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	01-04-2025	
Date of end of financial year	31-03-2026	
Reporting Quarter Type	Half Yearly	
Date of Quarter Ending	30-09-2025	
Type of company	Equity	
Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity?	Yes	
Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?	Yes	
Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity?	No	There has been no acquisition of shares or voting rights in unlisted companies during the quarter ended 30.09.2025.
Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity?	Yes	
Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity?	No	There are no Updates to Ongoing Tax Litigations or Disputes by the Company during the quarter ended 30.09.2025.
Whether Annexure I (Part F) of the SEBI Circular dated December 31, 2024 related to Disclosure Of Loans / Guarantees / Comfort Letters / Securities Etc. is Applicable to the entity?	No	The company has not provided any loans/ guarantees/ comfort letters/ securities etc.as specified under Annexure I (Part F) of the SEBI Circular dated December 31, 2024 during the quarter and half year ended 30.09.2025
Risk management committee	Applicable	
Market Capitalisation as per immediate previous Financial Year	Top 500 listed entities	
Is SCORE ID Available?	Yes	
SCORE Registration ID	c00609	

Disclosure of notes on composition of board of directors explanatory	Textual Information(1)
Whether the listed entity has a Regular Chairperson	Yes
Whether Chairperson is related to MD or CEO	No

Sl. No.	Name of the Director	Category of directors	Whether the director is disqualified?	Current status	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	No of Independent Directorship in listed entities including this listed entity	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
1	Mr .Madhu S Nair	Executive Director, Chairperson, MD	No	Active	01-01-2016	28-09-2023			1	0	1	0
2	Mr. Jose V J	Executive Director	No	Active	01-08-2019	29-09-2025			1	0	1	0
3	Mr Harikrishnan S	Executive Director	No	Active	27-08-2025				1	0	0	0
4	Mr Rajesh Gopalakrishnan	Executive Director	No	Active	27-08-2025				1	0	0	0
5	Mr Rajesh Kumar Sinha	Non-Executive - Nominee Director	No	Active	21-11-2022		07-08-2025		3	0	0	0
6	Mr Venkatesapathy S	Non-Executive - Nominee Director	No	Active	07-08-2025				3	0	0	0
7	Mr. Nooh Pullichalil Bava	Non-Executive - Nominee Director	No	Active	20-06-2025				1	0	0	0
8	Mrs. Seema Suri	Non-Executive - Independent Director	No	Active	21-05-2025	21-05-2025		36	1	1	1	1

TEXT BLOCK	
Textual Information(1)	Shri Rajesh Kumar Sinha vacated the office as Director on August 07, 2025, consequent to appointment of Shri Venkatesapathy S IAS, Joint Secretary, MoPSW as a Part-time Official (Nominee) Director on the Board of Directors of Cochin Shipyard Limited by the Ministry of Ports, Shipping and Waterways (MoPSW), Government of India vide their letter no. SY-11012/1/2017-CSL dated August 07, 2025. Number of Directorship in listed entities including this listed entity/ No of Independent Directorship in listed entities including this listed entity/ Number of memberships in Audit/ Stakeholders Relationship Committee(s) including this listed entity and No. of post of Chairperson in Audit/ Stakeholders Relationship Committee(s) held in listed entities including this listed entity is as on the tenure end date.

II. Composition of Committees	
Disclosure of notes on composition of committees explanatory	**Textual Information(1)**

Text Block	
Textual Information(1)	Cochin Shipyard Limited is a Central Public Sector Enterprise under the administrative control of the Ministry of Ports, Shipping and Waterways, Government of India. Accordingly, the power to appoint Directors on the Board of the Company vests with the Government of India. The Company has forwarded necessary requests to the Government of India for filling up the vacancies of independent directors including a woman director. Consequently, the Ministry of Ports, Shipping & Waterways, Government of India vide their letter No. SY-11012/1/2016-CSL dated May 20, 2025, has appointed Dr. Seema Suri as an independent director on the Board of CSL. Following her induction, the Company has re-constituted the Stakeholders Relationship Committee, the Risk Management Committee and the CSR Committee on June 01, 2025. The appointment of the remaining five independent directors is awaited from the Government of India and constant efforts are being made to meet the compliance requirements. The Audit Committee and the Nomination and Remuneration Committee will be duly re-constituted in line with the SEBI LODR Regulations once sufficient number of independent directors are appointed by the Government of India.

