SEC/48/2017-63 **September 07, 2024**

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

Dear Sir/Madam,

Subject: Annual Report of Cochin Shipyard Limited for the financial year 2023-24 including the Notice for the 52nd AGM

1. Pursuant to Regulation 34(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached herewith the Annual Report of the Company for the financial year 2023-24 including the Notice for the 52nd Annual General Meeting (AGM), which is being circulated to the shareholders through electronic mode.

2. The Annual Report including the AGM Notice is being hosted on the Company's website at www.cochinshipyard.in and on the website of e-voting Agency, Central Depository Services (India) Limited (CDSL) at www.evotingindia.com.

3. The above is for your information and record please.

For Cochin Shipyard Limited

श्यामकमल एन
SYAMKAMAL N
कंपनी सचिव
Company Secretary
कोचीन शिपयार्ड लिमिटेड
Cochin Shipyard Ltd.
कोच्ची / Kochi- 15

Digitally signed by Syamkamal N
Date: 2024.09.07 13:31:17 +05'30'

Cochin Shipyard Limited

Building the
Future India

Annual Report
2023-24

As a forerunner in the maritime industry, Cochin Shipyard has earned a reputation for building and repairing some of the largest vessels in India. Renowned for its shipbuilding and ship repair expertise, it continues to introduce new and innovative methods to develop some of the finest ships in the world. To fulfill the specific demands of the Indian Navy as well as commercial vessels, it utilises engineering expertise, state-of-the-art infrastructure and latest technologies to deliver unmatched excellence and contribute to the needs of new India.

With a diverse array of services encompassing defence, commercial and offshore vessels, the Yard is capable of undertaking maintenance and repair of Aircraft Carriers, Bulk Carriers and Specialised Vessels including those used in the oil exploration industry. With a firm focus on delivering indigenous solutions and fortifying the country's national security through the development of advanced defence ships, CSL remains committed to building the future of India.

Over the years, CSL has benchmarked its services with the best in the business through partnerships with renowned firms from around the world. It has not only built its credibility in the international market but has also equipped it with the ability to retain a competitive edge. Moreover, the Company's relentless thrust on Research and Development has enabled it to introduce new and innovative methods for shipbuilding. It has also strengthened its sustainability focus, empowering CSL to adopt eco-friendly practices across its operations. Staying aligned to the country's vision of bolstering the 'Make in India' ecosystem, CSL is determined to step into the future with confidence and tenacity.

Snapshot of FY2024

Financial

₹ 3,645.28 crores
Turnover

₹ 1,182.10 crores
EBITDA

₹ 813.10 crores
PAT

₹ 30.91
Earnings per share

Environment

39.22 M KWh
Energy consumption

2.74 M KWh
Share of renewable energy

36.48 M KWh
Share of non-renewable energy

Social

₹ 14.44 crores
CSR expenditure

2.43%
Lower employee turnover rate

62
Differently-abled employed

Governance

50%
Independent directors

34 years
Average years of experience of whole-time board members

Read inside

04-38
Corporate Overview

39-153
Statutory Reports

154-358
Financial Statements

359-373
Notice

Forward-looking statements

Some information in this report may contain forward-looking statements which include statements regarding Company's expected financial position and results of operations, business plans and prospects and so on and are generally identified by forward-looking words such as 'believe', 'plan', 'anticipate', 'continue', 'estimate', 'expect', 'may', 'will' or other similar words. Forward-looking statements are dependent on assumptions or basis underlying such statements. We have chosen these assumptions or basis in good faith, and we believe that they are reasonable in all material respects. However, we caution that actual results, performances or achievements could differ materially from those expressed or implied in such forward-looking statements. We undertake no obligation to update or revise any forward-looking statement, whether as a result of new information, future events, or otherwise.

Scan QR Code or click the link below to visit our website:
www.cochinshipyard.in

Building indigenous capacity through innovation and excellence

Cochin Shipyard Limited (CSL) was incorporated in the year 1972 as a fully owned Government of India Company. Presently, the Government of India holds 72.86% of equity share capital in the Company. We have evolved as a renowned shipbuilding and ship repair Company committed to excellence and innovation in the maritime industry.

