

## NOTICE

### 53rd Annual General Meeting

Date	: 20th September, 2011
Day	: Tuesday
Time	: 1500 hrs
Venue	: Grand Ball Room, Hotel Taj Krishna Road No.1, Banjara Hills Hyderabad - 500 034

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# 53rd AGM Notice

No.CS/53-AGM/2011

Dated: 08.08.2011

## Notice

Notice is hereby given that the 53rd Annual General Meeting of NMDC Limited (AGM) will be held at 1500 hours on Tuesday, the 20th September, 2011 at Grand Ball Room, Hotel Taj Krishna, Road No.1, Banjara Hills, Hyderabad - 500 034 to transact the following business:

### A. ORDINARY BUSINESS:

#### 1. Adoption of Audited Accounts, Directors' and Auditors' Reports

To receive, consider and adopt the Profit & Loss Account for the financial year ended 31st March, 2011, the Balance Sheet as at that date and the Directors' and Auditors' Reports thereon.

#### 2. Declaration of Dividend

To declare the Final Dividend as recommended by the Board.

#### 3. Re-appointment of Directors

i) To appoint Shri. Rana Som, Chairman and Managing Director, who retires by rotation and is eligible for re-appointment.

ii) To appoint Shri N.K. Nanda, as Director (Technical), who retires by rotation and is eligible for re-appointment.

iii) To appoint Shri S. Thiagarajan, as Director (Finance), who retires by rotation and is eligible for re-appointment.

iv) To appoint Shri S. Machendranathan, as Director, who retires by rotation and is eligible for re-appointment.

v) To appoint Shri U.P. Singh, as Director, who retires by rotation and is eligible for re-appointment.

vi) To appoint Shri Y.K. Sharma, as Director, who retires by rotation and is eligible for re-appointment.

vii) To appoint Shri Abdul Kalam, as Director, who retires by rotation and is eligible for re-appointment.

viii) To appoint Shri K. S. Raju, as Director, who retires by rotation and is eligible for re-appointment.

ix) To appoint Lt. Gen. (Retd.) Arvind Mahajan, as Director, who retires by rotation and is eligible for re-appointment.

#### 4. Remuneration of Statutory Auditors

In terms of the amended Section 224 of the Companies Act, 1956 vide Clause (aa) of Sub-section 8, the remuneration of Auditors of Government Companies, appointed by Comptroller and Auditor General of India, shall be fixed by the Company in General Meeting or in such manner as the Company in General Meeting may determine. Hence, it is proposed that the members may fix the remuneration of the Statutory Auditors of the Company for the year 2011-12, as may be deemed fit.

### B.

#### SPECIAL BUSINESS:

#### 5.

To consider and if thought fit to pass with or without modification the following resolution as an ordinary resolution:

#### "RESOLVED THAT

Shri G.B. Joshi be and is hereby appointed as Director (Personnel) of the Company on the existing terms of his appointment, who is liable to retire by rotation."

#### 6.

To consider and if thought fit to pass with or without modification the following resolution as an ordinary resolution:

#### "RESOLVED THAT

Shri R.N. Aga be and is hereby appointed as Director of the Company on the existing terms of his appointment, who is liable to retire by rotation."

# NMDC Limited

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7. To consider and if thought fit to pass with or without modification the following resolution as an ordinary resolution:

**"RESOLVED THAT**

Mrs. Parminder Hira Mathur be and is hereby appointed as Director of the Company on the existing terms of her appointment, who is liable to retire by rotation."

8. To consider and if thought fit to pass with or without modification the following resolution as an ordinary resolution:

**"RESOLVED THAT**

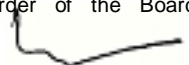
Shri D. Rath be and is hereby appointed as Director of the Company on the existing terms of his appointment, who is liable to retire by rotation."

9. To consider and if thought fit to pass with or without modification the following resolution as an ordinary resolution:

**"RESOLVED THAT**

Shri S. Bose be and is hereby appointed as Director (Production) of the Company on the existing terms of his appointment, who is liable to retire by rotation."

By Order of the Board

  
**(Kumar Raghavan)**  
Company Secretary &  
Executive Director (CC)

Place : Hyderabad  
Date : 08.08.2011

**Copy to:**

1. All Members
2. Statutory Auditors

**Enclosures:**

1. Notes to Notice.
2. An Explanatory Statement pursuant to Section 173(2) of the Companies Act, 1956 in respect of Special Business.
3. Proxy Form
4. Attendance Slip.
5. ECS Form
6. A copy of the 53rd Annual Report of the Company for the year 2010-11.

# 53rd AGM Notice

## Notes to the Notice

1. None of the Directors of the Company are interested in the business except to the extent of their appointment / re-appointment and shareholding which is below 2% of the paid - up capital of the Company.
2. A Member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and such proxy need not be a Member of the Company. A blank Proxy Form also enclosed.
3. Should any Member choose to exercise his / her right to appoint a proxy, the proxy form duly completed should be deposited at the Registered Office of the Company not less than forty eight (48) hours before the time of holding of the Meeting.
4. Government of India has divested 8.38% of paid up capital of the Company out of the shares held by the President of India in the month of March, 2010, as a result of divestment the public holding increased from 1.62% to 10%.
5. During the year the Company had paid an interim dividend @ Rs.1.15 per share totaling to Rs.455.94 crore on the nominal value of the paid-up equity shares of the Company to the Members.  
Final Dividend @ Rs.2.15/- per share as recommended by Board, if declared by the members at the meeting, will be paid / dividend warrants despatched with effect from 14.10.2011 by the Company to those Members, whose names appear in the Register of Members of the Company as on 17.09.2011, being the book closure commencement date and also to the Beneficial Owners of shares held in electronic form on the said date as per the details furnished by the Depositories for this purpose.
8. The Register of Members and Share Transfer Books of the Company will remain closed from 17.09.2011 to 20.09.2011 (both days inclusive).

