



## **NOTICE OF 12<sup>TH</sup> ANNUAL GENERAL MEETING**

Notice is hereby given that the 12<sup>th</sup> Annual General Meeting of the Members of **MANGALORE SEZ LIMITED (MSEZL)** will be held on Friday, the 28<sup>th</sup> September, 2018 at 12:30 pm at The Ocean Pearl, Navabharath Circle, Kodialbail, Mangalore - 575 003 to transact the following business:

### **ORDINARY BUSINESS:**

1. To receive, consider and adopt
  - a. the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2018, the report of the Board of Directors and the report of the Auditors thereon; and
  - b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2018 and the report of the Auditors thereon.
2. To appoint a Director in place of Shri A.K. Sahoo (DIN: 07355933) who retires by rotation and being eligible, offers himself for re-appointment.

3. To appoint the Statutory Auditors

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

**“RESOLVED THAT** in accordance with the provisions of Sections 139, 141 and 142 of the Companies Act, 2013 and other applicable provisions, if any, read with rules framed there under (including any statutory modification or re-enactment thereof for the time being in force and as may be enacted from time to time) approval of the members be and is hereby accorded for the appointment of M/s Ray & Ray, Chartered Accountants, bearing Registration No.301072E, as the Statutory Auditors of the Company for a period of 5 years from the conclusion of 12<sup>th</sup> Annual General Meeting till the conclusion of 17<sup>th</sup> Annual General Meeting at such remuneration as may be decided by the Audit Committee / Board of Directors thereon”.

**FURTHER RESOLVED THAT** the Board of Directors (which term includes a duly constituted Audit Committee of the Board of Directors) be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable and expedient for giving effect to this Resolution and / or otherwise considered by them to be in the best interest of the Company.”

### **SPECIAL BUSINESS:**

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

**“RESOLVED THAT** pursuant to Section 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 (Act) read with the Companies (Appointment and Qualifications of Directors) Rules, 2014 (the Rules), including any statutory modification(s) or re-enactments thereof for the time being in force, and in accordance with the Articles of Association of the Company, **Shri Shashi Shanker (DIN: 06447938)**, who was appointed as an Additional Director of the Company with effect from October 16, 2017, pursuant to Section 161 of the Act and the Articles of Association of the Company, and who holds office up to the date of this Annual General Meeting of the Company, who being eligible, offers himself for appointment and in respect of whom a notice in



writing under Section 160 of the Act has been received from a member proposing his candidature for the office of Director, be and is, hereby appointed as Director (Nominee of ONGC) of the Company, liable to retire by rotation.”

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

“**RESOLVED THAT** pursuant to Section 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 (Act) read with the Companies (Appointment and Qualifications of Directors) Rules, 2014 (the Rules), including any statutory modification(s) or re-enactments thereof for the time being in force, and in accordance with the Articles of Association of the Company, **Smt. Cholpady Vathika Kamath (DIN: 05351602)**, who was appointed as an Additional Director of the Company with effect from November 14, 2017, pursuant to Section 161 of the Act and the Articles of Association of the Company, and who holds office up to the date of this Annual General Meeting of the Company, who being eligible, offers herself for appointment and in respect of whom a notice in writing under Section 160 of the Act has been received from a member proposing her candidature for the office of Director, be and is, hereby appointed as Director (Nominee of KCCI) of the Company, liable to retire by rotation.”

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

“**RESOLVED THAT** pursuant to Section 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 (Act) read with the Companies (Appointment and Qualifications of Directors) Rules, 2014 (the Rules), including any statutory modification(s) or re-enactments thereof for the time being in force, and in accordance with the Articles of Association of the Company, **Shri Saibal Kumar De (DIN: 00498241)**, who was appointed as an Additional Director of the Company with effect from December 22, 2017, pursuant to Section 161 of the Act and the Articles of Association of the Company, and who holds office up to the date of this Annual General Meeting of the Company, who being eligible, offers himself for appointment and in respect of whom a notice in writing under Section 160 of the Act has been received from a member proposing his candidature for the office of Director, be and is, hereby appointed as Director (Nominee of IL&FS) of the Company, liable to retire by rotation.”

