

General information about company

Scrip code	540678
NSE Symbol	COCHINSHIP
MSEI Symbol	NOTLISTED
ISIN	INE704P01025
Name of the entity	COCHIN SHIPYARD LIMITED
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Yearly
Date of Report	31-03-2024
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 500 listed entities

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

Yes

Whether Chairperson is related to MD or CEO

No

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
1	Mr	MADHU SANKUNNY NAIR	ABKPN6246Q	07376798	Executive Director	Chairperson	MD	05-01-1966
2	Mr	BEJOY BHASKER	ABRPB5769P	08103825	Executive Director	Not Applicable		07-05-1965
3	Mr	VALIYAPARAMBIL JACOB JOSE	AANPJ6657K	08444440	Executive Director	Not Applicable		04-02-1967
4	Mr	SREEJITH KATAYAMKOT NARAYANAN	AAXPN9295M	09543968	Executive Director	Not Applicable		17-05-1965
5	Mr	RAJESH SINHA KUMAR	AKGPS1549E	05351383	Non-Executive - Nominee Director	Not Applicable		27-03-1966
6	Mr	BIJU PRABHAKAR	AERPP8894E	03093072	Non-Executive - Nominee Director	Not Applicable		20-04-1965
7	Mrs	AMRAPALI PRASHANT SALVE	CHJPS3263B	09415405	Non-Executive - Independent Director	Not Applicable		20-09-1974
8	Mr	NAHAR SINGH MAHESHWARI	AJZPM8187C	09419082	Non-Executive - Independent Director	Not Applicable		23-01-1964
9	Mr	ASHOK KUMAR SHARMA	AUJPS9756Q	09414565	Non-Executive -	Not		01-10-

					Independent Director	Applicable		1964
10	Mr	PRITHIVIRAJ HARICHANDAN	AASPH1133R	01351097	Non-Executive - Independent Director	Not Applicable		06-12- 1968
11	Mr	MANI VENKATESAN	AIUPV9149H	07667728	Non-Executive - Independent Director	Not Applicable		20-11- 1980
12	Mr	ABHIJIT BISWAS	AJIPB7468A	09419083	Non-Executive - Independent Director	Not Applicable		09-06- 1980

I. Composition of Board of Directors

Disqualification of Directors under section 164 of the Companies Act, 2013

Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Active
7	No				Active
8	No				Active
9	No				Active
10	No				Active
11	No				Active
12	No				Active

I. Composition of Board of Directors

Sr	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & 17A(2)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	NA		01-01-2016	28-09-2023			1	0	0	0			
2	NA		05-04-2018	29-09-2021			1	0	1	0			
3	NA		01-08-2019	29-09-2022			1	0	1	0			
4	NA		21-07-2022	21-07-2022			1	0	0	0			
5	NA		21-11-2022	21-11-2022			2	0	0	0			
6	NA		02-01-2023	02-01-2023			2	0	0	0			
7	NA		26-11-2021	26-11-2021		36	1	1	0	0			
8	NA		01-12-2021	01-12-2021		36	1	1	0	0			
9	NA		26-11-2021	26-11-2021		36	1	1	1	0			

10	NA		22-11-2021	22-11-2021		36	1	1	1	1			
11	NA		22-11-2021	22-11-2021		36	1	1	1	1			
12	NA		01-12-2021	01-12-2021		36	1	1	1	0			