9. An Explanatory Statement pursuant to section 173(2) of the Companies Act, 1956 is enclosed.

10. (i) The Company has appointed Aarathi Consultants Private Limited as Share Transfer Agent (STA) of NMDC Ltd. The address and contact numbers are given below:

Mr. G. Bhaskara Murthy  
General Manager,  
M/s. Aarathi Consultants Pvt Ltd.,  
D.No. 1-2-285, Domalguda  
Hyderabad - 500 029.  
Phone Nos. 040-27638111/27634445,  
Fax No. 040-27632184  
Email : [ims@nmdc.co.in](mailto:ims@nmdc.co.in),  
[info@aarthiconsultants.com](mailto:info@aarthiconsultants.com)  
Web site : [www.aarthiconsultants.com](http://www.aarthiconsultants.com)

Members are requested to correspond at above address with STA on all the matters relating to share transfers/ dividend etc., and also for any clarifications thereon.

- (ii) It is to inform that shares of your Company have been dematerialized in Central Depository Services (India) Limited (CDSL) and National Securities Depository Limited (NSDL). The ISIN number allotted is "ISIN-INE584A01023". Members are advised to get in touch with the Depository participant (DP)/STA for any clarification on dematerialization of shares held.
- (iii) Members are requested to correspond with M/s Karvy Computershare Pvt. Ltd., Registrar to the Offer for Sale made by Government of India on all matters relating to divestment of 8.38% shares held by the President of India in the Company aggregating 33,22,43,200 equity shares of Re.1/- each in the month of March, 2010, at the following address:

The Register of Members and Share Transfer Books of the Company will remain closed from 17.09.2011 to 20.09.2011 (both days inclusive).

Members are requested to bring their copy of this Report to the meeting.

# NMDC Limited

Mr. M. Murali Krishna,  
Karvy Computershare Pvt. Ltd.,  
Plot No. 17-24,  
Vittal Rao Nagar,  
Madhapur, Hyderabad - 500 081,  
Tel: 040-23420815,  
Fax: 040-23431551,  
Email : nmdc.ipo@karvy.com /  
einward.ris@ karvy.com  
Website : www.karvy.com

11. Members are requested to notify immediately, any change in their address, with complete postal address, with PIN, telephone numbers and email address etc. at the following address:

- (i) The Company Secretary & Executive Director (CC)  
Khanij Bhavan, 10-3-311/A  
Castle Hills, Masab Tank  
Hyderabad - 500 173.  
Phone No.040-2353 8757  
Fax No.040-2353 8759  
E-mail: ims@nmdc.co.in  
Web site: www.nmdc.co.in
- (ii) The General Manager  
M/s Aarthi Consultants Pvt Ltd  
D.No. 1-2-285, Domalguda  
Hyderabad - 500 029.  
Phone Nos. 040-27638111/27634445  
Fax No. 040-27632184  
Email: info@aarthiconsultants.com  
ims@nmdc.co.in

12. The Securities and Exchange Board of India (SEBI) and Ministry of Corporate Affairs (MCA) have made it mandatory for all the Listed

Companies to offer Electronic Clearing Service (ECS) facilities for payment of dividend, wherever applicable. This facility offers various benefits like timely credit of dividend to the shareholders account, elimination of loss of instrument in transit or fraudulent encashment etc.

In view of the above:

- (i) Shareholders holding shares in Physical Form and desirous of availing the facility are requested to complete ECS form attached to this Annual Report and forward the same to the Company's Share Transfer Agent (STA) for effecting ECS payment.

Shareholders holding shares in Dematerialized Form are requested to provide the Bank details in the attached ECS form in this annual report to their Depository Participants (DP) for

13. Members are requested to register their e-mail address and changes therein from time to time with the Depository Participants in case shares are in dematerialized form and with the Share Transfer Agent of the Company in case shares are in Physical Form for service of documents, notices, annual reports etc. through e-mail as per the Green Initiatives in the Corporate Governance issued by Ministry of Corporate Affairs, Government of India vide Circular No.17/2011 which is available at www.mca.gov.in.

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## 14. Brief Resume of the Directors

Name	Shri RANA SOM	Shri N.K. NANDA	Shri S. THIAGARAJAN
<b>Date of Birth &amp; Age</b>	01.01.1952 & 59 years	28.07.1960 & 50 years	30.12.1954 & 56 years
<b>Date of Appointment</b>	02.1 1.2007	01.12.2008	09.07.2009
<b>No. of shares held in NMDC</b>	Nil	320	Nil
<b>Qualifications</b>	MA (Economics) PG Diploma in Personnel Management	i) B.Tech.(Mining) from ISM, Dhanbad. ii) M.Tech. (By Research) from ISM, Dhanbad in Mining Engg.	Bachelor of Science, Chartered Accountant
<b>Expertise in specific functional area</b>	Shri Rana Som has specific expertise and vast experience in the area of Human Resource Management. He has been known to be an expert in Corporate Management involving restructuring, turnaround development of core strength, expansion and diversification through horizontal and vertical integration. He is known for being a successful turnaround strategist for Hindustan Copper Ltd., a large public sector enterprise, which was successfully turned around under his leadership. He also a recognized expert in the field of mergers and acquisitions specially relating to mineral assets. He has exemplary leadership skills and known to have acquired a high degree of success in this area. His meticulous planning, aggressive marketing strategy and re-engineering skills impacted every Company he has worked in.	1. Qualified Engineer for mine plan preparation. 2. Expert in the field of blasting and slope stability in large opencast mines. 3. Qualified System Analyst for opencast mines and project monitoring. 4. Expert in the field of mineral processing, particularly beneficiation of low grade iron ore. 5. Expert in merger and acquisition activities. Can lead team to successful acquisition and diversification. 6. Expert in Long-term Strategic Planning and Project Implementation.	As Finance Director of NMDC, statutorily responsible for timely submission of financial statements of the company to the statutory authorities / shareholders. Expertise in i) corporate tax management ii) project appraisal and financing iii) financial concurrence to proposals for revenue and capital items for existing and new projects as per the special requirements of a PSU iv) optimum deployment of company's cash resources in various investment opportunities/ CAPEX avenues v) formulation of strategies with regard to critical issues such as product pricing, evacuation, M&A etc.
<b>Directorship held in other Companies</b>	i) Chairman, J&K Mineral Development Corporation Ltd ii) Chairman, NMDC-CMDC Limited iii) Director , International Coal Ventures Pvt. Ltd.	i) J&K Mineral Development Corporation Limited. ii) NMDC-CMDC Limited. iii) Neelachal Ispat Nigam Ltd iv) Krishnapatnam Railway Co. Ltd v) NMDC-SARL.	J&K Mineral Development Corporation Ltd.
<b>Memberships / Chairmanship of Committees across all Public Companies</b>	Chairman Share Transfer Committee NMDC Limited	1. Member , Audit Committee, NMDC Limited 2. Member , Share Transfer Committee, NMDC Limited	i) Member , Share Transfer Committee, NMDC Limited ii) Member , Shareholders' Grievance Committee, NMDC Ltd.

