

**Annexure 'F' to Directors' Report**

**FORM NO. MGT-9  
EXTRACT OF ANNUAL RETURN  
As on the financial year ended on 31.03.2018  
[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the  
Companies (Management and Administration) Rules, 2014]**

**I. REGISTRATION AND OTHER DETAILS:**

(i)	CIN	U63032GA1967GOI000077
(ii)	Registration Date	29.09.1967
(iii)	Name of the Company	Goa Shipyard Limited
(iv)	Category/sub-category of the Company	Public Company/Govt. Company
(v)	Address of the Registered Office and Contact details	Vaddem House, Vaddem, Vasco-da-Gama, Goa – 403802 Tel: (0832) 2512152 to 2512156 2512359 (24 hours)
(vi)	Whether listed Company	No
(vii)	Name, Address and contact details of Registrar and Transfer Agent, if any	<b><u>For transfer of shares to IEPF:</u></b> Purva Sharegistry (India) Pvt. Ltd. 9 Shiv Shakti Ind. Estt., J R Boricha Marg, Lower Parel East, Mumbai- 400 011 Tel.: 2301 6761 / 2301 2518 Fax: 2301 2517 Email: busicomp@vsnl.com

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:**

All the business activities contributing 10% or more of the total turnover of the company shall be stated:-

Sl. No.	Name and Description of main products /services	NIC Code of the Product / service *	% of total turnover of the company
1.	Ship Construction	301/3011 – Building of ships and floating structures	83%
2.	Ship Repairs & General Engineering Services	301/3315 – Repair of transport equipment, except motor vehicles	17%

\* As per National Industrial Classification – Ministry of Statistics and Programme Implementation

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:**

Sl. No.	Name and Address of the Company	CIN / GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1	N.A.	N.A.	N.A.	N.A.	N.A.
2	N.A.	N.A.	N.A.	N.A.	N.A.

N.A. – Not Applicable.



Capital Funds									
i) Others specify Govt. Company (MDL)	0	54957600	54957600	47.21	0	54957600	54957600	47.21	0
<b>Sub-Total (B)(1):-</b>	0	114424380	114424380	98.30	0	114424380	114424380	98.30	0
<b>(2) Non-Institutions</b>									
a) Bodies Corp.									
i) Indian	0	1362688	1362688	1.170	0	1362688	1362688	1.170	0
ii) Overseas	0	4408	4408	0.004	0	4408	4408	0.004	0
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs.1 lakh	0	142924	142924	0.123	0	139518	139518	0.120	(0.003)
ii) Individual shareholders holding nominal share capital in excess of Rs.1 lakh	0	243000	243000	0.209	0	243000	243000	0.209	0
c) Others (specify)									
i) Mormugao Port Trust	0	226348	226348	0.194	0	226436	226436	0.194	0
ii) IEPF Authority	0	0	0	0	3318*	0	3318	0.003	0.003
<b>Sub-total (B)(2):-</b>	0	1979368	1979368	1.70	3318	1976050	1979368	1.70	0
Total Public Shareholding (B) = (B)(1) + (B)(2)	0	116403748	116403748	100.00	3318	116400430	116403748	100.00	0
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	0	0	0	0	0	0	0	0	0
<b>Grand total (A+B+C)</b>	0	116403748	116403748	100.00	3318	116400430	116403748	100.00	0

\* During the year, 3318 Equity Shares of Rs. 5/- each were transferred in terms of Section 124(6) of the Companies Act, 2016 and rules made thereunder to Demat Account of IEPF Authority opened with National Securities Depository Limited.

**(ii) Shareholding of Promoters**

SI No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in Share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged /encumbered to total shares	
1	N.A.	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0

**(iii) Change in Promoters' Shareholding (please specify if there is no change)**

SI No.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	0	0	0	0
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase/ decrease (e.g. allotment / transfer/ bonus/sweat equity etc.):	0	0	0	0
	At the end of the year	0	0	0	0

**(iv) Shareholding Pattern of top ten Shareholders (other than Directors, promoters and Holders of GDRs and ADRs):**

SI No.	Name of Shareholder	Shareholding at the beginning of the year as on 01.04.2017		Increase in Shareholding during the year on 26.02.2018	Cumulative Shareholding during the year 31.03.2018	
		No. of shares	% of total shares of the company		No. of shares	% of total shares of the company
1	2	3	4	5	6	7
1	President of India	59466780	51.09%	-	59466780	51.09%
2	Mazagon Dock ShipbuildersLtd.	54957600	47.21%	-	54957600	47.21%
3	Dempo Brothers Ltd.	415620	0.36%	-	415620	0.36%
4	V. M. Salgaocar & Brother Pvt. Ltd.	405000	0.35%	-	405000	0.35%

5	Vedanta Limited	250828	0.22%	-	250828	0.22%
6	Mormugao Port Trust	226348	0.19%	88	226436	0.19%
7	Gangadhar Narsingdas Agrawal	195300	0.17%	-	195300	0.17%
8	Damodar Mangalji & Co. Ltd.	90000	0.08%	-	90000	0.08%
9	S. Kantilal & Co. Ltd.	90000	0.08%	-	90000	0.08%
10	Shantilal Khushaldas & Brothers Pvt. Ltd.	90000	0.08%	-	90000	0.08%

