

### General information about company

Scrip code	540678
NSE Symbol	COCHINSHIP
MSEI Symbol	NOTLISTED
ISIN	INE704P01017
Name of the entity	COCHIN SHIPYARD LIMITED
Date of start of financial year	01-04-2021
Date of end of financial year	31-03-2022
Reporting Quarter	Half Yearly
Date of Report	30-09-2021
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	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 (Refer Regulation 17A(1) of Listing Regulations)	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)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	Madhu S Nair	ABKPN6246Q	07376798	Executive Director	Chairperson	MD	05-01-1966	NA		01-01-2016			1	0	0	0			
2	Mr	Bejoy	ABRPB5	08103	Executive	Not		07-	NA		05-04-			1	0	0	0			

		Bhasker	769P	825	tive Director	Applicable		05-19-65			2018								
3	Mr	Jose V J	AANPJ6657K	08444440	Executive Director	Not Applicable		04-02-1967	NA		01-08-2019			1	0	0	0		
4	Mr	Sanjay Bandopadhyaya	AFKPB8603B	00088957	Non-Executive - Nominee Director	Not Applicable		09-08-1964	NA		03-02-2020			1	0	0	0		

## I. Composition of Board of Directors

### Disclosure of notes on composition of board of directors explanatory

#### Whether the listed entity has a Regular Chairperson

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	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)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed	Notes for not providing PAN	Notes for not providing DIN
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															Regulations)	17A(1) of Listing Regulations)	Regulation 26(1) of Listing Regulations)	entity (Refer Regulation 26(1) of Listing Regulations)		
5	Mr	Jyothilal KR	ACJPR2564H	01650017	Non-Executive - Nominee Director	Not Applicable		31-05-1969	NA		20-04-2018	24-08-2020			1	0	0	0		

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson						No	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson						No	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

<b>Stakeholders Relationship Committee</b>							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					No		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

<b>Risk Management Committee</b>							
Whether the Risk Management Committee has a Regular Chairperson					No		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

<b>Corporate Social Responsibility Committee</b>							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

<b>Other Committee</b>							
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							
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)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present* (other than Independent Director)	No. of Independent Directors attending the meeting*
1	11-06-2021				Yes	5	0
2		10-08-2021	59		Yes	5	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	No	As the Company does not have Independent Directors due to end of tenure of their appointment by the Government of India with effect from July 15, 2020 no Audit Committee could be constituted. As per Article 21(a) of the Articles of Association of the Company, the Directors on the Board of the Company are

			appointed by the President of India through the Administrative Ministry. The Company has intimated the Ministry of Ports, Shipping and Waterways for filling the vacancy with requisite number of Independent Directors and it is learnt that the process is going on. The Audit Committee will be constituted as per the Corporate Governance Guidelines once requisite number of Independent Directors are appointed.
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	NA	

### 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	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	No

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 500 listed entities)	No
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.	No
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 III

#### III. Affirmations

Sr	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, business	46(2)	Yes	



	responsibility report displayed on website			
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	No	As the Company does not have Independent Directors due to end of tenure of their appointment by the Government of India with effect from July 15, 2020 no Audit Committee could be constituted. As per Article 21(a) of the Articles of Association of the Company, the Directors on the Board of the Company are appointed by the President of India through the Administrative Ministry. The Company has intimated the Ministry of Ports, Shipping and Waterways for filling the vacancy with requisite number of Independent Directors and it is learnt that the process is going on. The Audit Committee will be constituted as per the Corporate Governance Guidelines once requisite number of Independent Directors are appointed.
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	No	As the Company does not have Independent Directors due to end of tenure of their appointment by the Government of India with effect from July 15, 2020 no Nomination and Remuneration Committee could be constituted. As per Article 21(a) of the Articles of Association of the Company, the Directors on the Board of the Company are appointed by the President of India through the Administrative Ministry. The Company has intimated the Ministry of Ports, Shipping and Waterways for filling the vacancy with requisite number of Independent Directors and it is learnt that the process is going on. The Nomination and Remuneration Committee will be constituted as per the Corporate Governance Guidelines once requisite number of Independent Directors are appointed.
4	Presence of Chairperson of the Stakeholder Relationship	20(3)	No	As the Company does not have Independent Directors due to end of tenure of their appointment by the Government of

	committee at the annual general meeting			India with effect from July 15, 2020 no Stakeholder Relationship Committee could be constituted. As per Article 21(a) of the Articles of Association of the Company, the Directors on the Board of the Company are appointed by the President of India through the Administrative Ministry. The Company has intimated the Ministry of Ports, Shipping and Waterways for filling the vacancy with requisite number of Independent Directors and it is learnt that the process is going on. The Stakeholder Relationship Committee will be constituted as per the Corporate Governance Guidelines once requisite number of Independent Directors are appointed.
5	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
Any other information to be provided				

<b>Annexure III</b>		
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)	

**Signatory Details**

Name of signatory	Syamkamal N
Designation of person	Company Secretary and Compliance Officer
Place	Kochi
Date	20-10-2021