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

“**RESOLVED THAT** pursuant to Section 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 (Act) read with the Companies (Appointment and Qualifications of Directors) Rules, 2014 (the Rules), including any statutory modification(s) or re-enactments thereof for the time being in force, and in accordance with the Articles of Association of the Company, **Shri Venkatesh Madhava Rao (DIN 07025342)**, who was appointed as an Additional Director of the Company with effect from June 25, 2018, pursuant to Section 161 of the Act and the Articles of Association of the Company, and who holds office up to the date of this Annual General Meeting of the Company, who being eligible, offers himself for appointment and in respect of whom a notice in writing under Section 160 of the Act has been received from a member proposing his candidature for the office of Director, be and is, hereby appointed as Director (Nominee of ONGC) of the Company, liable to retire by rotation.”

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

“**RESOLVED THAT** pursuant to Section 196, 197, 203 and other applicable provisions if any, of the Companies Act 2013 (“The Act”) read with Schedule V of the Act and the Companies (Appointment and Remunerations of Managerial Personnel) Rules, 2014 including any statutory modifications or enactments thereof from time to



time, approval of the Shareholders be and is hereby accorded for the re-appointment of Shri Paritosh Kumar Gupta (DIN: 01054182), as Managing Director for a further period of 1 year with effect from May 19, 2018, at a remuneration of Rs. 30.00 Lakhs per annum.

**“RESOLVED FURTHER THAT** the Board be and is hereby authorized to alter the terms and conditions of the said appointment in such a manner as may be agreed by the Board and Shri Paritosh Kumar Gupta so as, not to exceed the limits specified in Section 196, 197 and Schedule V of the Companies Act, 2013, or any amendment thereto or enactments thereof with effect from such date as may be decided the Board.”

**“RESOLVED FURTHER THAT,** notwithstanding anything herein contained, where in any financial year during the currency of the tenure of re-appointment of Shri Paritosh Kumar Gupta as Managing Director, if the Company has no profits or its profits are inadequate, the company shall pay to Shri Paritosh Kumar Gupta, the above remuneration by way of salary and perquisites as minimum remuneration but not exceeding the limits specified under Clause A of Section II of Part II of Schedule V, Clause (d) of Section III of Part II of Schedule V to the Companies Act, 2013, or such other limits as may be prescribed by the Central Government from time to time as minimum remuneration.”

**“RESOLVED FURTHER THAT** Shri V. Phani Bhushan, Company Secretary be and are hereby severally authorized to file e-forms with the Ministry of Corporate Affairs / Registrar of Companies, Karnataka and to do all such acts, deeds and things as may be deemed necessary to give effect to this resolution.”

**By Order of the Board of Directors  
For Mangalore SEZ Limited**

Place: New Delhi  
Date : 05<sup>th</sup> September, 2018

**Phani Bhushan V.  
Company Secretary**



**NOTES:**

1. A Member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a Member of the Company. Proxies in order to be effective must be received by the Company at its registered office not later than forty-eight hours before the commencement of the meeting. Proxies submitted on behalf of companies, societies, etc. must be supported by an appropriate resolution / authority, as applicable. A person shall not act as a Proxy for one or more members and holding in the aggregate not more than ten percent of the total voting share capital of the Company. However, a single person may act as a proxy for a member holding more than ten percent of the total voting share capital of the Company provided that such person shall not act as a proxy for any other person.
2. Every member entitled to vote at the Annual General Meeting of the Company can inspect the proxies lodged at the Company at any time during the business hours of the Company during the period beginning twenty four hours before the time fixed for the commencement of the Annual General Meeting and ending on the conclusion of the meeting. However, a prior notice of not less than 3 (three) days in writing of the intention to inspect the proxies lodged shall be required to be provided to the Company.
3. The relevant Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of items 4 to 8 of the Notice is **annexed** hereto.
4. The statement of the particulars of Directors seeking appointment / re-appointment as per the corporate governance regulations is **Annexed** to the Notice and forms part of the Annual Report.
5. Relevant documents if any, referred to in the accompanying notice are open for inspection by the members at the Registered Office of the Company on all working days, except Saturdays, between 11.00 a.m. and 1.00 p.m. up to the date of the Meeting.
6. Members are requested to inform the Company, immediately of change in their particulars, including their residential status.
7. Nomination facility: Pursuant to Section 72 of the Companies Act, 2013 (corresponding section 109A of the Companies Act, 1956) individual / joint members are entitled to register nomination in respect of the shares held by them in Form No.SH-13 and send it to the Company.
8. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
9. The Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
10. Route map for venue of 12<sup>th</sup> AGM is annexed.