<b>Name</b>	<b>Shri S. MACHENDRANA THAN</b>	<b>Shri U.P. SINGH</b>	<b>Shri Y.K. SHARMA</b>
<b>Date of Birth &amp; Age</b>	07.03.1954 & 57 years	01.10.1958 & 52 years	01.05.1944 & 67 years
<b>Date of Appointment</b>	24.05.2010	11.12.2007	19.06.2009 (Re-appointed)
<b>No. of shares held in NMDC</b>	Nil	Nil	Nil
<b>Qualifications</b>	Master in Business Administration	M.A. (Political Science), PhD	B.Com., F.C.A.
<b>Expertise in specific functional area</b>	Shri S. Machendranathan is a Senior IAS Officer of 1979 Batch - Tamilnadu Cadre. He has more than 32 years of experience in administration and he has held various senior positions in the Government of Tamil Nadu as well as in the Central Government. Presently, he is Additional Secretary and Financial Adviser in the Ministry of Steel and Government Director in SAIL, RINL, KIOCL Ltd. and MECON Ltd. He is also the Chairman of the Committee looking into the iron ore pricing related issue of NMDC Ltd.	Shri Singh is an officer with the Indian Administrative Services since 1984 and is presently serving as the Joint Secretary, Ministry of Steel, Government of India. He has a professional experience of about 27 years. Prior to this he served in various capacities / positions in the Government.	Shri Sharma has about 42 years experience in practice as Chartered Accountant and expert in Income Tax and Wealth Tax.
<b>Directorship held in other Companies</b>	<ul style="list-style-type: none"> <li>i) Steel Authority of India Limited.</li> <li>ii) Rashtriya Ispat Nigam Limited.</li> <li>iii) KIOCL Limited.</li> <li>iv) MECON Limited.</li> </ul>	<ul style="list-style-type: none"> <li>i) MECON Ltd.</li> <li>ii) BIRD Group of Companies</li> <li>iii) Neelachal Ispat Nigam Ltd.</li> </ul>	The Urban Cooperative Bank Ltd., Jaipur, Rajasthan.
<b>Memberships / Chairmanships of Committees across all Public Companies</b>	Nil	Nil	<ul style="list-style-type: none"> <li>i) Chairman, Audit Committee, NMDC Ltd.</li> <li>ii) Chairman, Shareholders' / Investors' Grievance Committee, NMDC Limited</li> <li>iii) Member, Audit Committee The Urban Cooperative Bank Ltd., Jaipur, Rajasthan.</li> </ul>

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<b>Name</b>	<b>Shri ABDUL KALAM</b>	<b>Shri K.S. RAJU</b>	<b>L.T. GEN. (RETD.) AR VIND MAHAJAN</b>
<b>Date of Birth &amp; Age</b>	09.01.1945 & 66 years	27.06.1944 & 67 years	24.12.1947 & 63 years
<b>Date of Appointment</b>	19.06.2009	19.06.2009	01.04.2010
<b>No. of shares held in NIMDC</b>	Nil	Nil	Nil
<b>Qualifications</b>	B.Sc.(Mining Engineering) from Benaras Hindu University, Varanasi. Senior Manager Mechanization from UK.	M.Sc. Applied Geology	PG Diploma in Business Management, PG Dip. in Industrial Management PG Degree in Mech. Engg. (Automobiles) AMIE (Mech.), MIE (Mech.) & FIE, M.Phil, (Defence Studies)
<b>Expertise in specific functional area</b>	1. Cutting edge mining technology. 2. Change Management. 3. Continuous process improvement. 4. Networking with policy makers. 5. Operation management. 6. Team building and leadership. 7. Upgradation of technology knowhow strategic planning. 8. Workforce relations / employee involvement.	1. Mining. 2. Mineral Beneficiation. 3. Mineral Economics. i) To conduct techno-economic studies of Mineral deposits (both metalliferous and coal mines) ii) To guide and advise on the regulatory compliance in the field of mining, environment and forestry. iii) To advise on the establishment of mineral based industries and selection of mining and process equipment. iv) To develop economic process flow-sheet for beneficiation of ores and coal washing. v) Technical audit of mining projects and beneficiation plants in operation. vi) Cost evaluation of operating mines for transfer of leases or raising contract.	Has a rich and varied experience in the fields of Operational Logistics and Chain Supply Management, Equipment Management & its Technical Repairs and Maintenance, General Management, Support Services and Project Management Services, Strategic Planner, Environment & Infrastructure Expertise & Advisor, Technical Consulting, Domain Expertise in Disaster Management Plans Formulation and in Power, Steel & Mining Management (Handling of Plant & Equipment, Operation & Maintenance of Heavy Machineries) and Corporate Administration.
<b>Directorship held in other Companies</b>	Mahanadi Coalfields Limited (Coal India Limited)	Nil	i) Life Insurance Corporation of India. ii) Container Corporation of India (Concor) iii) Fresh & Healthy Enterprises Ltd.
<b>Memberships / Chairmanship of Committees across all Public Companies</b>	Member, Audit Committee, Mahanadi Coalfields Limited	Nil	i) Member, Audit & Ethics Committee - Concor. ii) Member, Audit Committee, Fresh & Healthy Enterprise Limited iii) Member, Audit Committee, NMDC Limited

