

SEC/48/2017-63

December 27, 2018

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

Dear Sir / Madam,

Subject: Extinguishment of 43,95,610 fully paid up equity shares of Rs. 10/- each (“Equity Shares”) of Cochin Shipyard Limited (“Company”) bought back at a price of Rs. 455 per Equity Share through the tender offer process pursuant to the SEBI (Buy Back of Securities) Regulations, 2018, as amended (“Buyback Regulations”).

This is in regard to the captioned buyback and is further to our letters dated October 19, 2018, October 26, 2018, November 23, 2018 and December 20, 2018 whereby we had submitted the public announcement, the draft letter of offer, the letter of offer and the post buyback public announcement respectively.

The number of Equity Shares bought back in the captioned buyback and the post-Buyback shareholding pattern were disclosed in the post buyback public announcement submitted for your records on December 20, 2018 and the same has been reproduced at **Annexure I** for ease of reference.

In compliance with Regulation 11 and 24(iv) of the Buyback Regulations, this is to inform you that the Company has extinguished 43,95,610 Equity Shares which were in dematerialized form. No Equity Shares in physical form were bought back or extinguished. A copy of the letter dated December 21, 2018 from Central Depository Services (India) Limited confirming the extinguishment of 43,95,610 Equity Shares, is placed at **Annexure II**.

It is confirmed that the 43,95,610 Equity Shares of the Company were extinguished in compliance with and according to the provisions of Regulation 11 of the Buyback Regulations. A copy of the certificate dated December 27, 2018 in this regard is placed at **Annexure III**.



In view of the above, please see below a table showing reconciliation of share capital of the Company (Pre and Post Extinguishment):

Sr. No	Particulars	No. of Equity Shares	Amount (in Rs.)
1.	Pre-extinguishment, Issued, Subscribed and Paid-Up Share Capital	13,59,36,000 fully paid-up Equity Shares of Rs. 10/- each	135,93,60,000
2.	Less: Shares bought-back and credited to our account		
	Electronic Form	43,95,610	4,39,56,100
	Physical Form	Nil	Nil
3.	Post Extinguishment, Issued, Subscribed and Paid-Up Share Capital	13,15,40,390 fully paid-up Equity Shares of Rs. 10/- each	131,54,03,900

Kindly take the above on record.

Thanking you,

Yours faithfully,

For Cochin Shipyard Ltd


V Kala
Company Secretary &
Compliance Officer

Encl: As above.

Annexure I

Number of Equity Shares Bought Back

43,95,610 (Forty Three Lakh Ninety Five Thousand Six Hundred and Ten) Equity Shares were bought back under the Buyback, at a price of Rs. 455/- (Rupees Four Hundred and Fifty Five Only) per Equity Share.

Shareholding Pattern

The shareholding pattern of the Company, pre and post Buyback, is as under:

PARTICULARS	PRE BUYBACK		POST BUYBACK	
	Number of Shares	% to existing share capital	No. of Shares post Buyback	% holding post Buyback
Promoter and persons acting in concert	10,19,52,000	75.00%	9,89,34,442	75.21%
Foreign Investors (OCBs/ FIIs/ NRIs/ Non-residents/ Non-domestic companies and foreign mutual funds)	47,87,956	3.52%	3,26,05,948	24.79%
Indian Financial Institutions/ Banks/ Mutual Funds/ Govt. Companies	1,38,16,451	10.17%		
Public including other Bodies Corporate	1,53,79,593	11.31%		
Total	13,59,36,000	100.00%	13,15,40,390	100.00%

Note: The shareholding pattern of the Company pre buyback is as on the Record Date i.e. October 31, 2018.



Central Depository Services (India) Limited



December 21 , 2018

CDSL/OPS/IPO-CA/2018-19/CA-341764.002

**The Company Secretary,
Cochin Shipyard Limited**
Administrative Bldg, 39/6080
Cochin Shipyard Premises
Perumanoor, M G RoadErnakulam, Kerala,
India - 682015

Dear Sir,

Sub:- Buyback

This is to inform you that the file uploaded by you / your RTA for the above-mentioned purpose, has been successfully processed at **Central Depository Services (India) Limited**. The details of the same are as follows:

CA Seq. No.	ISIN	Type Of Security	Date Effected	No. of Records	No. of Securities
341764.002	Debit ISIN INE704P01017	Cochin Shipyard Limited # Equity Shares	20-Dec-2018	1	4395610

Thanking you,

Yours faithfully,
For **Central Depository Services (India) Limited**

Sachin Kalsulkar
Deputy Manager – Operations

c.c Link Intime India Private Limited

Digitally signed by Sachin
Arvind Kalsulkar
Date: 2018.12.21 12:09:28
+05:30

Regd. Office : Marathon Futurex, Mafatlal Mill Compounds, A-Wing, 25th floor, N M Joshi
Marg, Lower Parel (East), Mumbai - 400013.