## **ANNEXURE TO THE NOTICE**

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

#### **Item No.4:**

Oil and Natural Gas Corporation Limited (ONGC), has vide their letter Ref. No. ONGC/CS/Sub&JV/2017, dated 10<sup>th</sup> October 2017 has nominated Shri Shashi Shanker, (DIN 06447938) Chairman & Managing Director of ONGC as Director and Chairman on the Board of MSEZL, consequent on superannuation of Shri D.K. Sarraf.

Pursuant to provisions of Section 161 of the Companies Act, 2013, read with Articles of Association of the Company, the Board of Directors have appointed Shri Shashi Shanker as an Additional Director (Nominee of ONGC) and as Chairman of the Company with effect from October 16, 2017.

Shri Shashi Shanker will hold office up to the date of this AGM. The Company has received notice in writing under the provisions of Section 160 of the Companies Act, 2013, from a member proposing the candidature of Shri Shashi Shanker for the office of Director.

Copy of the notice received under Section 160 of the Companies Act, 2013 is available for inspection by the members at the Registered Office of the Company during the business hours on all working days at the registered office of the Company up to the date of the meeting.

Shri Shashi Shanker is a Petroleum Engineer from Indian School of Mines (ISM), Dhanbad. He also holds an MBA degree with specialization in Finance. He has also received executive education from prestigious Indian Institute of Management, Lucknow and Indian School of Business, Hyderabad.

Shri Shashi Shanker is an industry veteran with over 30 years of experience in diverse E&P activities. Prior to his appointment as Director (T&FS) of ONGC in 2012, he has progressed through senior management roles in various work-centers including Institute of Drilling Technology, Dehradun; West Bengal Project; Assam Project and Deep-Water group at Mumbai. He was acclaimed for his performance in spearheading the deep / ultra-deep-water campaign of ONGC which was christened 'Sagar Samridhhi'.

Under his leadership, ONGC drilled the deepest deep-water well covering a water depth of 3174 metres, a world record. He also led the team to one of the finest Drilling performance in FY'17 when ONGC set a new record of drilling over 500 wells in 2016-17. This is the first time in 23 years that ONGC has crossed the 500-well mark.

Under his guidance, ONGC has led the delivery of cutting-edge IT solutions that drive growth, streamline performance and promote efficiency. He has provided much needed support for effective use of ERP and SCADA platform for real time information. During his tenure, ONGC has conceptualized an ambitious company wide project called "DISHA" for creation of a paperless office platform, the implementation of which is now underway. His vision and dynamic attributes have helped in making numerous operational and policy initiatives and steering the company through many milestones.

Currently Shri Shashi Shanker is the Chairman and Managing Director of ONGC. The appointment of Shri Shashi Shanker, as Director was made during the third quarter of FY 2017-18, hence he has attended 2 Board meetings during the year.



Shri Shashi Shanker is not related to any of the Directors of the Board. He doesn't hold any equity shares of the Company. Accordingly, the Board of Directors of the Company recommends passing of the Ordinary Resolution set out in this item for your approval. None of the Directors, Key Managerial Personnel and their relatives except Shri Shashi Shanker is concerned or interested in this resolution. The Board recommends the resolution for your approval.

**Item No.5**

Kanara Chamber of Commerce and Industry (KCCI) vide its letter dated October 11, 2017 has nominated Smt. Cholpady Vathika Kamath (DIN: 05351602), President of KCCI as Director on the Board of the company.

Pursuant to provisions of Section 161 of the Companies Act, 2013, read with Articles of Association of the Company, the Board of Directors have appointed Smt. Cholpady Vathika Kamath as an Additional Director (Nominee of KCCI) of the Company with effect from November 14, 2017.

Smt. Cholpady Vathika Kamath will hold office up to the date of this AGM. The Company has received notice in writing under the provisions of Section 160 of the Companies Act, 2013, from a member proposing the candidature of Smt. Cholpady Vathika Kamath for the office of Director.

Copy of the notice received under Section 160 of the Companies Act, 2013 is available for inspection by the members at the Registered Office of the Company during the business hours on all working days at the registered office of the Company up to the date of the meeting.

Smt. Cholpady Vathika Kamath holds a Master's Degree in Business Administration (MBA) from Manipal University. She has secured first rank and gold medal in MBA with finance as specialisation in the year 2011 from Manipal University. She has also secured the best outgoing student award from Manipal University. Smt. Vathika has secured first rank and gold medal in B.Com under Mangalore University in the year 2008-09. Smt. Vathika is the proprietor of M/s Vathika International Travels, a travel agency which aims at customizing tour packages of all kinds both domestic and international. Smt. Vathika has been a member of Board of Directors of KCCI for the last 6 Years and is presently the President of KCCI.