# NMDC Limited

## Explanatory Statement Pursuant to Section 173(2) of the Companies Act, 1956

### SPECIAL BUSINESS

#### Item No.5, 6, 7, 8 and 9 : Appointment of Directors

In line with the Government of India orders, Shri G.B. Joshi, Director (Personnel), Shri R.N. Aga, Director, Mrs. P.H. Mathur, Director, Shri D. Rath, Director and Shri S. Bose, Director (Production) were appointed as Additional Directors by the Board of Directors of NMDC Ltd., after the last AGM. In terms of the provisions of the Companies Act, 1956 as Additional Directors they hold office up to the date of AGM only, therefore, it is proposed to appoint them as Directors of the Company at this Annual General Meeting.

The brief bio-data of the above Director is given below:

Name	Shri G.B. JOSHI	Shri R.N. AGA
Date of Birth & Age	29.09.1951 & 59 years	09.07.1945 & 65 years
Date of Appointment	13.08.2010	03.12.2010 (Re-appointed)
No. of shares held in NMDC	100	Nil
Qualifications	M.Sc.(OR); M.A. (Sociology); P.G. Diploma in P.M, IR & LW; Diploma in PM & IR.	M.Sc. (Physics)
Expertise in specific functional area	Personnel, Industrial Relations, CSR, HRD.	Shri R.N. Aga joined Indian Railways Traffic Service in November 1968. After serving in Indian Railways for over 37 years in various capacities including Divisional Railway Manager, General Manager and Member (Traffic) Railway Board and Ex-officio Secretary to the Government of India, he retired from service in July 2005. As Member Traffic, Railway Board he also functioned as Chairman of Container Corporation of India (CONCOR), Indian Railway Catering and Tourism Corporation (IRCTC) and Pipavav Rail Corporation Limited (PRCL). After retirement, he has been associated with Asian Institute of Transport Development (AITD) as Secretary and Senior Fellow. AITD is a non-profit non-commercial organization and is recognized by UN as a centre of excellence and has a MoU with UNESCAP.
Directorship held in other Companies	J&K Mineral Development Corporation Ltd.	Rail Vikas Nigam Limited.
Memberships / Chairmanship of Committees across all Public Companies	Nil	1. Member, Audit Committee, NMDC Limited 2. Chairman, Audit Committee, Rail Vikas Nigam Limited.

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Name	Mrs. P.H.MATHUR	Shri D. RATH	Shri S. BOSE
<b>Date of Birth &amp; Age</b>	17.08.1949 & 61 years	11.02.1950 & 61 years	20.10.1954 & 56 years
<b>Date of Appointment</b>	03.12.2010	03.12.2010	17.06.2011
<b>No. of shares held in</b>	Nil	Nil	320
<b>NMDC Qualifications</b>	M.A. (Political Science) M.B.A., Leeds University (U.K.)	B.Sc. Engg. (Mechanical)	B. Tech. (Hons.) (Mining)-Year 1978. IIT, Kharagpur 1st Class Mines Manager Certificate of Competency (Restricted)
<b>Expertise in specific functional area</b>	Mrs. Parminder Mathur joined the Indian Administrative Service (H.P.Cadre) and has served in various capacities till her retirement from the post of Additional Chief Secretary in August 2009. During her career spanning over 35 yrs she has served as a Secretary to the Government of Himachal Pradesh in a range of key sectors like Industries Labour & Employment, Social Justice and Empowerment, Rural Development, Food & Civil	Shri D. Rath was the Chairman-cum-Managing Director of MECON since September 2005. Shri Rath holds B.Sc. Engg. (Mechanical). He joined MECON in March 1972 and has served in various capacities in the commercial / project management / marketing fields since 1999. He has approximately 99% of experience in Engineering.	1. Prior to joining NMDC, held various positions in Mining Departments of M/s Cement Corporation of India Ltd. 2. After joining NMDC, worked as Dy. General Manager (Mining) at Bachel Complex in Chhattisgarh. Worked in all Iron Ore Projects of NMDC as Head of the Project. 3. As a General Manager of Projects, was responsible for overall operation, production, execution, direction and control of the Projects.
<b>Directorship held in other Companies</b>	Supplies, Consumer Affairs, Women & Child Development, Land Revenue Management,	ECC (Internal Company of L&T)	Nil
<b>Memberships / Chairmanship of Committees across all Public Companies</b>	Disaster Management etc. Nil Nil	Nil	Nil

The Board of Directors recommended the above said proposals for approval of shareholders.

None of the Directors of the Company is interested or concerned in the above resolutions except to the extent of their re-appointment / appointment.

By Order of the Board of Directors,  
For and on behalf of NMDC Ltd

(Kumar Raghavan)

Company Secretary &  
Executive Director (CC)

Place : Hyderabad  
Date : 08.08.2011

# NMDC Limited

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## PROFILE OF SHRI RANA SOM CHAIRMAN-CUM-MANAGING DIRECTOR, NMDC LIMITED



Shri Rana Som is the Chairman-cum-Managing Director of NMDC Limited, a premier Government of India Enterprise under the Ministry of Steel. It is conferred with the coveted Navratna status by the Govt. of India. NMDC is the largest producer of iron ore in India and has a glorious history spanning over 50 years.