Audit Committee Details

Whether the Audit Committee has a Regular Chairperson	No

Sl. No.	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	-	-	-	-	-	-	-

Nomination and remuneration committee

Whether the Nomination and remuneration committee has a Regular Chairperson	No

Sl. No.	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	-	-	-	-	-	-	-

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sl. No.	**DIN Number**	**Name of Committee members**	**Category 1 of directors**	**Category 2 of directors**	**Date of Appointment**	**Date of Cessation**	**Remarks**
1	11117145	Seema Suri	Non-Executive - Independent Director	Chairperson	01-06-2025	-	-
2	07376798	Madhu Sankunny Nair	Executive Director	Member	01-06-2025	-	-
3	08444440	Valiyaparambil Jacob Jose	Executive Director	Member	01-06-2025	-	-

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sl. No.	**DIN Number**	**Name of Committee members**	**Category 1 of directors**	**Category 2 of directors**	**Date of Appointment**	**Date of Cessation**	**Remarks**
1	07376798	Madhu Sankunny Nair	Executive Director	Chairperson	01-06-2025	-	-
2	08444440	Valiyaparambil Jacob Jose	Executive Director	Member	01-06-2025	-	-
3	11117145	Seema Suri	Non-Executive - Independent Director	Chairperson	01-06-2025	-	-

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sl. No.	**DIN Number**	**Name of Committee members**	**Category 1 of directors**	**Category 2 of directors**	**Date of Appointment**	**Date of Cessation**	**Remarks**
1	07376798	Madhu Sankunny Nair	Executive Director	Chairperson	01-06-2025	-	-
2	08444440	Valiyaparambil Jacob Jose	Executive Director	Member	01-06-2025	-	-
3	11117145	Seema Suri	Non-Executive - Independent Director	Chairperson	01-06-2025	-	-

III. Meeting of Board of Directors						
Disclosure of notes on meeting of board of directors explanatory					Textual Information(1)	
Sl. No.	**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)**	**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***
1	15-05-2025		No	6	5	0
2	12-08-2025	88	Yes	5	4	1
3	02-09-2025	20	Yes	7	6	1

Text Block	
Textual Information(1)	The quorum for the Board Meeting has been duly met as per the provisions of Section 174 of the Companies Act, 2013. However, the requirement under Regulation 17(2A) of the SEBI LODR Regulations with respect to the presence of at least one Independent Director in the Board Meeting was not met in the Board Meeting held in the previous quarter on May 15, 2025, as the Company did not have any independent directors on the Board during the period from November 22, 2024 to May 20, 2025. Cochin Shipyard Limited, being a Central Public Sector Enterprise, the power to appoint Directors vests with the Government of India. The Company has forwarded necessary requests to the Government of India for filling up the vacancies of independent directors. Consequently, the Ministry of Ports, Shipping & Waterways, Government of India vide their letter No. SY-11012/1/2016-CSL dated May 20, 2025, has appointed Dr. Seema Suri as an independent director on the Board of CSL. The appointment of the remaining five independent directors is awaited from the Government of India and constant efforts are being made to meet the compliance requirements.

IV. Meeting of Committees										
Disclosure of notes on meeting of committees explanatory							Textual Information(1)			
Sl. No.	**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	Corporate Social Responsibility Committee	12-08-2025	-	-	-	Yes	3	3	1	0
2	Stakeholders Relationship Committee	12-08-2025	-	-	-	Yes	3	3	1	0
3	Risk Management Committee	29-09-2025	-	-	-	Yes	3	3	1	0

