE (ECS) FOR DIVIDEND PAYMENT

We are pleased to advise that the Board of Directors have recommended final dividend @ 95% i.e. ₹ 9.50/- per share in addition to interim dividend @ 80%, already paid for the financial year 2012-13, subject to approval by the shareholder at the Annual General Meeting. The Register of Members will be closed during the period 3rd August, 2013 to 5th August, 2013 (both days inclusive).

Securities and Exchange Board of India (SEBI) vide its circular dated 15th October, 2001 had advised that "all companies should mandatorily use ECS facility for distributing dividends or other cash benefits to the investors wherever the ECS facility is available and in the absence of availability of ECS facility, the Companies may use warrants for distributing the dividends".

SEBI has also advised the Companies to mandatorily print the bank account details of the shareholders on the dividend warrants / payment instruments in the absence of ECS facility.

We are extending the facility to the shareholders of Electronic Clearing Services (ECS) provided by Reserve Bank of India for dividend payment. Needless to mention that dividend payment through ECS avoids the risks like postal delay, loss in transit, fraudulent encashment etc.

Under the ECS facility, your bank will credit the dividend amount in your bank account on due date and indicate the credit entry as "ECS" in your Pass Book / Bank Statement without issuing or handling paper instrument / warrant.

In case ECS mandate is not already registered or the same is to be changed, the shareholders are requested to fill and sign the enclosed ECS mandate form. The form thereafter be sent -

In case of shareholder holding shares in Physical Mode to -

Beetal Financial & Computer Services (P) Ltd.

Unit : Container Corporation of India Ltd.,
 Beetal House, 3rd Floor, 99 Madangir, Behind Local Shopping Centre, New Delhi-110062.
 Ph: 011-29961280-83 Fax: 011-29961284
 E-mail : beetal@beetalfinancial.com website : www.beetalfinancial.com

In case of shareholder holding shares in Electronic Mode / Dematerialized form to -

The Depository Participant with whom your account is maintained.

All information should be accurate and complete so that you get the credit of dividend in time. Kindly attach a photocopy of a cheque from your cheque book issued by your bank for verifying the accuracy of the MICR code no. indicated at the bottom of the cheque. Please note that these instructions will supersede all your previous bank mandates/details including those that may have been incorporated at the time of opening a beneficiary account with the Depository Participant.

In view of the advantage of the ECS facility of payment of dividend, it is advised that the shareholders may avail of the facility.

Yours faithfully,
 For **Container Corporation of India Limited**

Sd/-
 (Harish Chandra)
 Group General Manager (Finance) & Company Secretary

Date: 25.07.2013
 Place : New Delhi



ECS MANDATE FORM

CONTAINER CORPORATION OF INDIA LTD.

(A Govt. of India Undertaking)

CONCOR Bhawan, C-3, Mathura Road, Opp. Apollo Hospital, New Delhi-110076

Electronic Clearing Service Mandate Form

To,

Beetal Financial & Computer Services (P) Ltd.

Unit : Container Corporation of India Ltd.,
Beetal House, 3rd Floor, 99 Madangir,
Behind Local Shopping Centre, New Delhi-110062.
(In case of Shareholding in Physical form)

To,

The Depository Participant concerned
(In case of shareholding in Electron form)

Dear Sir/Madam,

Subject : ECS Mandate for Dividend Payment

Folio No. : / Client ID : DP ID.....

This is in response to the letter dated 2013 of Container Corporation of India Ltd. regarding the ECS facility for payment of dividend. The following is the updation of my bank account details and I hereby affirm my choice to opt for payment of dividend through ECS.

I understand that Container Corporation of India Ltd. also reserves the right to send the dividend payable to me by a physical dividend warrant / draft, on account of any unforeseen circumstances beyond the control of Container Corporation of India Ltd., that may affect the payment of dividend through ECS

1. First Shareholder's Name : Shri/Smt/Kum./M/s. _____
2. First Shareholder's Address: _____

_____ Pin Code _____
3. Particulars of Bank :
Bank Name _____
Branch _____
(Name & Address & Telephone No.) _____
Bank City _____
Account No. (As appearing in Cheque Book) _____
Account Type _____
9 digit MICR No. _____
as appearing on the Cheque
(Please enclose cancelled / photocopy of cheque)
4. PAN/GIR No. _____

I hereby declare that the particulars given above are correct and complete. If the transaction is delayed or not effected at all for reasons of incomplete or incorrect information, I would not hold container Corporation of India Ltd. responsible. I also agree for printing of the bank details on the dividend warrant / DD if the payment of dividend is effected by warrant / DD.

Place :

Date :

(Sole/First shareholder)

(Signature should be as per the specimen sign.
recorded with Container Corp. of India Ltd.)