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01351097	PRITHIVIRAJ HARICHANDAN	Non-Executive - Independent Director	Chairperson	20-12-2021		
2	09414565	ASHOK KUMAR SHARMA	Non-Executive - Independent Director	Member	20-12-2021		
3	09419083	ABHIJIT BISWAS	Non-Executive - Independent Director	Member	20-12-2021		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	09414565	ASHOK KUMAR SHARMA	Non-Executive - Independent Director	Chairperson	20-12-2021		
2	03093072	BIJU PRABHAKAR	Non-Executive - Nominee Director	Member	02-01-2023		
3	09419083	ABHIJIT BISWAS	Non-Executive - Independent Director	Member	20-12-2021		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	07667728	MANI VENKATESAN	Non-Executive - Independent Director	Chairperson	20-12-2021		
2	08103825	BEJOY BHASKER	Executive Director	Member	20-12-2021		
3	08444440	VALIYAPARAMBIL JACOB JOSE	Executive Director	Member	20-12-2021		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	09415405	AMRAPALI PRASHANT SALVE	Non-Executive - Independent Director	Chairperson	20-12-2021		
2	08103825	BEJOY BHASKER	Executive Director	Member	20-12-2021		
3	08444440	VALIYAPARAMBIL JACOB JOSE	Executive Director	Member	20-12-2021		
4	09543968	SREEJITH KATAYAMKOT NARAYANAN	Executive Director	Member	14-10-2022		

Corporate Social Responsibility Committee								
Whether the Corporate Social Responsibility Committee has a Regular Chairperson						Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks	
1	09419082	NAHAR SINGH MAHESHWARI	Non-Executive - Independent Director	Chairperson	20-12-2021			
2	09415405	AMRAPALI PRASHANT SALVE	Non-Executive - Independent Director	Member	20-12-2021			
3	08103825	BEJOY BHASKER	Executive Director	Member	20-12-2021			
4	08444440	VALIYAPARAMBIL JACOB JOSE	Executive Director	Member	20-12-2021			

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

Annexure 1

Annexure 1

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory				Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)					
1	07-11-2023				Yes	12	11	6
2		30-01-2024	83		Yes	12	11	6

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory										
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	07-11-2023				Yes	3	3	3	0
2	Audit Committee	30-01-2024	83			Yes	3	3	3	0
3	Corporate Social Responsibility Committee	06-11-2023				Yes	4	4	2	0
4	Corporate Social Responsibility Committee	30-01-2024	84			Yes	4	4	2	0
5	Risk Management Committee	07-03-2024	36			Yes	4	4	1	0
6	Stakeholders Relationship Committee	30-01-2024				Yes	3	3	1	0

Annexure 1

V. Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Annexure 1

VI. Affirmations

Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	SYAMKAMAL N
2	Designation	Company Secretary and Compliance Officer

Annexure II

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is “No” details of non-compliance may be given here.	Web address
1	Details of business	Yes		https://cochinshipyard.in
2	Terms and conditions of appointment of independent directors	Yes		https://cochinshipyard.in/board-of-directors/independent
3	Composition of various committees of board of directors	Yes		https://cochinshipyard.in/investor/investor_titles/59
4	Code of conduct of board of directors and senior management personnel	Yes		https://cochinshipyard.in/investor/investor_titles/68
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		https://cochinshipyard.in/investor/investor_titles/68
6	Criteria of making payments to non-executive directors	Yes		https://cochinshipyard.in/board-of-directors/independent
7	Policy on dealing with related party transactions	Yes		https://cochinshipyard.in/investor/investor_titles/68
8	Policy for determining ‘material’ subsidiaries	Yes		https://cochinshipyard.in/investor/investor_titles/68
9	Details of familiarization programmes imparted to independent directors	Yes		https://cochinshipyard.in/board-of-directors/independent
10	Email address for grievance redressal and other relevant details	Yes		https://cochinshipyard.in/grievance-cell
11	Contact information of the designated officials of the listed entity who are	Yes		https://cochinshipyard.in/investor/investor_titles/72

	responsible for assisting and handling investor grievances			
12	Financial results	Yes		https://cochinshipyard.in/investor/investor_titles/54
13	Shareholding pattern	Yes		https://cochinshipyard.in/investor/investor_titles/62
14	Details of agreements entered into with the media companies and/or their associates	NA		