Carrying forward our rich legacy of over five decades, we have developed a reputation for delivering world-class vessels and providing comprehensive ship repair services. We cater to the diverse needs of commercial ships as well as naval vessels. Leveraging state-of-the-art facilities and the expertise of a skilled workforce, we continue to deliver high-quality solutions that meet the highest standards of performance and reliability. To meet the specific requirements of our domestic and international clients, we continue to adopt advanced technology and significantly improve our ship building infrastructure.

CSL has constructed and repaired some of India's largest ships including the construction of India's first ever Indigenous Aircraft Carrier 'INS Vikrant'. A Schedule A Miniratna Company under the Ministry of Ports, Shipping and Waterways, CSL has effectively adjusted to market shifts in shipbuilding requirements over the years. CSL has pioneered in the green vessels segment, successfully building and delivering green vessels to domestic as well as international clientele. CSL has worked with industry heavyweights, including Rolls Royce Marine (Norway), GTT (France), Vard Group (Norway), IHC Holland BV (Netherlands), Robert Allan Limited (Canada), Conoship International BV (Netherlands) and many others. CSL has exported 47 vessels to some of the most demanding clients in Norway, Netherlands, Cyprus, USA, Germany, Denmark/Bahamas, Saudi Arabia and UAE. This has added to our credibility in the international market. CSL has also undertaken repairs of various types of vessels including upgradation of ships of the oil exploration industry as well as periodical maintenance, repairs and life extension of ships. CSL is presently one of the best performing shipyards in India.

Vision

- Emerge as an internationally preferred shipyard to construct world class Merchant and Naval ships, offshore vessels and structures.
- Be the market leader in India for ship repairs, including conversions and upgradation.
- To be admired for our achievements, respected for our ethics and trusted for our service excellence by our valued customers.

Mission

- To build and repair ships and offshore structures to international standards and provide value added quality engineering services.
- Sustain corporate growth in competitive environment.
- To adopt and undertake practices towards becoming a responsible corporate citizen.

Objectives

- To sustain and enhance shipbuilding and ship repair activities through technology up-gradation and capacity augmentation.
- To continuously endeavour to expand/diversify activities of the shipyard including setting up new facilities.
- To carry out research and development in existing and emerging technologies in shipbuilding processes.
- To move towards international benchmarking, benchmark with the best shipbuilding standards followed in India.
- To motivate employees through improved specific training programs.
- To adopt best practices for clean and safe environment.
- Ride the down time with aggressive bidding and secure orders to maximise capacity.
- To ensure positive customer-oriented initiatives.
- To build a responsible corporate citizen image through CSR and sustainability projects and compliance to corporate governance principles.

A portfolio of diverse offerings

To ensure sustained growth in the maritime sector, we provide a comprehensive range of shipbuilding and ship repair services. We operate India's first Greenfield and most advanced shipbuilding yard, renowned for its high-quality ship construction. In the realm of ship repair, we specialise in upgrades and maintenance for all types of vessels.

Shipbuilding

Defence


Aircraft Carriers


Next Generation Missile Vessels


Anti-Submarine Warfare Shallow Water Crafts


Technology Demonstration Vessel


Floating Border Out-Post Vessels

Fast Patrol Vessels


Hydrographic Survey Vessels


Offshore Patrol Vessels


Pollution Control Vessels

Commercial


Oil Tankers


Bulk Carriers


Dredgers


Pax Vessels


Tugs


Special Purpose Vessels


Deck Cargo/ Jacket Launch Barges


Electric Autonomous Vessels


Electric Passenger Ferries


Ro-Pax Vessels


Specialised Fishing Vessels


Marine Ambulance


Commissioning Service Operation Vessels


Hybrid Service Operation Vessels


Zero Emission Feeder Container Vessels

Offshore

Platform Supply Vessels

Anchor Handling/ Tug Supply Vessels

Ship Repair

Maintenance and Repairs of Aircraft Carriers and other Defence Vessels.

