



SEC/48/2017-63

August 13, 2019

<p>To, The Manager Listing Compliance Department BSE Limited Phiroze Jeejeebhoy Tower, Dalal Street, Mumbai- 400001</p> <p>Scrip Code/ Symbol: <b>540678</b></p>	<p>To, The Manager Listing Compliance Department The National Stock Exchange of India Ltd Exchange Plaza, Bandra-Kurla Complex, Bandra (East) Mumbai- 400051</p> <p>Scrip Symbol: <b>COCHINSHIP</b></p>
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Dear Sir/Madam,

**Subject: 47<sup>th</sup> Annual General Meeting and the Summary of Proceedings**

1. We wish to inform you that the 47<sup>th</sup> AGM of the Company was held today and-the business mentioned in the Notice dated July 08, 2019 was transacted.
2. In this regard we are enclosing summary of the proceedings as required under the Regulation 30, Part-A of Schedule-III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations.
3. This is for your information and record.

Thanking you.

Yours Truly,  
For Cochin Shipyard Ltd.

**Kala V**  
Company Secretary

Encl: As above





**SUMMARY OF PROCEEDINGS OF THE 47<sup>TH</sup> ANNUAL GENERAL MEETING OF THE COMPANY HELD ON AUGUST 13, 2019 AT 11:00 HRS AT THE MERCY HOTEL, M.G. ROAD, RAVIPURAM, KOCHI – 682015**

1. Pursuant to the Regulation 30 read with Para A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, it is hereby informed that the 47<sup>th</sup> Annual General Meeting of the Company was duly held on August 13, 2019 at 11:00 hrs at The Mercy Hotel, M.G. Road, Ravipuram, Kochi – 682015.
2. Shri Madhu S Nair, Chairman and Managing Director, chaired the meeting. The number of shareholders as on cut-off date August 06, 2019 was 1,64,560.
3. The Chairman and Managing Director called the meeting to order as requisite quorum was present and he introduced the Directors and the Company Secretary seated on the dais.
4. With the consent of the members present at the meeting, the notice convening the Annual General Meeting, the Directors' report, statutory auditors' report, secretarial auditors' report and the financial statements for the financial year ended March 31, 2019 were taken as read. As there were no qualifications, these reports were not required to be read.
5. The Chairman informed the members that pursuant to the provisions of the Companies Act, 2013, the rules framed thereunder and Listing Regulations, the Company had extended 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 August 10, 2019 at 09:00 hrs. and ended on August 12, 2019 at 17:00 hrs.
6. The Chairman informed the members that the facility for voting at the venue was made available for the members who had not cast their vote through remote e-voting.
7. The Company also facilitated the members present in the meeting who could not participate in the remote e-voting and in the e-voting at the venue of the Annual General Meeting to cast their votes through poll process.
8. The Company had appointed Mr. Sreekumar P.S. FCS, Practising Company Secretary, Partner, M/s. SVJS & Associates, Company Secretaries, Kochi as the scrutinizer for the purpose of scrutinizing the process of remote e-voting and venue voting process at the AGM.
9. The Chairman addressed the members at the meeting and made a detailed presentation about the operations and financial results of the Company. Thereafter the following resolutions as set out in the Notice convening the Annual General Meeting were read out by the Company Secretary.



1.	<p><b>Detail of the Agenda:</b></p> <p><b>Resolution Required:</b></p> <p><b>Mode of voting:</b></p>	<p>To receive, consider and adopt:</p> <p>(a) Audited standalone financial statements of the Company for the financial year ended March 31, 2019, together with the Reports of the Board of Directors' and Auditors' thereon;</p> <p>(b) Audited consolidated financial statements of the Company for the financial year ended March 31, 2019, together with the Report of the Auditors' thereon.</p> <p>Ordinary Resolution</p> <p>Passed with requisite majority by Remote E-voting and voting at the AGM venue.</p>
2.	<p><b>Detail of the Agenda:</b></p> <p><b>Resolution Required:</b></p> <p><b>Mode of voting:</b></p>	<p>Declaration of final dividend of ₹13/- per share (face value of Rs.10/-) on equity shares for the financial year ended March 31, 2019.</p> <p>Ordinary Resolution</p> <p>Passed with requisite majority by Remote E-voting and voting at the AGM venue.</p>
3.	<p><b>Detail of the Agenda:</b></p> <p><b>Resolution Required:</b></p> <p><b>Mode of voting:</b></p>	<p>To appoint a Director in place of Shri Madhu S Nair (DIN: 07376798), who retires by rotation and being eligible, offers himself for re-appointment.</p> <p>Ordinary Resolution</p> <p>Passed with requisite majority by Remote E-voting and voting at the AGM venue.</p>
4.	<p><b>Detail of the Agenda:</b></p> <p><b>Resolution Required:</b></p> <p><b>Mode of voting:</b></p>	<p>To authorize the Board of Directors to fix the remuneration of the Auditors appointed by the Comptroller and Auditor General of India (C&amp;AG) for the financial year 2019-20.</p> <p>Ordinary Resolution</p> <p>Passed with requisite majority by Remote E-voting and voting at the AGM venue.</p>
5.	<p><b>Detail of the Agenda:</b></p> <p><b>Resolution Required:</b></p> <p><b>Mode of voting:</b></p>	<p>Ratification of remuneration of Cost Auditor</p> <p>Ordinary Resolution</p> <p>Passed with requisite majority by Remote E-voting and voting at the AGM venue.</p>

10. The Chairman then invited questions, if any, from the Members and requested the Members to be brief and restrict the questions to the matters as set out in the Notice, the annual accounts and the operations of the Company. The shareholders did not raise any questions or clarifications.

11. Thereafter, V Kala, Company Secretary & General Manager (Finance) announced voting on the resolutions to be taken at the venue and requested the Scrutinizer for the orderly conduct of the voting.

12. The Chairman announced that the e-voting results along with the consolidated report of venue voting shall be informed to the stock exchanges and also be placed on the website of the Company within 48 hours of conclusion of AGM.

13. The meeting concluded at 11:40 hrs. Subsequently, the members present at the meeting casted their votes.

14. Post completion of Annual General Meeting, the scrutinizer took the custody of the remote e-voting and venue voting of the Annual General Meeting of the Company. The Scrutinizer submitted their report post verification of the votes. All the items of business as mentioned in the Annual General Meeting Notice dated July 08, 2019, based on the report of the Scrutinizer, were passed by requisite majority by voting.

15. Kindly take this intimation on record.

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