Annexure II

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
15.1	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	Yes		https://cochinshipyard.in/investor/investor_titles/67
15.2	Audio or video recordings and transcripts of post earnings/quarterly calls	Yes		https://cochinshipyard.in/investor/investor_titles/67
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		https://cochinshipyard.in/investor/investor_titles/56
18	Credit rating or revision in credit rating obtained	Yes		https://cochinshipyard.in/investor/investor_titles/69
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		https://cochinshipyard.in/investor/investor_titles/71
20	Secretarial Compliance Report	Yes		https://cochinshipyard.in/investor/investor_titles/60
21	Materiality Policy as per Regulation 30 (4)	Yes		https://cochinshipyard.in/investor/investor_titles/68
22	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes		https://cochinshipyard.in/investor/investor_titles/72
23	Disclosures under regulation 30(8)	Yes		https://cochinshipyard.in/investor/investor_titles/60

24	Statements of deviation(s) or variations(s) as specified in regulation 32	Yes		https://cochinshipyard.in/investor/investor_titles/60
25	Dividend Distribution policy as per Regulation 43A(1)	Yes		https://cochinshipyard.in/investor/investor_titles/68
26	Annual return as provided under section 92 of the Companies Act, 2013	Yes		https://cochinshipyard.in/investor/investor_titles/55
27	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes		https://cochinshipyard.in/Investor
28	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	Yes		https://cochinshipyard.in/Investor

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1C), 17(1D) & 17(1E)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Role of Audit Committee and information to be reviewed by the audit committee	18(3)	Yes	
18	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
19	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
20	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Role of Nomination and Remuneration Committee	19(4)	Yes	
22	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
23	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
24	Role of Stakeholders Relationship Committee	20(4)	Yes	
25	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
26	Meeting of Risk Management Committee	21(3A)	Yes	
27	Quorum of Risk Management Committee meeting	21(3B)	Yes	
28	Gap between the meetings of the Risk Management Committee	21(3C)	Yes	
29	Vigil Mechanism	22	Yes	
30	Policy for related party Transaction	23(1), (1A), (5), (6), & (8)	Yes	

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
31	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
32	Approval for material related party transactions	23(4)	NA	
33	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
34	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
35	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4), (5) & (6)	Yes	
36	Alternate Director to Independent Director	25(1)	Yes	
37	Maximum Tenure	25(2)	Yes	
38	Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	Yes	
39	Meeting of independent directors	25(3) & (4)	Yes	
40	Familiarization of independent directors	25(7)	Yes	

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is “No” details of non-compliance may be given here.
41	Declaration from Independent Director	25(8) & (9)	Yes	
42	Directors and Officers insurance	25(10)	Yes	
43	Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	Yes	
44	Memberships in Committees	26(1)	Yes	
45	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
46	Disclosure of Shareholding by Non-Executive Directors	26(4)	NA	
47	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
48	Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity	26(6)	NA	
49	Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2)	NA	
	Any other information to be provided - Add Notes			

Annexure II

Annexure II		
1	Name of signatory	SYAMKAMAL N
2	Designation	Company Secretary and Compliance Officer

Annexure II

III. Affirmations

Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
	Any other information to be provided	

Annexure II

Annexure II		
1	Name of signatory	SYAMKAMAL N
2	Designation	Company Secretary and Compliance Officer

Additional Half yearly Disclosure

Applicability of disclosure

Not Applicable

Reason for Non Applicability

Textual Information(1)

Text Block

Textual Information(1)

Cochin Shipyard Limited is a Central Government Company and have two wholly owned subsidiaries. The loans and other debt instruments to these companies are excluded in terms of SEBI Circular No. SEBI/HO/CFD/CMD-2/P/CIR/2021/567 dated May 31, 2021.

Details of Cyber security incidence

Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter		No
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the event

Signatory Details

Name of signatory	SYAMKAMAL N
Designation of person	Company Secretary and Compliance Officer
Place	KOCHI
Date	16-04-2024