The appointment of Smt. Cholpady Vathika Kamath, as Director was made during the third quarter of FY 2017-18, hence she has attended one Board meeting during the year.

Smt. Cholpady Vathika Kamath is not related to any of the Directors on the Board. She doesn't hold any equity shares of the Company. Accordingly, the Board of Directors of the Company recommends passing of the Ordinary Resolution set out in this item for your approval. None of the Directors, Key Managerial Personnel and their relatives except Smt. Cholpady Vathika Kamath is concerned or interested in this resolution. The Board recommends the resolution for your approval.

**Item No.6**

Infrastructure Leasing and Financial Services Ltd (IL&FS) vide their letter dated November 09, 2017 has nominated Shri Saibal Kumar De (DIN 00498241) as Director on the Board of MSEZL.

Pursuant to provisions of Section 161 of the Companies Act, 2013, read with Articles of Association of the Company, the Board of Directors have appointed Shri Saibal Kumar De as an Additional Director (Nominee of IL&FS) of the Company with effect from December 22, 2017.



Shri Saibal Kumar De will hold office up to the date of this AGM. The Company has received notice in writing under the provisions of Section 160 of the Companies Act, 2013, from a member proposing the candidature of Shri Saibal Kumar De for the office of Director.

Copy of the notice received under Section 160 of the Companies Act, 2013 is available for inspection by the members at the Registered Office of the Company during the business hours on all working days at the registered office of the Company up to the date of the meeting.

Shri Saibal Kumar De has done his B. Tech (Chemical) from IIT, Kharagpur and has also done short courses on Project Management and Infrastructure Finance & Project Development from IIM.

Shri Saibal Kumar De has more than 30 years of work experience spread across sectors and he has been specifically associated with the infrastructure sector for more than last 15 years. Shri Saibal Kumar De has been responsible for the conceptualization, structuring, implementation and delivery of many PPP projects across multiple sectors while working in partnership with the various State Governments. His extensive experience in infrastructure spans across maritime projects, logistics, urban infrastructure, industrial parks, SEZs etc. He has been actively involved in various forums for the policy making and sector related reforms. He has successfully steered IMICL's delivery of projects from the development to operational stage. He is presently the Whole Time Director and Chief Executive officer at IL&FS Maritime Infrastructure Company Ltd ( IMICL).

The appointment of Shri Saibal Kumar De, as Director was made during the third quarter of FY 2017-18, hence he has attended 1 Board meeting during the year.

Shri Saibal Kumar De is not related to any of the Directors on the Board. He doesn't hold any equity shares of the Company. Accordingly, the Board of Directors of the Company recommends passing of the Ordinary Resolution set out in this item for your approval. None of the Directors, Key Managerial Personnel and their relatives except Shri Saibal Kumar De is concerned or interested in this resolution. The Board recommends the resolution for your approval.

**Item No.7**

ONGC vide its letter reference ONGC/CS-MSEZ/2018 dated June 14, 2018 has nominated Shri Venkatesh Madhava Rao (DIN 07025342), Managing Director of MRPL as Director on the Board of Mangalore SEZ Limited.

Pursuant to provisions of Section 161 of the Companies Act, 2013, read with Articles of Association of the Company, the Board of Directors have appointed Shri Venkatesh Madhava Rao as an Additional Director (Nominee of ONGC) of the Company with effect from June 25, 2018.

Shri Venkatesh Madhava Rao will hold office up to the date of this AGM. The Company has received notice in writing under the provisions of Section 160 of the Companies Act, 2013, from a member proposing the candidature of Shri Venkatesh Madhava Rao for the office of Director.

Copy of the notice received under Section 160 of the Companies Act, 2013 is available for inspection by the members at the Registered Office of the Company during the business hours on all working days at the registered office of the Company up to the date of the meeting.



Shri Venkatesh Madhava Rao is a Chemical Engineer having over three decades of experience in Oil & Gas Sector. He is associated with Mangalore Refinery and Petrochemicals Ltd (MRPL) since 1994 and has executed all major projects.

