

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	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Yearly
Date of Report	31-03-2023
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 500 listed entities

I. Composition of Board of Directors

Whether the listed entity has a Regular Chairperson				Yes									
Whether Chairperson related to Promoter				No									
Sr	Name of the Director	Category 1 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	01-01-2021			1	0	0	0	
2	Mr .Bejoy Bhasker	Executive Director	No	Active	05-04-2018	29-09-2021			1	0	1	0	
3	Mr. Jose V J	Executive Director	No	Active	01-08-2019	29-09-2022			1	0	1	0	
4	Mr. Sreejith K Narayanan	Executive Director	No	Active	21-07-2022	21-07-2022			1	0	0	0	
5	Mr Rajesh Kumar Sinha	Non-Executive - Nominee Director	No	Active	21-11-2022	21-11-2022			2	0	0	0	
6	Mr Jyothilal K R	Non-Executive - Nominee	No	Active	21-11-2022	21-11-2022	02-01-2023		1	0	0	0	

		Director										
7	Mr. Biju Prabhakar	Non-Executive - Nominee Director	No	Active	02-01-2023	02-01-2023			1	0	0	0
8	Mrs. Amrapali Prashant Salve	Non-Executive - Independent Director	No	Active	26-11-2021	26-11-2021		36	1	1	0	0
9	Mr. Nahar Singh Maheshwari	Non-Executive - Independent Director	No	Active	01-12-2021	01-12-2021		36	1	1	0	0
10	Mr. Ashok Kumar Sharma	Non-Executive - Independent Director	No	Active	26-11-2021	26-11-2021		36	1	1	1	0
11	Mr. Prithviraj Harichandan	Non-Executive - Independent Director	No	Active	22-11-2021	22-11-2021		36	1	1	1	1
12	Mr. Venkatesan M	Non-Executive - Independent Director	No	Active	22-11-2021	22-11-2021		36	1	1	1	1
13	Mr. Abhijit Biswas	Non-Executive - Independent Director	No	Active	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	Prithviraj 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	Member	20-12-2021			

			Director				
4	01650017	Jyothilal K R	Non-Executive - Nominee Director	Member	20-12-2021	02-01-2023	

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	Venkatesan M	Non-Executive - Independent Director	Chairperson	20-12-2021		
2	08103825	Bejoy Bhasker	Executive Director	Member	20-12-2021		
3	08444440	Jose V J	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	Jose V J	Executive Director	Member	20-12-2021		
4	09543968	Sreejith K 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	Jose V J	Executive Director	Member	20-12-2021		

III. Meeting of Board of Directors

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)	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	14-10-2022			Yes	12	10	6
2	10-11-2022		26	Yes	12	10	6
3		10-02-2023	91	Yes	12	12	6

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	14-10-2022				Yes	3	2	2	0
2	Audit Committee	10-11-2022	26			Yes	3	3	3	0
3	Audit Committee	10-02-2023	91			Yes	3	3	3	0
4	Stakeholders Relationship Committee	10-02-2023				Yes	3	3	1	0
5	Risk Management Committee	17-03-2023				Yes	4	4	1	0
6	Corporate Social Responsibility Committee	09-11-2022				Yes	4	4	2	0

7	Corporate Social Responsibility Committee	10-02-2023	92			Yes	4	4	2	0
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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	NA	

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,	Yes

	2015	
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

Signatory Details		
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/uploads/investor/e90d5a2d7697bd9e3222920a05068c6b.pdf
4	Code of conduct of board of directors and senior management personnel	Yes		https://cochinshipyard.in/uploads/investor/d253f2a38cecec20033efbc1b444c2d8.pdf
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		https://cochinshipyard.in/uploads/investor/74df132a9c93efb0deefc58055ca26f8.pdf
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/uploads/investor/397243fb7806d3118dfa70add7cb06b4.pdf
8	Policy for determining 'material' subsidiaries	Yes		https://cochinshipyard.in/uploads/investor/33533526b54f002967272f4bad959f70.pdf
9	Details of familiarization programmes imparted to independent directors	Yes		https://cochinshipyard.in/uploads/FTPStaging/INDPDIR/famil.pdf

10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		https://cochinshipyard.in/uploads/investor/24bd68ed6529fa6fdcafdbd7fa3cfb12.pdf
11	email address for grievance redressal and other relevant details	Yes		https://cochinshipyard.in/uploads/investor/24bd68ed6529fa6fdcafdbd7fa3cfb12.pdf
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		
15	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
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	Whether company has provided	Yes		https://cochinshipyard.in/uploads/investor/af4bb98b4eb5a4698555204e1112463d.pdf

	information under separate section on its website as per Regulation 46(2)			
21	Materiality Policy as per Regulation 30	Yes		https://cochinshipyard.in/uploads/investor/083a13beaed324e3cefbb5b9e6733e98.pdf
22	Dividend Distribution policy as per Regulation 43A (as applicable)	Yes		https://cochinshipyard.in/uploads/investor/5ada12a9ffb480c97e4b30fd4bc0f349.pdf
23	It is certified that these contents on the website of the listed entity are correct	Yes		https://cochinshipyard.in/

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(1B)	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	

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	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	

21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
23	Meeting of Risk Management Committee	21(3A)	Yes	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
27	Approval for material related party transactions	23(4)	NA	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	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	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	Yes	
33	Maximum Tenure	25(2)	Yes	
34	Meeting of independent directors	25(3) & (4)	Yes	
35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	Yes	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			

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	

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.

Signatory Details

Name of signatory	Syamkamal N
Designation of person	Company Secretary and Compliance Officer
Place	Kochi
Date	11-04-2023