Oil Rig Upgrades, Repair Projects, and Conversions

Repairs and Maintenance of Tankers, Bulk Carriers, all kinds of Commercial and Specialised Vessels.

Marine Engineering Training

CSL's Marine Engineering Training Institute offers one year Graduate Marine Engineering (GME) course as per the guidelines of the Directorate General of Shipping, Government of India. The course focusses on advanced technical skills and practical knowledge to enhance maritime industry expertise and career development. Over the years, the Institute has successfully trained numerous cadets, significantly contributing to the maritime industry's skilled workforce.

Strategic & Advanced Solutions (C-SAS)

CSL's C-SAS Division delivers advanced shipbuilding and repair solutions, aiming to pioneer strategic and knowledge-driven future technologies to lead innovation and excellence in the maritime sector. The C-SAS Division spearheads CSL's Maritime Start-up Support Programme 'USHUS – Nurturing Aspirations'.

Major accomplishments

Hydrogen Fuel Cell Vessel

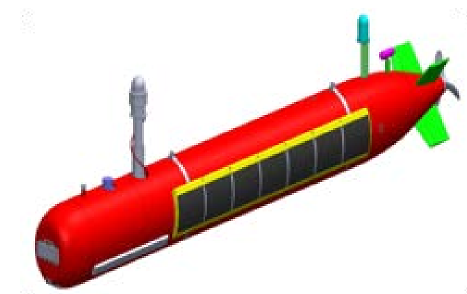
C-SAS designed and developed India's first indigenous hydrogen-fuelled electric vessel as a pilot project, partially funded by the Ministry of Ports, Shipping and Waterways (MoPSW).

The project showcases advancements in Hydrogen Fuel Cell Engine technology, powering India's green energy ambitions.

High Endurance Autonomous Underwater Vehicle (HEAUV)

C-SAS is actively engaged in the development and production of the HEAUV, as Development Cum Production Partner with Naval Science & Technological Laboratory for Defence Research & Development Organisation.

This initiative enables CSL to gain expertise in the autonomous underwater sector, with potential for revenue from related products like load stabilisation systems, jigs for integration of AUVs and CG measurement devices.



Autonomous Surface Vessel (ASV)

The design and development of a fully indigenous ASV is underway, with C-SAS leading the project.

The objective is to demonstrate autonomous technology, obtain IR Class approval, and develop critical components for sustainable and valuable solutions.

Launch Control Station for HEAUV

C-SAS is working on the design and development of a launch control station for the HEAUV.

This project enhances long-term sustainability and market differentiation, offering opportunities for productisation as standalone or integrated solutions.

Chairman's message

> The year witnessed a momentous occasion wherein the Company's International Ship Repair Facility (ISRF) and the new 310 Metre Dry Dock was dedicated to the nation by the Honourable Prime Minister of India on January 17, 2024. These monumental projects, with a capital expenditure of approximately ₹2,769 crores, represents the highest investment in CSL's history, crowning our 50-year journey.

Dear Shareholders,

As I address you today, I am both honoured and pleased to review the past year's achievements for Cochin Shipyard Limited (CSL). The year has been marked by significant milestones, appealing contracts and a robust financial performance that positions us well for the future. With a rich legacy and clear vision, CSL is propelling India's maritime industry forward, accelerating economic development and creating opportunities for the future.

Building the Future: Launch of two major infrastructure projects to elevate CSL's maritime capabilities

The year witnessed a momentous occasion wherein the Company's International Ship Repair Facility (ISRF) and the new 310 Metre Dry Dock was dedicated to the nation by the Honourable Prime Minister of India on January 17, 2024. These monumental projects, with a capital expenditure of approximately ₹2,769 crores, represents the highest investment in CSL's history, crowning our 50-year journey. The commercial operations of the ISRF facility at Willingdon Island commenced on August 12, 2024 with the successful docking of the vessel, 'HSC Parali' of Union Territory of Lakshadweep Administration. The 600-ton gantry crane in the new Dry Dock, a key component of this facility, is in the advanced stages of commissioning. We expect to commence operations in the new Dry Dock by the end of this September. These projects are expected to drive economic growth by significantly enhancing the ship building and repair capacities in the region including the development of ancillary industries, employment generation and is a step towards meeting the targets set by the Government under the Maritime Amrit Kaal Vision 2047.