Currently Shri Venkatesh Madhava Rao is the Managing Director of Mangalore Refinery and Petrochemicals Limited. The appointment of Shri Venkatesh Madhava Rao, as Director was made during the FY 2018-19, hence attendance at the Board meetings is not applicable.

Shri Venkatesh Madhava Rao is not related to any of the Directors on the Board. He doesn't hold any equity shares of the Company. Accordingly, the Board of Directors of the Company recommends passing of the Ordinary Resolution set out in this item for your approval. None of the Directors, Key Managerial Personnel and their relatives except Shri Venkatesh Madhava Rao is concerned or interested in this resolution. The Board recommends the resolution for your approval.

#### Item No.8

The Board of Directors at the 53<sup>rd</sup> meeting held on May 14, 2018 have re-appointed Shri Paritosh Kumar Gupta, as the Managing Director of the company for further period of 1 year with effect from 19<sup>th</sup> May, 2018 at a remuneration of Rs.30 lakhs p.a., subject to the approval of the shareholders in the General Meeting. The Remuneration would be reimbursed by the company on receipt of payment advice from IL&FS.

Statement of Particulars required to be furnished as part of Schedule V of the Companies Act, 2013:

S.No	Particulars	Details			
<b>I General Information</b>					
1	Nature of Industry	Development, Operation and Maintenance of Multi Product Special Economic Zone.			
2	Date <del>or expected date</del> of commencement of commercial production	01 <sup>st</sup> April 2015			
3	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable			
4	Financial performance based on given indicators	Particulars	FY 2017-18 (Rs. in Cr)	FY 2016-17 (Rs. in Cr)	FY 2015-16 (Rs. in Cr)
		Turnover	177.37	134.72	118.42
		Expenses	166.45	125.58	117.19
		Profit Before Tax	10.92	9.14	1.23
		Profit After Tax	3.66	(5.98)	(12.02)
		Net Comprehensive Income.	3.67	(6.13)	(12.04)
5	Foreign investments or collaborations, if any.	Nil			



<b>II Information about the appointee</b>		
1	Background details	Shri Paritosh Kumar Gupta, 56 years, holds a Masters Degree in Economics from Delhi School of Economics, and an MBA from IIM, Lucknow with specialization in finance and marketing. He is a business leader & strategist with over 31 years broad-based experience in leading & transforming businesses / organizations and in developing, marketing, managing & financing infrastructure projects with extensive exposure to business partnerships with Governments.
2	Past remuneration drawn in the Company	Rs 56 Lakhs per annum from May 2015 – May 2016 Rs 56 Lakhs per annum from May 2016 – May 2017 Rs 30 Lakhs per annum from May 2017 – May 2018
3	Recognition or awards	He is the recipient of the British Nehru Fellowship Award (1994) and Monbusho Fellowship Award (1996), Japan.  Participated in Leadership Management programme on "Achieving Outstanding Performance Programme" held by INSEAD in Fontainebleau Cedex, France in September 2008
4	Job profile and his suitability	Out of the 31 years' experience, during the last about 14 years, Mr Paritosh Gupta has been managing infrastructure project development and financing companies and running them profitably at leadership or CEO levels. He has also been working with high quality Board members of Government, Public Sector Undertakings, Financial Institutions, Institutional Investors etc. This interaction and management have given him a very rich experience in running and managing progressive companies.  Having studied in some of the finest institutions in India and abroad with proven management, leadership and institution building experience and adequate knowledge and experience in running infrastructure and financing companies profitably, Mr Paritosh Gupta is eminently suitable for the post.
5	Remuneration proposed	Rs. 30 Lakhs per annum
6	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	Considering size of the company and profile of Mr Paritosh Gupta in terms of educational qualification, experience and proven management, leadership and institution building experience, his comparative remuneration profile with respect to the industry appears to be at a very modest level.
7	Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.	Nil
<b>III Other Information</b>		
1	Reasons of loss or inadequate profits	<ul style="list-style-type: none"> <li>- Anticipated power revenues could not be met because of demand side constraints.</li> <li>- Delay in taking the possession of the land by 2 units resulted in non-recognition of revenues from land.</li> </ul>



2	Steps taken or proposed to be taken for improvement	<ul style="list-style-type: none"><li>- Increase in power sales due to more units starting their commercial operations and measures taken for reducing the power purchase cost.</li><li>- Marketing efforts for leasing the balance land.</li><li>- Revenues will increase on account of supply of water, CETP usage etc by the upcoming units due to start of their commercial operations.</li></ul>
3	Expected increase in productivity and profits in measurable terms	<ul style="list-style-type: none"><li>- During the FY 2018-19, the Company anticipates for improvement in the revenues and margins.</li></ul>
<b>IV Disclosures are provided in the Corporate Governance Report.</b>		

The details of Board meeting attendance and other details of Shri Paritosh Kumar Gupta have been mentioned in the Corporate Governance Report which is forming part of the Board's Report. Shri Paritosh Gupta holds 500 equity shares of Rs.10 each in Mangalore SEZ Limited.