Text Block	
Textual Information(1)	Cochin Shipyard Limited is a Central Public Sector Enterprise under the administrative control of the Ministry of Ports, Shipping and Waterways, Government of India. Accordingly, the power to appoint Directors on the Board of the Company vests with the Government of India. The Company has forwarded necessary requests to the Government of India for filling up the vacancies of independent directors including a woman director. Consequently, the Ministry of Ports, Shipping & Waterways, Government of India vide their letter No. SY-11012/1/2016-CSL dated May 20, 2025, has appointed Dr. Seema Suri as an independent director on the Board of CSL. Following her induction, the Company has re-constituted the Stakeholders Relationship Committee, the Risk Management Committee and the CSR Committee on June 01, 2025. However no meetings of these committees were held during the previous quarter, i.e quarter ended June 30, 2025. The appointment of the remaining five independent directors is awaited from the Government of India and constant efforts are being made to meet the compliance requirements. The Audit Committee and the Nomination and Remuneration Committee will be duly re-constituted in line with the SEBI LODR Regulations once sufficient number of independent directors are appointed by the Government of India.

V. Affirmations		
Sl. No.	**Subject**	**Compliance status (Yes/No)**
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	No
2	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	No
3	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	No
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
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)

Signatory Details		
Sl. No.	**Subject**	**Compliance status**
1	Name of signatory	Syamkamal N
2	Designation	Company Secretary and Compliance Officer

Text Block	
Textual Information(1)	Cochin Shipyard Limited (CSL) is a Central Public Sector Enterprise under the administrative control of the Ministry of Ports, Shipping and Waterways, Government of India. Accordingly, the appointment of Directors on the Board of CSL is done by the Government of India by following due procedure of selection. The Company has forwarded necessary intimations to the Administrative Ministry for filling up the posts of Independent Directors including a Woman Director and frequent follow ups are also being done. Consequently, the Ministry of Ports, Shipping & Waterways, Government of India vide their letter No. SY-11012/1/2016-CSL dated May 20, 2025, has appointed Dr. Seema Suri as an independent director on the Board of CSL. The appointment of the remaining five independent directors is awaited from the Government of India and constant efforts are being made to meet the compliance requirements. Consequent to the appointment of Dr. Seema Suri, the Company has re-constituted the Stakeholders Relationship Committee, the Risk Management Committee and the CSR Committee on June 01, 2025. Further, the Audit Committee and the Nomination and Remuneration Committee will be duly re-constituted once the sufficient number of independent directors are appointed by the Government of India

Affirmations on Compliance Requirements for AGM (applicable only for the first half-year filing i.e., 2nd quarter)				
I. Affirmations				
Sl. No.	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1.	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, BRSR & BRSR core, if applicable, displayed on website	46(2)	Yes	
2.	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	No	The company does not currently have a duly constituted Audit Committee due to insufficient number of independent directors on the Board. Cochin Shipyard Limited, being a Central Public Sector Enterprise, the power to appoint Directors vests with the Government of India. The Company has forwarded necessary requests to the Government of India for filling up the vacancies of independent directors. Consequently, the Ministry of Ports, Shipping & Waterways, Government of India vide their letter No. SY-11012/1/2016-CSL dated May 20, 2025, has appointed Dr. Seema Suri as an independent director on the Board of CSL. The appointment of the remaining five independent directors is awaited from the Government of India and constant efforts are being made to meet the compliance requirements. The Audit Committee will be duly re-constituted in line with the SEBI LODR Regulations once sufficient number of independent directors are appointed by the Government of India.
3.	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	No	The company does not currently have a duly constituted Nomination and Remineration Committee due to an insufficient number of independent directors on the Board. Cochin Shipyard Limited, being a Central Public Sector Enterprise, the power to appoint Directors vests with the Government of India. The Company has forwarded necessary requests to the Government of India for filling up the vacancies of independent directors. Consequently, the Ministry of Ports, Shipping & Waterways, Government of India vide their letter No. SY-11012/1/2016-CSL dated May 20, 2025, has appointed Dr. Seema Suri as an independent director on the Board of CSL. The appointment of the remaining five independent directors is awaited from the Government of India and constant efforts are being made to meet the compliance requirements. The Nomination and Remuneration Committee will be duly re-constituted in line with the SEBI LODR Regulations once sufficient number of independent directors are appointed by the Government of India.
4.	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5.	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
6.	Compliance with the conditions laid down for Secretarial Auditor or the person signing the Secretarial Compliance Report	24A(1A), 24A(1B), 24A(1C)	Yes	
7.	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
8.	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	