Shri Rana Som has started his illustrious career way back in 1972 as a Probationary Officer in Calcutta Port Trust. With a brilliant academic career in Economics and Personnel Management, he has over the years grown as a full-fledged HR professional. During his association with several industries, he has amassed great strength with resilience to be a practical and visionary leader. In the process, he has displayed exemplary leadership skills in the areas of organizational restructuring and survival. His innate passion to excel through performance has brought him wide accolades from one and all.

In his professional journey, Shri Som has been a functional Director and the Chairman and Managing Director of Hindustan Copper Limited and also the Director (HR) in State Trading Corporation of India Ltd., prior to his joining NMDC in November, 2007. Shri Som is widely known as the chief architect of Hindustan Copper Limited's revival. His tenacious efforts coupled with meticulous planning, aggressive marketing strategies and re-engineering skills made the revival successful and also paved way for its path towards prosperity.

Ever since his joining NMDC, Shri Som has spared no efforts in strengthening the foundation of the Company.

He has also been instrumental in securing the coveted Navratna status for the Company. He has envisaged a number of growth strategies and put them under implementation with appropriate initiatives, both horizontally and vertically.

Under his transformational leadership, NMDC is venturing into a host of growth initiatives, albeit retaining its core competence in the field of exploration and mining of iron ore, in the field of other minerals and also participate in value addition projects which include the setting up of an Integrated Steel Plant of 3 MT capacity in the near future. Even though NMDC has been bestowed with iron ore reserves of good quality, the process of mining does generate low grade slimes, under his guidance in-house R&D initiatives were taken for their up-gradation which is very soon going to result in a Slime - based pellet plant.

Under his guidance, a full fledged department dedicated for Corporate Social Responsibility Activities was brought into existence for implementing various CSR activities for upliftment of the poor and needy tribals in and around NMDC Project areas. NMDC's CSR activities focusing on education, health, basic amenities and infrastructure have been recognised as being the best in the industry and it was conferred with India Pride Award for CSR excellence for the year 2008-09.

Shri Som was recently awarded the Life Time Achievement Award for his outstanding contribution for the "Overall Development of Indian Non-Coal Mining Industry through Effective Leadership & Innovation". This was conferred on him during MineTech'10 - a conference organized for the elite of mining & metallurgical fraternity at Bhubaneswar.

NMDC has achieved the highest turnover and also the highest profit under the leadership of Shri Som. It is now in a position to finance most of its diversification activities from its internal resources.

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## PROFILE OF SHRI N.K. NANDA DIRECTOR (TECHNICAL), NMDC LIMITED



Shri N.K. Nanda, presently Director (Technical) in NMDC Limited, a Government of India undertaking, under the Ministry of Steel, was born in the year 1960. After having early education in Orissa, he graduated - B.Tech. (Mining) - from prestigious Indian School of Mining, Dhanbad in the year 1982 and further he post-graduated - M.Tech. - from ISM, Dhanbad during 2000. He submitted a thesis on "**Reliability of Mine Operation**".

Shri Nanda initially joined in Hindustan Copper Ltd., Malanjkhand as Asst. Mines Engineer in the year 1982. During 1984, he joined ACC Ltd., Bombay as Sr. Engineer (Mines). Afterwards, he joined NMDC Ltd. as Asst. Manager during 1989, at Bailadila-14 deposit and in the capacity of DGM he has been transferred to Donimalai Iron Ore Mine of NMDC and was there till 2004. He worked as Addl. G.M.(Prodn.) in Bailadila-5 deposit of NMDC till 2006. He contributed in preparation of mine plan for Deposit-5 and also improved productivity of the mine by opening new haul roads. He also took over the charge of Deposit-5 for 3 months and during that period, he was awarded '**Eminent Engineer**' award by Institution of Engineers, Bhilai in the year 2006.

He has been posted as Project Manager, Donimalai during 2006 and has been promoted as General Manager during 2007. During this period he implemented new technology like high rate thickener and Distribution Control System (DCS) in process plant.

He registered himself for Doctoral study at Gulbarga University in mineral processing. Under his guidance NMDC is now going ahead to set up a 3 MTPA Beneficiation Plant for BHJ (Bandend Heamatite Jasper), so far treated as a waste rock in Iron ore mining. This may open up a new space for low grade mineral utilization.

After enriching experience to his credit, in various capacities, in various projects of NMDC, he has been elevated on the Board of NMDC as Director (Technical) in 2008.

Presently he is working as Director (Technical), NMDC, looking after, Research & Development, Investigation, Engineering, New Project Execution, apart from Joint Ventures, mergers and acquisitions.

Shri Nanda specializes in mine operation and mine development. He has proficiency in project planning and execution, development and has special interest in diversification activities. He has published and presented a number of technical papers during various seminars in India as well abroad.

## PROFILE OF SHRI S. THIAGARAJAN DIRECTOR (FINANCE), NMDC LIMITED



Shri S. Thiagarajan has been appointed as Director (Finance) of the Company with effect from 09 July 2009. He has been with the company for about 32 years. Over the years, he has held various positions in the discipline of Finance in various projects of the company to reach the helm as Head of Finance Department at the Corporate office in the year 2004 and subsequently as Director (Finance) of the Company in 2009.

He holds a Bachelor's of Science degree and is a Chartered Accountant. In addition to his core profession, his long tenure and experience in various production projects of the company has added to his abilities to have an integrated and holistic view on various financial, non financial and technical issues.

In addition to his responsibilities as Finance Director, he has been actively involved in all the expansion and diversification activities of the Company, both India and abroad. Currently, he is also handling

investor / analyst relations post-divestment of 10% of equity of GOI to public. As a member of various committees, he has extensively contributed to issues such as product pricing, negotiation with contractors etc.