In order to comply with provisions of Section 203 of the Companies Act, 2013 and in order to have continuity and stability in the operations of the Company, the Board of Directors recommends the resolution for your approval.

Except Shri Paritosh Kumar Gupta, who may be deemed to be concerned or interested in his own appointment, none of the other Directors, Key Managerial Personnel & their relatives are concerned or interested in the said resolution.

**By Order of the Board of Directors  
For Mangalore SEZ Limited**

**Place: New Delhi  
Date : 05<sup>th</sup> September, 2018**

**Phani Bhushan V.  
Company Secretary**

### Annexure to the Notice

Details of the Directors seeking Appointment/Re-appointment at the forthcoming Annual General Meeting

Name of Director	Shri Akshaya Kumar Sahoo	Shri Shashi Shanker	Smt. Cholpady Vathika Kamath	Shri Saibal Kumar De	Shri Venkatesh Madhava Rao	Shri Paritosh Kumar Gupta
Date of Birth	04/05/1963	02/03/1961	20/10/1988	29/10/1959	11/01/1965	21/06/1962
Date of Appointment	12/02/2016	16/10/2017	14/11/2017	22/12/2017	25/06/2018	19/05/2015
Expertise in specific functional areas	<p>He has over three decades of experience in management &amp; finance with various State and Central PSUs. He has served in diverse sectors like Mining, Manufacturing, and Service before turning to Refining and Petrochemicals Industry in India's Oil &amp; Gas. Shri Akshaya Kumar Sahoo worked in various capacities with various State and Central PSUs viz. Industrial Development Corporation of Odisha (1992), Power Corporation (1996), Dredging Corporation of India (2002) before joining MRPL.</p>	<p>Shri Shashi Shanker is an industry veteran with over 30 years of experience in diverse E&amp;P activities. Prior to his appointment as Director (T&amp;FS) of ONGC in 2012, he has progressed through senior management roles in various work-centers including Institute of Drilling Technology, Dehradun; West Bengal Project; Assam Project and Deep-Water group at Mumbai. He was acclaimed for his performance in spearheading the deep/ultra-deep-water campaign of ONGC which was christened 'Sagar Samridhhi'.</p>	<p>Smt Vathika is the proprietor of M/s Vathika International Travels, a travel agency which aims at customizing tour packages of all kinds both domestic and international. Smt Vathika has been a member of Board of Directors of KCCI for the last 6 Years and is presently the President of KCCI.</p>	<p>Shri Saibal Kumar De has more than 30 years of work experience spread across sectors and he has been specifically associated with the infrastructure sector for more than last 15 years. Shri Saibal Kumar De has been responsible for the conceptualization, structuring, implementation and delivery of many PPP projects across multiple sectors while working in partnership with the various State Governments. His extensive experience in infrastructure spans across maritime projects, logistics, urban infrastructure, industrial parks, SEZs etc.</p>	<p>Shri Venkatesh is having over three decades of experience in Oil &amp; Gas Sector. He is associated with Mangalore Refinery and Petrochemicals Ltd (MRPL) since 1994 and has executed all major projects.</p>	<p>He is a business leader &amp; strategist with over 30 years broad-based experience of leading &amp; transforming businesses/ organizations, developing-marketing-managing &amp; financing infrastructure projects and extensive exposure to business partnerships with governments.</p>