Phone: 91 - 22-2302-3333 • Fax: 91 - 22 - 2300 2035/2036. CIN: L67120MH1997PLC112443

Website : www.cdslindia.com

**CERTIFICATE OF EXTINGUISHMENT OF EQUITY SHARES BOUGHT BACK BY
COCHIN SHIPYARD LIMITED ("the Company")**

This certificate is being issued in compliance with the requirements of Regulation 11 of Securities and Exchange Board of India (Buy Back of Securities) Regulations, 2018, as amended ("**Buyback Regulations**").

Pursuant to the Public Announcement published on October 18, 2018, and the Letter of Offer dated November 20, 2018, the tendering period for the Buyback undertaken by the Company of its equity shares of face value of Rs. 10 each fully paid up ("**Equity Shares**") from the shareholders was between November 28, 2018 and December 11, 2018. The following are the details of the equity shares so bought back and extinguished:

A. EQUITY SHARES IN DEMATERIALIZED FORM EXTINGUISHED:

Name of the Depository	Name of the Depository Participant and DP ID No.	Company's A/C No.	Date of Extinguishment	No. of Equity Shares Extinguished
Central Depository Services (India) Limited ("CDSL")	Edelweiss Broking Limited 12032300	02792840	December 20, 2018	43,95,610
Total (A)				43,95,610

B. EQUITY SHARES IN PHYSICAL FORM EXTINGUISHED AND DESTROYED:

Sr. No.	Registered Folio No.	Certificate No.	Distinctive No. of Shares	No. of Equity Shares Extinguished
Nil	Nil	Nil	Nil	Nil
Total (B)				Nil

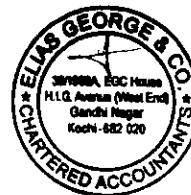
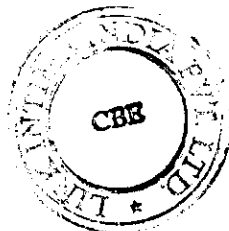
C. TOTAL NUMBER OF EQUITY SHARES EXTINGUISHED:

Total number of equity shares extinguished (A+B)	43,95,610
---	------------------

It is certified that the above Equity Shares of the Company were extinguished in compliance with and according to the provisions of Regulation 11 of the Buyback Regulations.

For Link Intime India Private Limited
(Registrar to the Buyback)

S. Dhanalakshmi



Name: S. Dhanalakshmi
Designation: Head - Coimbatore Branch

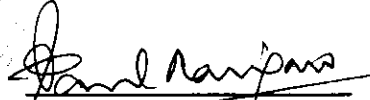
For Cochin Shipyard Limited



Name: Madhu S Nair
Designation: Chairman and Managing Director
DIN: 07376798

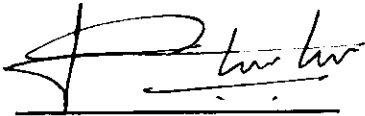


For Cochin Shipyard Limited



Name: D Paul Ranjan
Designation: Director (Finance)
DIN: 06869452

For Elias George & Co
(Chartered Accountants)
(Firm Registration No. 000801S)



Name: Joseph Atul Thomson
Designation: Partner
Membership No.: 243850



Place: Kochi

Date: December 27, 2018

Enclosed: Confirmation from the depository dated December 21, 2018 for extinguishment of Equity Shares in dematerialized format.

CC:

Edelweiss Financial Services Limited,
Edelweiss House, 14th Floor,
Off CST Road, Kalina,
Mumbai – 400 098.



Central Depository Services (India) Limited



CDSL/OPS/IPO-CA/2018-19/CA-341764.002

December 21 , 2018

**The Company Secretary,
Cochin Shipyard Limited**
Administrative Bldg, 39/6080
Cochin Shipyard Premises
Perumanoor, M G RoadErnakulam, Kerala,
India - 682015

Dear Sir,

Sub:- Buyback

This is to inform you that the file uploaded by you / your RTA for the above-mentioned purpose, has been successfully processed at **Central Depository Services (India) Limited**. The details of the same are as follows:

CA Seq. No.	ISIN	Type Of Security	Date Effected	No. of Records	No. of Securities
341764.002	Debit ISIN INE704P01017	Cochin Shipyard Limited # Equity Shares	20-Dec-2018	1	4395610

Thanking you,

Yours faithfully,
For **Central Depository Services (India) Limited**

Sachin Kalsulkar
Deputy Manager – Operations

c.c Link Intime India Private Limited

Digitally signed by Sachin
Arvind Kalsulkar
Date: 2018.12.21 12:09:28
+05:30

Regd. Office : Marathon Futurex, Mafatlal Mill Compounds, A-Wing, 25th floor, N M Joshi
Marg, Lower Parel (East), Mumbai - 400013.

Phone: 91 - 22-2302-3333 • Fax: 91 - 22 - 2300 2035/2036. CIN: L67120MH1997PLC112443

Website : www.cdslindia.com