He is also on the Board of JKMDL Ltd, a subsidiary of NMDC Ltd.

**PROFILE OF SHRI G.B. JOSHI**  
**DIRECTOR (PERSONNEL), NMDC LIMITED**



Shri G.B. Joshi, is holding Master Degree in Science (Operational Research), Master of Arts (Sociology), PG Diploma in Personnel Management, Industrial Relations and Labour Welfare and Diploma in Personnel Management and Industrial Relations.

He served in various capacities for more than three decades in Management cadre in various Projects/Units of NMDC Ltd. He has more than 34 years of experience in the fields

of Personnel Management, Strategic Management, Corporate Social Responsibility, Creativity & Innovation and Values.

**PROFILE OF SHRI S. BOSE**  
**DIRECTOR (PRODUCTION), NMDC LIMITED**



Shri S. Bose, aged 56 years, is the Director (Production) of the Company with effect from 17.06.2011. He holds B.Tech. (Hons) Degree in Mining Engineering from I.I.T., Kharagpur and I Class Mines Manager Certificate of Competency (Restricted).

He has about 30 years of experience in the field of mining. He joined the Company as Deputy General Manager (Mining) in the year 2001. He has served in various positions such as Additional General Manager, Joint General Manager and General Manager-Head of the project until the Government of India appointed him as Director (Production) on

the Board of the Company with effect from June 17, 2011. Prior to joining the Company, Shri Bose, was associated with Cement Corporation of India Limited from 30.12.1981 to 12.11.2001.

**PROFILE OF SHRI S. MACHENDRANATHAN**  
**GOVERNMENT NOMINEE DIRECTOR, NMDC LIMITED**



Shri Machendranathan is a Senior IAS Officer of 1979 Batch - Tamilnadu Cadre. He has more than 32 years of experience in administration and he has held various senior positions in the Government of Tamil Nadu as well as in the Central Government.

Presently,

he is Additional Secretary and Financial Adviser in the Ministry of Steel and Government Director in SAIL, RINL, KIOCL Ltd., and MECON Ltd. He is also the Chairman of the

Committee looking into the iron ore pricing related issues of NMDC Ltd.

**PROFILE OF SHRI U.P. SINGH**  
**GOVERNMENT NOMINEE DIRECTOR, NMDC LIMITED**



Shri Singh is an officer with the Indian Administrative Services (IAS) since 1984 and is presently serving as the Joint Secretary, Ministry of Steel, Government of India. He has a professional experience of about 27 years. Prior to this he served in various capacities / positions in the Government.

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## **PROFILE OF SHRI Y.K. SHARMA INDEPENDENT DIRECTOR, NMDC LIMITED**



Shri Y. K. Sharma is an Independent Director of the Company and was re-appointed as a Director on June 19, 2009, after completion of earlier three years tenure. He holds a Bachelor's Degree in Commerce from the University of Rajasthan and is a Fellow Member of the Institute of Chartered Accountants of India. Shri Sharma has been the Founder Honorary Secretary of Jaipur Branch of Institute of Chartered Accountants of India. He is the Ex-Honorary Secretary of Jaipur Club Limited, the Ex-President of Jaipur Club Limited, the founder of Nu-Life Housing Cooperative Society Limited and the Vice Chairman of the District Sports Council, Jaipur. Shri Sharma has about 42 years experience in practice as a Chartered Accountant and expert in Income Tax and Wealth Tax.

## **PROFILE OF SHRI ABDUL KALAM INDEPENDENT DIRECTOR, NMDC LIMITED**



Shri Abdul Kalam graduated in Mining Engineering from Benaras Hindu University in the year of 1966. He was trained in High Technology Mining (open cast and underground mining) in United Kingdom. He is one of the few mining engineers who have the experience in handling largest and most difficult open cast and underground mines in India. His experience in fiery mines related to hot hole blasting is widely recognized in the industry. Beside his stint as the Director (Technical) with Coal India Limited, Shri Abdul Kalam was also the Chairman and Managing Director of Bharat Coal Limited and Eastern Coalfields Limited. Currently Shri Kalam is on the Board of Mahanadi Coalfields Limited (A subsidiary of Coal India Limited) and National Mineral Development Corporation, a leading mineral mining company of India, his contributions as a visionary executive leader and a proven change agent has been recently been recognized by Government of India whereby he has been appointed by Ministry of Railways in the Expert Committee responsible for developing business models and innovative funding through public private partnership (PPP) route.

Shri Kalam has received two National Awards from the President of India for improving safety standards in Bharat Coking Coal Limited. He is also a proud recipient of best Alumni award in 2002 from the Mining Department of Banaras Hindu University. He is widely travelled across the globe (UK, USA, France, Germany and Australia) and has represented Coal Industry through a number of foreign delegations and expert bodies.

He is president of World Confederation of Productivity Science (India). Shri Kalam serves as a Board member of the World Confederation of Productivity Science (India) and is a member of the editorial board of "WAPS (International) News". He has authored numerous papers published in National and International magazines which have been widely acclaimed.

## **PROFILE OF SHRI K.S. RAJU INDEPENDENT DIRECTOR, NMDC LIMITED**



Shri Kanumuri Satyanarayana Raju, Independent Director of the Company was appointed as a Director on June 19, 2009. Shri Raju holds a Master's degree in Applied Geology from M. S. University, Baroda. He has an experience of 37 years in the field of mining, mineral beneficiation and mineral testing. Shri Raju retired as Controller General of the Indian Bureau of Mines, Government of India in June 2004. Shri Raju has also been the Director of Jawaharlal Nehru Aluminium Research and Development Center from January

1, 2003 until June 30, 2004. Shri Raju was on the Board of National Aluminium Company Limited as a Part-

Time Non-Official Director from September 27, 2007 till October 2010. His present honorary assignments include (i) Member of a high power committee constituted by the Ministry of Mines, Government of India to review and restructure the functions of the Indian Bureau of Mines; and (ii) Member of Scrutiny Committee for Mineral Awards constituted by Ministry of Mines.