**(v) Shareholding of Directors and Key Managerial Personnel:**

Sl No.	Name of the Director and KMP	Shareholding at the beginning of the year as on 01.04.2017		Cumulative shareholding during at end of the year (as on 31.03.2018)	
		No. of shares of Rs.5/- each	% of total shares of the company	No. of shares of Rs.5/- each	% of total shares of the company
1	2	3	4	5	6
i.	Shrihari Pai Raikar, Director (Operation)	40	Insignificant	40	Insignificant
ii.	S.V Adhia Company Secretary (upto 31.08.2017)	900	0.0008%	900	0.0008%

**Note: No other Directors and KMP (other than the above) are holding any shares of the Company.**

**V. INDEBTEDNESS**

**Indebtedness of the Company including interest outstanding/accrued but not due for payment**

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the Financial year</b>				
(i) Principal Amount	0	0	0	0
(ii) Interest due but not paid	0	0	0	0
(iii) Interest accrued but not due	0	0	0	0
<b>Total (i + ii + iii)</b>	0	0	0	0
<b>Change in Indebtedness during the financial year</b>				
• Addition	0	0	0	0
• Reduction	0	0	0	0
<b>Net change</b>	0	0	0	0
<b>Indebtedness at the end of</b>				

<b>the Financial year</b>				
(i) Principal Amount	0	0	0	0
(ii) Interest due but not paid	0	0	0	0
(iii) Interest accrued but not due	0	0	0	0
<b>Total (i + ii + iii)</b>	0	0	0	0

## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

### A. Remuneration to Managing Director, Whole-time Director and / or Manager:

(Rs. In Lakh)

Sl No.	Particulars of Remuneration	Name of MD / WTD / Manager				Total amount
		RAdm Shekhar Mital (Retd)	Shri Shrihari Pai Raikar	Shri T.N. Sudhakar	Cmde B.B. Nagpal, (Retd)	
1.	Gross salary					
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act,1961	67.69	53.81	47.49	50.68	<b>219.67</b>
	(b) Value of perquisites u/s 17(2) of the Income Tax Act,1961	4.24	0	0	0	<b>4.24</b>
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	0	0	0	0	<b>0</b>
2.	Stock Option	0	0	0	0	<b>0</b>
3.	Sweat Equity	0	0	0	0	<b>0</b>
4.	Commission					
	- as % of profit	0	0	0	0	<b>0</b>
	- others specify....	0	0	0	0	<b>0</b>
5.	Others, please specify (Contribution to PF)	3.18	2.78	2.60	3.03	<b>11.59</b>
	<b>Total (A)</b>	<b>75.11*</b>	<b>56.59*</b>	<b>50.09*</b>	<b>53.71*</b>	<b>235.50*</b>
	Ceiling as per the Act	Being a Govt. Company, exempted from Section 197 of Companies Act, 2013.				

\*Including Pay Revision arrears.

**B. Remuneration to other directors:**

Rs. in Lakh)

Sl. No.	Particulars of remuneration	Name of Director		Total amount
		Shri Ashok Nayak (Upto 22.07.2017)	Shri K. Mohandas	
1.	Independent directors			
	Fee for attending board / committee meetings	1.30	2.65	<b>3.95</b>
	Commission	0	0	<b>0</b>
	Others, please specify	0	0	<b>0</b>
	<b>Total (1)</b>	<b>1.30</b>	<b>2.65</b>	<b>3.95</b>
2.	Other Non-Executive Directors			
	Fee for attending board / committee meetings	0	0	<b>0</b>
	Commission	0	0	<b>0</b>
	Others, please specify	0	0	<b>0</b>
	Total (2)	0	0	<b>0</b>
	<b>Total (B) = (1+2)</b>	<b>1.30</b>	<b>2.65</b>	<b>3.95</b>
Total Managerial Remuneration				
Overall Ceiling as per the Act		Being a Govt. Company, exempted from Section 197 of Companies Act, 2013.		

**C. Remuneration to Key Managerial Personnel other than MD / MANAGER / WTD**

(Rs. in Lakh)

Sl. No.	Particulars of Remuneration	Key Managerial Personnel		Total
		S.V. Adhia, CS (Upto 31.08.2017)	Mrs. Chhaya Jain, CS (From 01.09.2017)	
1.	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961	49.74	8.59	58.33
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	0	0	0
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	0	0	0
2.	Stock Option	0	0	0
3.	Sweat Equity	0	0	0
4.	Commission			0
	- as % of profit	0	0	0
	- others specify....	0	0	0
5.	Others, please specify (Contribution to PF)	1.23	0.68	1.91
	<b>Total</b>	<b>50.97*</b>	<b>9.27</b>	<b>60.24</b>

\*Includes payment of Gratuity and Leave encashment.

**VII. PENALTIES /PUNISHMENT/COMPOUNDING OF OFFENCES:**

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority [RD/NCLT/ COURT]	Appeal made, if any (give Details)
<b>A. COMPANY</b>					
Penalty	----- NIL -----				
Punishment					
Compounding					
<b>B. DIRECTORS</b>					
Penalty	----- NIL -----				
Punishment					
Compounding					
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty	----- NIL -----				
Punishment					
Compounding					