Annexure III		
1	Name of signatory	Mr. Syamkamal N
2	Designation	Company Secretary and Compliance Officer

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

Signatory Details		
1	Name of signatory	Syamkamal N
2	Designation	Company Secretary and Compliance Officer
3	Place	Kochi
4	Date	28-10-2025

Investor Grievance Details	
No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	15
No. of investor complaints disposed off during the Quarter	15
No. of investor complaints those remaining unresolved at the end of the Quarter	0

Disclosure of Imposition of Fine or Penalty The details of imposition of fine or penalty during the quarter in terms of sub-para 20 of para A of Part A of Schedule III are given below:					
				Any Other Information for Disclosure of Imposition of Fine or Penalty	Textual Information(1)
Sl. No.	**Name of the authority**	**Nature and details of the action(s) taken or order(s) passed**	**Date of receipt of direction or order, including any ad interim or interim orders, or any other communication from the authority**	**Details of the violation(s)/ contravention(s) committed or alleged to be committed**	**Impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible**
1	BSE Limited	Imposition of fine of Rs. 12,66,140 (incl. GST @18%) pursuant to Chapter VII: Penal Actions for Non-Compliance of SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024.	29-08-2025	Non-compliance with Regulation 17(1) (Composition of Board of Directors), Regulation 17(2A) (Quorum of Board Meetings – absence of independent director) and Regulations 18, 19, 20 & 21 (Non-compliance with the constitution of audit committee, nomination and remuneration committee, stakeholders relationship committee and risk management committee) of the SEBI LODR Regulations during the quarter ended June 30, 2025.	Nil except to the extent of fines imposed, for which waiver requests will be forwarded to the stock exchanges.
2	National Stock Exchange of India Limited	Imposition of fine of Rs. 12,66,140 (incl. GST @18%) pursuant to Chapter VII: Penal Actions for Non-Compliance of SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024.	29-08-2025	Non-compliance with Regulation 17(1) (Composition of Board of Directors), Regulation 17(2A) (Quorum of Board Meetings – absence of independent director) and Regulations 18, 19, 20 & 21 (Non-compliance with the constitution of audit committee, nomination and remuneration committee, stakeholders relationship committee and risk management committee) of the SEBI LODR Regulations during the quarter ended June 30, 2025.	Nil except to the extent of fines imposed, for which waiver requests will be forwarded to the stock exchanges.

Disclosure of Imposition of Fine or Penalty The details of imposition of fine or penalty during the quarter in terms of sub-para 20 of para A of Part A of Schedule III are given below:	
Textual Information(1)	Cochin Shipyard Limited, being a Central Public Sector Enterprise, the power to appoint Directors on the Board of the Company vests with the Government of India. The Company has forwarded necessary requests to the Government of India for filling up the vacancies of independent directors including a woman director. Consequently, the Ministry of Ports, Shipping & Waterways, Government of India vide their letter No. SY-11012/1/2016-CSL dated May 20, 2025, has appointed Dr. Seema Suri as an independent director on the Board of CSL. The appointment of the remaining five independent directors is awaited from the Government of India and constant efforts are being made to meet the compliance requirements. Consequent to the appointment of Dr. Seema Suri as an independent director, the Company has re-constituted the Stakeholders Relationship Committee and the Risk Management Committee in line with the SEBI LODR Regulations. Further, given the fact that the non-compliances were beyond the control of the Company and achieving compliance is a pre-requisite for applying for a waiver of fines, the Company has filed a request for waiver of fines w.r.t those provisions of the SEBI LODR Regulations that CSL is already in compliance with. The National Stock Exchange of India Limited has waived the fines accordingly vide its letter no. NSE/LIST/SOP/0866 dated September 12, 2025. Communication regarding the waiver of fines from BSE limited is awaited. The Audit Committee and the Nomination and Remuneration Committee will be duly constituted in line with the SEBI LODR Regulations once sufficient number of independent directors are appointed by the Government of India and the request for waiver of fines will be filed with the Stock Exchanges, in line with the extant Policy for Exemption of Fines, once compliance is achieved.