



SEC/48/2017-63

September 29, 2020

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

Dear Sir/Madam,

Subject: 48th Annual General Meeting (AGM) and the Summary of Proceedings

1. We wish to inform you that the 48th AGM of the Company was held today and the business mentioned in the Notice dated September 04, 2020 was transacted.
2. In this regard we are enclosing the summary of the proceedings as required under Regulation 30, Part A of Schedule III to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
3. This is for your information and record please.

Thanking you,

For Cochin Shipyard Limited

**Syamkamal N
Company Secretary &
Compliance Officer**

Encl: As above



SUMMARY OF PROCEEDINGS OF THE 48TH ANNUAL GENERAL MEETING OF THE COMPANY HELD ON SEPTEMBER 29, 2020 AT 11:00 HRS. THROUGH VIDEO CONFERENCING (“VC”) / OTHER AUDIO VISUAL MEANS (“OAVM”)

1. Pursuant to Regulation 30 read with Para A of Schedule III to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), it is hereby informed that the 48th Annual General Meeting (“AGM”) of the Company was duly held on September 29, 2020 at 11:00 hrs. through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”).
2. Shri Madhu S Nair, Chairman and Managing Director, chaired the meeting. The number of shareholders as on cut-off date i.e., September 22, 2020 was 1,69,065.
3. The Chairman and Managing Director called the meeting to order as requisite quorum was present and he introduced the Nominee of the President of India, Directors, Secretarial Auditors and Statutory Auditors attending the meeting.
4. The Chairman thanked the shareholders for joining the meeting and informed that the meeting is being held through VC/OAVM in compliance with the circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.
5. With the consent of the members present at the meeting, the notice convening the 48th Annual General Meeting, the Directors’ Report, Statutory Auditors’ Report and the Financial Statements for the financial year ended March 31, 2020 were taken as read. Standalone and Consolidated Reports of the Independent Auditors as well as the Comptroller & Auditor General of India (C&AG) for the financial year ended March 31, 2020 did not have any qualification. The Chairman asked the Company Secretary to read out the observations of the Secretarial Auditors along with the explanation of the Board of Directors. He read out the observations of Secretarial Auditors along with the explanation of the Board of Directors.
6. The Chairman after delivering a short presentation on the performance of the Company during 2019-20, asked the Company Secretary to explain the sequence of meeting and process of voting on the resolutions in the meeting.
7. The Company Secretary informed the members that pursuant to the provisions of the Companies Act, 2013, the Rules framed thereunder and the Listing Regulations, the Company had provided 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 September 26, 2020 at 09:00 hrs. and ended on September 28, 2020 at 17:00 hrs.

8. He further informed that, e-voting facility during the meeting has been made available through the voting page of CDSL e-voting website for the members present via VC/OAVM and who had not casted their vote through remote e-voting.

9. The Company had appointed Shri Arun K Kamalobhavan, Partner, M/s. Mehta & Mehta, Company Secretaries, Mumbai, as the scrutinizer for the purpose of scrutinizing the process of remote e-voting and e-voting process during the AGM.

10. The Chairman invited comments and questions from the Members, who had registered themselves as Speakers. Queries raised by the Members with respect to Financial Statements, business operations, impact of COVID-19 etc., were answered by the Chairman and Managing Director and Director (Finance).

11. The following businesses were transacted at the 48th Annual General Meeting:

Sl. No.	Particulars	Type of Resolution
1.	To receive, consider and adopt the audited standalone financial statements of the Company for the financial year ended March 31, 2020, together with the Reports of the Board of Directors' and Auditors' thereon.	Ordinary Resolution
2.	To receive, consider and adopt the audited consolidated financial statements of the Company for the financial year ended March 31, 2020, together with the Report of the Auditors' thereon.	Ordinary Resolution
3.	To confirm the payment of interim dividend of ₹1.63 (16.30%) per equity share and to declare final dividend of ₹15/- (150%) per equity share (face value ₹10/-) for the financial year 2019-20.	Ordinary Resolution
4.	To appoint a Director in place of Shri Suresh Babu N V (DIN:07482491), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary Resolution
5.	To authorize the Board of Directors to fix the remuneration of the Auditors appointed by the Comptroller and Auditor General of India (C&AG) for the financial year 2020-21.	Ordinary Resolution
6.	Re-appointment of Smt. Roopa Shekhar Rai (DIN:07565156) as Non-official Part Time (Independent) Director	Special Resolution
7.	Re-appointment of Shri Radhakrishna Menon (DIN:07518727) as Non-official Part Time (Independent) Director	Special Resolution
8.	Re-appointment of Shri Krishna Das E (DIN:02731340) as Non-official Part Time (Independent) Director	Special Resolution
9.	Appointment of Shri Jose V J (DIN:08444440) as Director (Finance)	Special Resolution
10.	Ratification of Remuneration of Cost Auditor	Ordinary Resolution

12. The Chairman authorised the Company Secretary to conduct the voting procedure and informed that the requisite quorum was present throughout the meeting.

13. The members were informed that the e-voting facility will remain open for the next 15 minutes and the consolidated voting results cast through remote e-voting and e-voting at the Annual General Meeting on all resolutions once finalised shall be communicated to the Stock Exchanges viz., BSE Limited and National Stock Exchange of India Limited and also placed on the Company's website www.cochinshipyard.com within 48 hours of conclusion of the Annual General Meeting of the Company.

14. The Chairman thanked the Members, Nominee of the President of India, Directors, Secretarial and Statutory Auditors for attending the meeting.

15. The meeting concluded at 12:20 hrs. Subsequently, the members present at the meeting casted their votes.

16. Kindly take this intimation on record.