## **PROFILE OF LT. GEN. (RETD.) ARVIND MAHAJAN INDEPENDENT DIRECTOR, NMDC LIMITED**



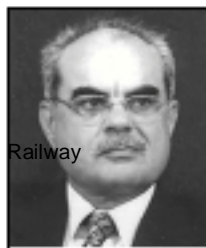
Lt. Gen. (Retd.) Arvind Mahajan is a multi-faceted professional with Domain expertise in the fields of Operational Logistics and Chain Supply Management, Equipment Management & its Technical Repairs and Maintenance Environment and Infrastructure Management, Sanctioning of Environmental Clearances for Infrastructure and Coastal Regulation Zone (CRZ) Projects, Power, Steel, Mining Management and Disaster Management. He has a rich & vast Experience in Security Advising, Equipment Management, Repair & Maintenance and Overhauling of all Equipments in the Indian Army. He has also been involved in technical trials and evaluation of arms for induction in the Indian Army. The General has also got expertise in Environmental Planning & Management, Risk Analysis and Assessment, Project Management and Execution of Turnkey Projects, Strategic Planning, Administration of Establishments, HRD / HRM, Training, Security, Cost Optimization, Resource Deployment, etc. He is a keen administrator with expertise in devising policies & directives, managing operations with focus on achieving the organisation's mission and strategic direction.

He played an active role in the Change Management process during Army's Base Workshop's, Technical modernisation, acquisition & expansion process. He has experience in Macro level policy formulation, strategic planning; building key strategic alliances & partnerships & ensuring resource management. He has demonstrating abilities in addressing operational issues, resolving performance bottlenecks and achieving desired objectives. Deft in developing procedures, service standards and operational policies, planning & implementing effective control measures. He is an individual with a proactive & positive attitude, capable of thinking out of the box, generating new design solutions and ideas. He has solid experience in contributing to bottom-line objectives through enhanced efficiency. He has at his credit the distinction of having discharged Technical pivotal responsibility in the Kargil Conflict of 1999. He successfully integrated disaster management, engineering support, repair/maintenance cover to all equipment of Indian Army, coupled with equipment management, operation logistics and chain supply management during the Kargil War. He led numerous military delegations abroad. He has expertise in executing projects from Concept-to-Launch with focus on Project Scope and rendering end-to-end solutions. He has proven abilities in managing technically advanced, state-of-the-art systems and processes. He is a valued contributor to key strategic initiatives right from conceptualisation to facilitating implementation in real time environments. He has conceptualised and implemented several projects in Infrastructure, Technological, HRM, Academic and Administrative Fields. He has exceptionally well organised with a track record that demonstrates Integrity, sincerity, self motivation, creativity, and initiative to achieve both personal & corporate goals.

He has been awarded with the Highest Military and National Awards. Honoured four times by the President of India with Param Vishisht Seva Medal, Ati Vishisht Seva Medal, Vishisht Seva Medal (twice), and Commendation Cards awarded twice by the Chief of Army Staff and once by the Chief of Naval Staff for distinguished services. He was awarded with "Eminent Engineer" by the Institution of Engineers (India) in the year 2007.

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## **PROFILE OF SHRI R.N. AGA INDEPENDENT DIRECTOR, NMDC LIMITED**



Shri R.N. Aga joined Indian Railways Traffic Service in November 1968. After serving in Indian Railways for over 37 years in various capacities including Divisional Railway Manager, General Manager and Member (Traffic) Railway Board and Ex-officio Secretary to the Government of India, he retired from service in July 2005. As Member Traffic,

Railway

Board he also functioned as Chairman of Container Corporation of India (CONCOR), Indian Railway Catering and Tourism Corporation (IRCTC) and Pipavav Rail Corporation Limited (PRCL). After retirement, he has been associated with Asian Institute of Transport

Development (AITD) as Secretary and Senior Fellow. AITD is a non-profit non-commercial organization and is recognized by UN as a centre of excellence and has an MoU with UNESCAP.

## **PROFILE OF MRS. PARMINDER HIRA MATHUR INDEPENDENT DIRECTOR, NMDC LIMITED**



Mrs. Parminder Hira Mathur is a postgraduate in Political Science and has a degree in MBA from Leeds University (UK). She joined the Indian Administrative Service (HP) cadre in 1974 and after serving for 35 years retired as Additional Chief Secretary equivalent in rank to Chief Secretary in August 2009. Though empanelled as Secretary to Government of India she continued to serve the State Government till her superannuation. As Secretary to the Government of Himachal Pradesh she has worked in several key sectors like Industries, Labour & Employment, Transport, Women & Child Development, Social Justice & Empowerment, Land Revenue Management, Relief and Rehabilitation, Food & Civil

Supplies, Consumer Affairs, Disaster Management, Rural Development, etc.

She has extensive experience in a wide range of fields like Human Resource Development, Personnel Management, Financial Management, Vigilance Management, Training & Capacity Building, etc. As ACS (Industries) she was Chairperson of the High Powered Committee constituted by the HP High Court to regulate mining activities and prevent mining related environmental degradation in the state. In Labour & Employment, she addressed herself to the adherence and compliance of Labour Laws, with special emphasis on the welfare of workers, equality in wages for women and prevention of child labour.

Mrs. Mathur has been associated with Public Sector Undertakings in her capacity as Managing Director of the HP State Small Industries & Export Corporation and as Director in HP Financial Corporation, HP State Industrial Development Corporation. She has also held Director level appointments in two navratna Central PSUs viz. Hindustan Petroleum Corporation Limited and Videsh Sanchar Nigam Limited as Chief Vigilance Officer.