Financial Performance

I am happy to inform that CSL has attained an all-time high turnover in the financial year 2023-24, surpassing the previous peak reached in the financial year 2019-20. The turnover for FY 2023-24 stands at ₹3,645.28 crores, which is a 56% increase from ₹2,330.46 crores in the previous year. The year witnessed our ship repair turnover breaching the ₹1,000 crores mark in history at ₹1,006.37 crores, while our shipbuilding endeavours garnered a revenue of ₹2,638.91 crores. It's impressive to see that CSL reached a net worth of ₹5,000 crores in FY 2023-24, marking a first for the Company.

Further, the profit before tax clocked ₹1,093.62 crores compared to ₹448.51 crores in the previous year, an increase of 144%. The profit before tax margin stood at 30%, reflecting a 58% year-over-year improvement. Similarly, net profit rose by 143% to ₹813.10 crores, with a margin of 22%, compared to ₹334.49 crores and a 57% year-over-year increase in margin from the previous year.

The Board has recommended a final dividend of ₹2.25 per share, amounting to a total of ₹59.19 crores. When combined with the interim dividends paid during the year, the total dividend for FY 2023-24 comes to ₹256.50 crores, which represents 31.55% of our net profit. Additionally, we redeemed ₹100 crores worth of tax-free bonds in December 2023, rendering the Company virtually debt-free, with only ₹23 crores in long-term debt. In January 2024, we also completed a split of equity shares in the ratio of 1:2, enhancing shareholder value by converting one equity share of face value ₹10 into two shares of face value of ₹5 each.

Operational Performance

During the year under review, CSL secured a major order from a European client for the design and construction of a Hybrid Service Operation Vessel (Hybrid SOV) with an option for one more such vessel. Further, during the first part of FY 2024-25, the same client also awarded another order for a bigger size Hybrid SOV with an option for two more such vessels to be exercised later. Further, during the year under review, CSL also received orders for construction of six Hybrid Electric Catamaran Passenger Vessels for IWAI.

Coming to ship repair, the Company could garner several orders with a major chunk coming from the Indian Navy for repair/ conversion projects of Defence vessels. Further, in the first part of FY 2024-25, CSL signed the Master Shipyard Repair Agreement (MSRA) with United States Navy. This is considered to be a major achievement for the Company as this agreement is an outcome of a rigorous evaluation process of the Yard including its capability for undertaking repairs for such vessels carried out by the US Navy. This agreement will enable us to conduct repairs on US Naval vessels under the Military Sealift Command at our facility in Kochi.

With respect to vessel deliveries, I am proud to inform that the year featured a landmark event with the honourable Prime Minister of India flagging off India's first indigenously-built Hydrogen Fuel Cell Vessel, a pioneering achievement that reinforces our commitment to sustainable maritime solutions and reflects our vertical trajectory in advancing green technologies. Furthermore, we have delivered five state-of-the-art Hybrid Electric Catamaran Hull Vessels to Kochi Metro Rail Limited under the Kochi Water Metro Project and two Hybrid Electric Catamaran Passenger Vessels to the Inland Waterways Authority of India (IWAI).

On the order execution front, we have made significant progress across our diverse shipbuilding projects, particularly in the construction of Anti-Submarine Warfare Shallow Water Crafts (ASWSWC) for the Indian Navy. Presently, eight vessels are under contract, with keel laid for two and another three launched during the year. The remaining three vessels are in the advanced stages of fabrication with two of them expected to be launched shortly.

