



SEC/48/2017-63

September 28, 2023

<b>The Manager Compliance Department BSE Limited Phiroze Jeejeebhoy Tower Dalal Street Mumbai – 400 001</b>	<b>The Manager Compliance Department The National Stock Exchange of India Ltd. Exchange Plaza Bandra - Kurla Complex, Bandra (East) Mumbai – 400 051</b>
<b>Scrip Code/Symbol: 540678/COCHINSHIP</b>	

Dear Sir/Madam,

**Subject: 51<sup>st</sup> Annual General Meeting (AGM) and the Summary of Proceedings**

1. We wish to inform you that the 51<sup>st</sup> AGM of the Company was held today and the business mentioned in the Notice dated September 05, 2023 was transacted.
2. In this regard we are enclosing the summary of the proceedings as required under Regulation 30, Part A of Schedule III to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
3. This is for your information and record please.

Thanking you,

**For Cochin Shipyard Limited**

Encl : As above



**SUMMARY OF PROCEEDINGS OF THE 51<sup>ST</sup> ANNUAL GENERAL MEETING OF THE COMPANY HELD ON SEPTEMBER 28, 2023 AT 11:00 HRS. THROUGH VIDEO CONFERENCING (“VC”) / OTHER AUDIO VISUAL MEANS (“OAVM”)**

1. Pursuant to Regulation 30 read with Part A of Schedule III to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), it is hereby informed that the 51<sup>st</sup> Annual General Meeting (“AGM”) of the Company was duly held on September 28, 2023 at 11:00 hrs. through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”).
2. Shri Madhu Sankunny Nair, Chairman and Managing Director, chaired the meeting. The number of Shareholders as on cut-off date i.e., September 21, 2023 was 2,60,576.
3. The Chairman and Managing Director called the meeting to order as requisite quorum was present and he introduced the Nominee of the President of India, Directors, Secretarial Auditors and Statutory Auditors attending the meeting.
4. The Chairman thanked the Shareholders for joining the meeting and informed that, the meeting is being held through VC/OAVM in compliance with the circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.
5. With the consent of the Members present at the meeting, the notice convening the 51<sup>st</sup> Annual General Meeting, the Directors’ Report, Secretarial Auditors Report, Statutory Auditors’ Report and the Financial Statements for the financial year ended March 31, 2023 were taken as read. Secretarial Auditors Report, Standalone and Consolidated Reports of the Independent Auditors as well as the Comptroller & Auditor General of India (C&AG) for the financial year ended March 31, 2023 did not have any qualification.
6. The Chairman after delivering a short presentation on the performance and future prospects of the Company, asked the Company Secretary to explain the sequence of meeting and process of voting on the resolutions in the meeting.
7. The Company Secretary informed the Members that, pursuant to the provisions of the Companies Act, 2013, the Rules framed thereunder and the Listing Regulations, the Company had provided the remote e-voting facility to the members of the Company in respect of the resolutions to be passed at the meeting. The remote e-voting commenced on September 25, 2023 at 09:00 hrs. and ended on September 27, 2023 at 17:00 hrs.
8. He further informed that, e-voting facility during the meeting has been made available through the voting page of NSDL e-voting website for the members present via VC/OAVM and who had not casted their vote through remote e-voting.

9. The Company had appointed Shri Arun K Kamalobhavan, Partner, M/s. Mehta & Mehta, Company Secretaries, Mumbai, as the scrutinizer for the purpose of scrutinizing the process of remote e-voting and e-voting process during the AGM.

10. The Chairman invited comments and questions from the Members, who had registered themselves as Speakers. Queries raised by the Members with respect to ESG, workforce, stock split, risk factors, R&D, pilot projects, business operations, order book, financial prospects, peak capacity, subsidiaries, future development plans of CSL etc., were answered by the Chairman and Managing Director.

11. The following businesses were transacted at the 51<sup>st</sup> Annual General Meeting:

<b>Sl. No.</b>	<b>Particulars</b>	<b>Type of Resolution</b>
1.	To receive, consider and adopt the audited standalone financial statements of the Company for the financial year ended March 31, 2023, together with the Reports of the Board of Directors' and the Auditors' thereon.	Ordinary Resolution
2.	To receive, consider and adopt the audited consolidated financial statements of the Company for the financial year ended March 31, 2023, together with the Report of the Auditors' thereon.	Ordinary Resolution
3.	To confirm the payment of first interim dividend of ₹7.00 (70%) per equity share and second interim dividend of ₹7.00 (70%) per equity share and to declare final dividend of ₹3.00 (30%) per equity share (face value ₹10/-) for the financial year 2022-23.	Ordinary Resolution
4.	To appoint a Director in place of Shri Madhu Sankunny Nair (DIN: 07376798), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary Resolution
5.	To authorize the Board of Directors to fix the remuneration of the Auditors appointed by the Comptroller and Auditor General of India (C&AG) for the financial year 2023-24.	Ordinary Resolution
6.	To ratify the remuneration of ₹1,50,000 per annum (plus applicable tax) to the Cost Auditors, M/s. Rajendran Mani and Varier, for the financial year 2023-24.	Ordinary Resolution
7.	Approval of extension of tenure of Shri Bejoy Bhasker (DIN: 08103825), as Director (Technical)	Ordinary Resolution

8.	Approval of appointment of Shri Rajesh Kumar Sinha IAS (DIN: 05351383) as Part-time official (Nominee) Director	Ordinary Resolution
9.	Approval of appointment of Shri Biju Prabhakar IAS (DIN:03093072) as Part-time official (Nominee) Director	Ordinary Resolution

12. The Chairman authorised the Company Secretary to conduct the voting procedure and informed that the requisite quorum was present throughout the meeting.

13. The Members were informed that, the e-voting facility will remain open for the next 30 minutes and the consolidated voting results cast through remote e-voting and e-voting at the Annual General Meeting on all resolutions once finalised shall be communicated to the Stock Exchanges viz., BSE Limited and National Stock Exchange of India Limited and also placed on the Company's website [www.cochinshipyard.in](http://www.cochinshipyard.in) within 48 hours of conclusion of the Annual General Meeting of the Company.

14. The Chairman thanked the Members, Nominee of the President of India, Directors, Secretarial and Statutory Auditors for attending the meeting.

15. The meeting concluded at 12:15 hrs. Subsequently, the Members present at the meeting casted their votes.

16. Kindly take this intimation on record.

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