Certification by the Bank

(This is required if cancelled cheque / photocopy of the cheque is not enclosed)

Certified that the Bank details furnished above are correct as per our records.

(Bank Stamp)

Date :

Signature of authorized official of the Bank





OFFICES

CONTAINER CORPORATION OF INDIA LTD.

CONCOR Bhawan, C-3, Mathura Road,
Opp. Apollo Hospital, New Delhi-110 076
Tel. : 41673093, 94, 95 & 96 Fax: 41673112
E-mail : investorrelations@concorindia.com
Website : www.concorindia.com

REGIONAL OFFICES

CENTRAL REGION

Container Corporation of India Ltd.
BPCL Building, 1st Floor, 7 Chitnavis Marg,
Near National Fire Service College,
Civil Lines, Nagpur-440001
Phones : 0712-2540406, 2540551
Fax : 0712-2554485
E-mail : cr.ro@concorindia.com

NORTHERN WESTERN REGION

Container Corporation Of India Ltd.,
North West Region 301, B- Block,
3rd Floor, Sakar-VII, Nehru Bridge Corner,
Ashram Road, Ahmedabad-380006.
Phones : 079-40273333
Fax : 079-40273334
E-mail : nwr.ro@concorindia.com

EASTERN REGION

Container Corporation of India Ltd.
10th Floor, Metro Rail Bhawan,
33/1, Jawaharlal Nehru Road,
Kolkata-700 071 (W.B.)
Phones : 033-22267151, 52, 53, 54
Fax : 033-22267106
E-mail : er.ro@concorindia.com

SOUTHERN REGION

Container Corporation of India Ltd.,
No. 51, Montieth Road, First Floor,
Egmore, Chennai-600 008
Phone : 044-28591931-34, 28591936, 28591937
Fax : 044-28591935
E-mail : sr.ro@concorindia.com

NORTHERN REGION

Container Corporation of India Ltd.
Inland Container Depot,
Tughlakabad New Delhi-110020
Phone : 011-26368100, 26362180
(Rly. 7358/59/60)
Fax : 011-26368085
E-mail : nr.ro@concorindia.com

SOUTH CENTRAL REGION

Container Corporation of India Ltd.
NO.602, 6th Floor, Navketan Building,
Opp : Clock Tower, Sarojini Devi Road,
Secunderabad-500003
Phone : 040-27808938, 27808939,
66315240, 66315241
Fax : 040-27800346
E-mail : scr.ro@concorindia.com

NORTHERN CENTRAL REGION

Container Corporation of India Ltd.
No.502, 5th Floor, P-5, Ocean Plaza
Sector-18
Noida-201301, U.P.
Phone : 0120-4052900
E-mail : ncr.mis@concorindia.com
Fax : 0120-2516310

WESTERN REGION

Container Corporation of India Ltd.
5th Floor, New Administrative Bldg.,
Central Railway, D.N. Road, Fort
Mumbai-400001
Phones : 022-22622053-54, 22679699, 22623725
Fax : 022-22624497
E-mail : wr.ro@concorindia.com



Think Container, Think CONCOR

CONTAINER CORPORATION OF INDIA LTD.

(A Govt. of India Undertaking)

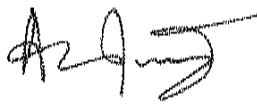
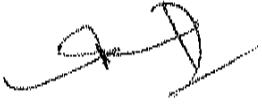

Regd. Office: CONCOR Bhawan, C-3, Mathura Road, Opp. Apollo Hospital, New Delhi - 110 076

Phone : 91-11-41673093, 94, 95, 96, Fax : 91-11-41673112

E-mail : co.pro@concorindia.com, Website: <http://www.concorindia.com>

Form A

Format of covering letter of the annual audit report to be filed with the Stock Exchange

1	Name of the company	Container Corporation of India Limited
2	Annual financial statements for the year ended	31 st March, 2013
3	Type of audit observation	Matter of Emphasis: (Refer Foot Note no. 2 of NOTE 5 "Fixed Assets"-Sale/Lease Deeds in respect of Land & Buildings valuing Rs.102.94 crore are yet to be executed in favour of the company. Our opinion is not qualified in respect of this matter)
4	Frequency of observation	{1} Pending execution of sale/lease deed in respect of land at Khatuwas valuing Rs.102.45 crore - Appeared for the first time. {2} Pending execution of sale/lease deed in respect of land at Gurgaon valuing Rs.0.49 crore - Appearing since FY 2005-06
5	To be signed by:	
	Chairman & Managing Director	
	Director (Finance)	
	Kumar Chopra & Associates Chartered Accountants Sunil Jain, Partner M.No. 80990	 24/06/2013
	Audit Committee Chairman	