<p><b>Qualification</b></p>	<p>Shri A.K. Sahoo is a Fellow Member of the Institute of Cost Accountants of India. He is a Post Graduate in Analytical and Applied Economics from Utkal University, Odisha, from where he also graduated in science with a first class.</p>	<p>Shri Shashi Shanker is a Petroleum Engineer from Indian School of Mines (ISM), Dhanbad. He also holds an MBA degree with specialization in Finance. He has also received executive education from prestigious Indian Institute of Management, Lucknow and Indian School of Business, Hyderabad.</p>	<p>Smt. Vathika Kamath holds a Master's Degree in Business Administration (MBA) from Manipal University. She has secured first rank and gold medal in MBA with finance as specialisation in the year 2011 from Manipal University. She has also secured the best outgoing student award from Manipal University. Mrs Vathika has secured first rank and gold medal in B.Com under Mangalore University in the year 2008-09.</p>	<p>Shri Saibal Kumar De has done his B. Tech (Chemical) from IIT, Kharagpur and has also done short courses on Project Management and Infrastructure Finance &amp; Project Development from IIM.</p>	<p>Chemical Engineer</p>	<p>M.A. (Economics) from Delhi School of Economics (1985) and holds Masters in Business Administration from Indian Institute of Management Lucknow with specialization in Marketing and Finance (1987).</p>
<p><b>List of other companies in which directorship is held as on March 31, 2018*</b></p>	<ol style="list-style-type: none"> <li>1. Mangalore Refinery and Petrochemicals Limited (MRPL)</li> <li>2. ONGC Mangalore Petrochemicals Limited (OMPL)</li> </ol>	<ol style="list-style-type: none"> <li>1. Oil and Natural Gas Corporation Ltd. (ONGC)</li> <li>2. ONGC Videsh Limited (OVL)</li> <li>3. Mangalore Refinery and Petrochemicals Limited (MRPL)</li> <li>4. ONGC Petro additions Limited (OPaL)</li> <li>5. ONGC Tripura Power Company Limited (OTPC)</li> <li>6. ONGC Mangalore Petrochemicals Limited (OMPL)</li> <li>7. Petronet LNG Ltd (PLL)</li> </ol>	<ol style="list-style-type: none"> <li>1. Kanara Chamber of Commerce and Industry</li> </ol>	<ol style="list-style-type: none"> <li>1. IL&amp;FS Maritime Infrastructure Company Ltd</li> <li>2. Balaji Infra Projects Ltd</li> <li>3. IMICL Dighi Maritime Ltd</li> <li>4. Porto Novo Maritime Ltd</li> <li>5. IL&amp;FS water Ltd</li> <li>6. IL&amp;FS Paradip Refinery Ltd</li> <li>7. Gujarat Integrated Maritime Complex Pvt Ltd</li> <li>8. Sealand Warehousing Pvt. Ltd</li> <li>9. Vizag Agriport Pvt. Ltd</li> <li>10. India Tourist &amp; Heritage Village Pvt. Ltd.</li> </ol>	<p>Directorships held as at 25<sup>th</sup> June 2018.</p> <ol style="list-style-type: none"> <li>1. Mangalore Refinery and Petrochemicals Ltd</li> <li>2. ONGC Mangalore Petrochemicals Limited</li> <li>3. Petronet MHB Limited</li> <li>4. Shell MRPL Aviation Fuel and Services Limited</li> </ol>	<ol style="list-style-type: none"> <li>1. Urban Mass Transit Company Limited</li> <li>2. Uttarakhnad Infrastructure Projects Company Limited</li> <li>3. Bengal Urban Infrastructure Development Limited</li> <li>4. Andhra Pradesh Urban Infrastructure Asset Management Ltd</li> <li>5. PDCOR Limited</li> <li>6. Mangalore STP Limited</li> <li>7. MSEZ Power Limited</li> </ol>

Chairman / Member of the Committees of the Board of the other Companies in which he / she is a director as on March 31, 2018*	Mangalore Refinery and Petrochemicals Limited – Member of Stakeholders Relationship Committee. ONGC Mangalore Limited – Member of Audit Committee.	Nil	Nil	IMICL Dighi Maritime Ltd – Member of Audit Committee.	Shell MRPL Aviation Fuel and Services Ltd – Audit Committee member.	1. Urban mass Transit Company Ltd- member of audit Committee 2. Uttarakhand Infrastructure Projects Company Ltd- member of share allotment and transfer committee
Equity Shares held in the Company	Nil	Nil	Nil	Nil	Nil	500
Relationship between Directors inter-se	Nil	Nil	Nil	Nil	Nil	Nil

\* Directorships and Committee memberships in Mangalore SEZ Ltd and its Committees are not included in the aforesaid disclosure. The directorships in Private Limited Companies, Foreign Companies and Section 8 companies and their Committee memberships are excluded. Membership and Chairmanship of Audit Committees and Stake holders' relationship Committees of only public Companies have been included in the aforesaid table.