

Annexure 'F' to Directors' Report

**FORM NO. MGT-9
EXTRACT OF ANNUAL RETURN
As on the financial year ended on 31.03.2019
[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	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 ; support@purvashare.com

II. PRINCIPAL BUSINESS ACTIVITES 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	3011 – Building of ships and floating structures	77%
2.	Ship Repairs & General Engineering Services	3315 – Specialized repair and maintenance of ships and floating structures	23%

* 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
Nil					



IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

(i) Category-wise Share Holding

Category of Shareholders	No. of Shares of Rs 5/- each held at the beginning of the year				No. of Shares of Rs 5/- each held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	0	0	0	0	0	0	0	0	0
b) Central Govt.	0	0	0	0	0	0	0	0	0
c) State Govt.(s)	0	0	0	0	0	0	0	0	0
d) Bodies corp.	0	0	0	0	0	0	0	0	0
e) Banks /FI	0	0	0	0	0	0	0	0	0
f) Any other...	0	0	0	0	0	0	0	0	0
Sub-Total (A)(1):	0	0	0	0	0	0	0	0	0
(2) Foreign									
a) NRIs - Individuals	0	0	0	0	0	0	0	0	0
b) Other Individuals	0	0	0	0	0	0	0	0	0
c) Bodies corp.	0	0	0	0	0	0	0	0	0
d) Banks / FI	0	0	0	0	0	0	0	0	0
e) Any other...	0	0	0	0	0	0	0	0	0
Sub-Total (A)(2):	0	0	0	0	0	0	0	0	0
Total shareholding of Promoter (A)=(A)(1)+A)(2)	0	0	0	0	0	0	0	0	0
B. Public Shareholding									
(1) Institutions									
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks/FI	0	0	0	0	0	0	0	0	0
c) Central Govt.	0	59466780	59466780	51.09	59466780	0	59466780	51.09	0
d) State Govt.(s)	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i) Others (specify Govt. Company (MDL))	0	54957600	54957600	47.21	0	54957600	54957600	47.21	0
Sub-Total (B)(1):-	0	114424380	114424380	98.30	59466780	54957600	114424380	98.30	0



Category of Shareholders	No. of Shares of Rs 5/- each held at the beginning of the year				No. of Shares of Rs 5/- each held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(2) Non-Institutions									
a) Bodies Corp.									
i) Indian	0	1362688	1362688	1.170	405000	957688	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	139430	139430	0.120	33556	100884	134440	0.116	(0.004)
ii) Individual shareholders holding nominal share capital in excess of Rs.1 lakh	0	243000	243000	0.209	217800	25200	243000	0.209	0
c) Others (specify)									
i) Mormugao Port Trust	0	226436	226436	0.194	0	226436	226436	0.194	0
ii) IEPF Authority	3318	0	3318	0.003	8308	0	8308	0.007	0.004
iii) Foreign Nationals	0	88	88	Insignificant	0	88	88	Insignificant	0
Sub-total (B)(2):-	3318	1976050	1979368	1.70	664664	1314704	1979368	1.70	0
Total Public Shareholding (B) = (B)(1)+(B)(2)	3318	116400430	116403748	100.00	60131444	56272304	116403748	100.00	0
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand total (A+B+C)	3318	116400430	116403748	100.00	60131444	56272304	116403748	100.00	0

* Pursuant to Section 124(6) of the Companies Act, 2013 and rules made thereunder, 4990 Equity Shares of Rs 5/- each were transferred on 13 Oct 2018 to Demat Account of IEPF Authority opened with National Securities Depository Limited.

(ii) Shareholding of Promoters

Sl. 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)

Sl 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 Shareholding 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):

Sl. No.	Name of Shareholder For Each of the Top 10 Shareholders	Shareholding at the beginning of the year as on 01.04.2018		Increase/ Decrease in Shareholding during the year	Cumulative Shareholding during the year 31.03.2019	
		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 Shipbuilders Ltd.	54957600	47.21%	-	54957600	47.21%
3	V S Dempo Holdings Private Limited (Formerly known as Dempo Brothers Limited)	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	226436	0.19%	-	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:

SI No.	Name of the Director and KMP	Shareholding at the beginning of the year (as on 01.04.2018)		Cumulative shareholding at end of the year (as on 31.03.2019)	
		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.	Shri Shrihari Pai Raikar, Director (Operations) (Upto 31.05.2018)	40	Insignificant	40	Insignificant
ii.	Shri. Shrikrishna J. Kamat, Director (Operations) (From 01.06.2018)	88	Insignificant	88	Insignificant

Note: No other Director 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
Indebtedness at the beginning of the financial year				
(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
Total (i + ii + iii)	0	0	0	0
Change in Indebtedness during the financial year				
• Addition	0	0	0	0
• Reduction	0	0	0	0
Net change	0	0	0	0
Indebtedness at the end of the financial year				
(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
Total (i + ii + iii)	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
		Cmde B.B. Nagpal (CMD from 01.12.18)	RAadm Shekhar Mital (CMD upto 30.11.18)	Cmde B. B. Nagpal (D(CPP& BD) upto 30.11.18)	Shri T.N. Sudhakar D(F)	Shri Shrikrishna J. Kamat (D(O) from 01.06.18)	Shri Shrihari Pai Raikar (D(O) upto 31.05.18)	
1.	Gross salary							
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961	33.61	73.47*	28.63	54.61	38.56	44.17	273.05
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	0.77	4.03	0	0	0	0	4.80
	(c) Profits in lieu of salary u/s 17(3) of the Income Tax Act, 1961	0	0	0	0	0	0	0
2.	Stock Option	0	0	0	0	0	0	0
3.	Sweat Equity	0	0	0	0	0	0	0
4.	Commission							
	- as % of profit	0	0	0	0	0	0	0
	- Others, please specify	0	0	0	0	0	0	0
5.	Others, please specify (Contribution to PF)	0.84	2.46	2.33	2.65	2.07	0.70	11.05
	Total (A)	35.22	79.97	30.96	57.26	40.63	44.86	288.90
	Ceiling as per the Act	Being a Govt. Company, exempted from Section 197 of the Companies Act, 2013.						

* Remuneration includes terminal Benefits



B. Remuneration to other Directors:

(Rs. in Lakh)

Sl. No.	Particulars of remuneration	Name of Director	Total amount
		Shri K. Mohandas	
1.	Independent directors		
	Fee for attending board/committee meetings	3.15	3.15
	Commission	0	0
	Others, please specify	0	0
	Total (1)	3.15	3.15
2.	Other Non-Executive Directors		
	Fee for attending board/committee meetings	0	0
	Commission	0	0
	Others, please specify	0	0
	Total (2)	0	0
	Total (B) = (1+2)	3.15	3.15
	Total Managerial Remuneration		
	Overall Ceiling as per the Act	Being a Govt. Company, exempted from Section 197 of the 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
		Mrs. Chhaya Jain, CS	
1.	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961	20.51	20.51
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	0	0
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	0	0
2.	Stock Option	0	0
3.	Sweat Equity	0	0
4.	Commission		0
	- as % of profit	0	0
	- others specify....	0	0
5.	Others, please specify (Contribution to PF)	1.37	1.37
	Total	21.88	21.88



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)
A. COMPANY					
Penalty			----- NIL -----		
Punishment					
Compounding					
B. DIRECTORS					
Penalty			----- NIL -----		
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty			----- NIL -----		
Punishment					
Compounding					