## **PROFILE OF SHRI DRONADEB RATH, INDEPENDENT DIRECTOR, NMDC Limited**



Shri Dronadeb Rath was the Chairman-cum-Managing Director of MECON from September 2005 till his retirement in February 2010. Shri D.Rath holds a Bachelor of Science Degree in Engineering (Mechanical). He joined MECON in March 1972 and has served in various capacities in the commercial / project management / marketing / contracts disciplines.

He has approximately 39 years of experience in the fields of Project Management & Execution, Quality Control, Design & Engineering.

# NMDC Limited



## NMDC Limited

Registered Office : Khanij Bhavan, 10-3-311/A, Castle Hills, Masab Tank, Hyderabad - 500 028.

### PROXY FORM

I/We \_\_\_\_\_ being a Member / Members of  
the \_\_\_\_\_  
above named Company, hereby appoint Mr./Mrs./Miss \_\_\_\_\_ in the district  
of \_\_\_\_\_ or failing him/her,  
Mr./Mrs./Miss. \_\_\_\_\_ of \_\_\_\_\_ in the district of \_\_\_\_\_

\_\_\_\_\_ as my/our Proxy to vote for me/us on my/our behalf at the <sup>rd</sup>53  
Annual

General Meeting of the Company to be held on Tuesday, the 20th September, 2011 at 1500 hrs at Grand

Ball Room, Hotel Taj Krishna, Road No.1, Banjara Hills, Hyderabad - 500 034 and at any adjournment  
thereof.

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2011.

Ledger Folio No.

No. of Shares held

Affix  
Re.1  
Revenue  
Stamp

(Signature of Member(s) as per specimen signature on Company's record)

Note: Proxies in order to be valid must be duly filled in, stamped, signed and deposited at the Registered  
Office of the Company not less than 48 hours before the time of commencement of the Meeting.

# 53rd AGM Notice

# NMDC Limited



## NMDC Limited

Registered Office : Khanij Bhavan, 10-3-311/A, Castle Hills, Masab Tank, Hyderabad - 500 028.

### ATTENDANCE SLIP 53<sup>rd</sup> ANNUAL GENERAL MEETING

L.F./Demat A/c No.

No. of Shares held

Names(s) in Full	Name & Address as Regd. with the Company
1. _____	_____
2. _____	_____
3. _____	_____

I hereby record my presence at the meeting of the 53<sup>rd</sup> Annual General Meeting of Shareholders of NMDC Ltd at Grand Ball Room, Hotel Taj Krishna, Road No.1, Banjara Hills, Hyderabad - 500 034 on Tuesday, the 20th day of September, 2011 at 1500 hours.

Please tick  in the Box

Equity Shareholder

Proxy

\_\_\_\_\_  
Equity Shareholder's Signature

\_\_\_\_\_  
Proxy's Signature

#### Notes:

- Equity Shareholders / Proxies are requested to bring this slip with them. Duplicate slips will not be issued at the entrance of the venue of the meeting.
- Equity Shareholders attending the meeting in person or by Proxy are requested to complete the attendance slip and hand it over at the entrance of the meeting place.

# 53rd AGM Notice

# NMDC Limited



## NMDC Limited

Registered Office : Khanij Bhavan, 10-3-311/A, Castle Hills, Masab Tank, Hyderabad - 500 028.

### ELECTRONIC CLEARING SERVICE (CREDIT CLEARING) MANDATE FORM FOR PAYMENT OF DIVIDEND

**All Demat Shareholders to forward:**

To  
The Depository Participant

**Only Physical Shareholders to forward:**

To  
M/s. Aarathi Consultants Private Limited  
(Unit: NMDC Limited)  
D.No.1-2-285, Domalguda  
Hyderabad - 500 029

Shareholder's authorisation to receive dividends through Electronic Credit Clearing Mechanism.

Registered Folio No.	ECS Ref. No.: (for Office use only)
Name of the first/sole shareholder	
Bank Name	
Branch Address & Telephone No. of Branch	
Bank Account Number (As appearing on the Cheque Books)	
9 digit code number of the Bank and Branch appearing on the MICR cheque issued by the Bank. (Please attach a blank cancelled cheque, or a photocopy (xerox copy) of a cheque issued to you by your Bank, for verification of the above particulars)	
Account Type (Please tick the option)	J Savings J Current J Cash Credit
Bank Account Ledger Folio No. (If any)	
Effective date of this mandate	

I hereby, declare that the particulars given above are correct and complete. If the payment transaction is delayed or not effected at all for any reasons, including but not limited to incomplete or incorrect information, I will not hold M/s. NMDC Limited responsible. I agree to discharge the responsibility expected of me as a participant under the scheme.

I, further undertake to inform the Company of any subsequent change(s) in the above particulars.

Place

Name of First Holder :

:

Signature of First Holder :

Date

No  
to:

1. Please fill in the information in CAPITAL LETTERS in ENGLISH ONLY.
2. In case of shareholders holding the equity shares in demat form, the shareholders are requested to provide details to their respective Depository participants. Shareholders are also requested to note that changes, if any, intimated by the Demat Account holders directly to the Company will not be considered.

# 53rd AGM Notice



Shri Beni Prasad Verma, Hon'ble Union Minister of Steel reviewing the performance of NMDC for the year 2010-11.



NMDC signed the contract for setting up the country's largest blast furnace of 4506 cubic metre for its 3.0 MTPA steel plant at Nagarnar, Chhattisgarh.



*Chitrakoot Water Fall, Jagdalpur, Chhattisgarh*



**NMDC Limited**

(A Government of India Enterprise)

Regd. Office: Khanj Bhavan, 10-3-311/A, Castle Hills

Masab Tank, Hyderabad - 500 173

Website : [www.nmdc.co.in](http://www.nmdc.co.in)