Regarding the Hybrid Electric Catamaran Hull Vessels for the Kochi Metro Rail Limited under the Kochi Water Metro project, we have 23 vessels under contract, of which 15 have been delivered and the remaining eight are under various stages of construction. Our 7,000 DWT Multi-Purpose Vessel project for European clients is advancing steadily, with eight vessels under contract, two of which are under advanced stages of hull block erection and outfitting, while the others are at different stages of construction. Additionally, we made progress on two Commissioning Service Operation Vessels (CSOV) and one 12,000 cubic meter Trailer Suction Hopper Dredger, all of which are under block fabrication.

The Company's robust portfolio of shipbuilding and repair orders across diverse segments is a testament to our strong execution capabilities and solidifies our reputation as one of the leading players in the maritime industry.

Acknowledging our strong financial performance, operational excellence and contributions to national security, the Government of India in July 2023 upgraded CSL to 'Schedule A' from 'Schedule B' CPSE. This will enable the Company to augment the senior management bandwidth to effectively support the growing scale of operations.

Innovating for the Future: CSL's Strategic & Advanced Solutions Division (C-SAS)

I am happy to report that CSL's C-SAS division, formed to explore strategic and knowledge-driven future technologies in the maritime sector, achieved significant progress during FY 2023-24. Key accomplishments include the successful integration and testing of India's first indigenous High Endurance Autonomous Underwater Vehicle (HEAUV), commissioning of India's first hydrogen fuel cell-based vessel, and the installation and commissioning of DC shore chargers for electric vessels for the Inland Waterways Authority of India.

Subsidiary Companies

Hooghly Cochin Shipyard Limited (HCSL)

Hooghly Cochin Shipyard Limited (HCSL), the wholly owned subsidiary at Howrah, West Bengal, has been set up primarily to cater to the construction and repair of inland and coastal vessels in the eastern region of the country and the facility was inaugurated on August 16, 2022. Since then the Company has commenced securing new orders, with a total order value of around ₹200 crores in the form of four 40T ASD Bollard Pull Tugs, one 2200T Multi-Purpose Vessel, both for private clients and six Hybrid Electric Catamaran Passenger Vessels for IWAI subcontracted by CSL. HCSL is also working with IWAI for setting up a new ship repair facility at Pandu, Assam. As HCSL has started its operations recently only, the Company has reported a loss during the FY 2023-24. Nevertheless, with the orders in hand, we are optimistic about achieving much better execution rate in the upcoming financial year.

Udupi Cochin Shipyard Limited (UCSL)
Udupi Cochin Shipyard Limited (UCSL), the other wholly owned subsidiary at Udupi, Karnataka achieved an impressive turnaround in FY 2023-24. UCSL recorded a total revenue of ₹186 crores, a profit before tax of ₹3 crores and a profit after tax of ₹1 crores for the financial year. I am proud to report that the Company turned profitable in a span of 3 to 4 years since conclusion of its insolvency resolution process in September 2020. During the year under review, UCSL made remarkable progress in both order execution and mobilisation. A total of nine vessels were delivered during FY 2023-24 including six Tuna Longliner Cum Gillnetter Fishing Boats under the 'Pradhan Mantri Matsya Sampada Yojana (PMMSY)' to the beneficiaries of Kerala and two 62T Bollard Pull Tugs to Ocean Sparkle Limited, an Adani Harbor Services Limited Company. UCSL also achieved key milestones for its vessels under construction, which are progressing well. During Q1 FY 2024-25, first of two 70T Bollard Pull Tugs contracted for Polestar Maritime Limited was delivered and the work on the other Tug is in the advanced stages, which is slated for delivery in the third quarter of FY 2024-25.

In terms of order mobilisation, UCSL secured orders for a total of nine vessels including the path-breaking order from Wilson ASA, Norway for six Future Proof 3800 TDW Dry Cargo Vessels. Further, Wilson ASA, Norway followed up the order with eight 6300 TDW Dry Cargo Vessels; contract for four has already been executed and the balance four will be formally contracted this September. UCSL's exceptional execution rates also garnered repeat/ follow up orders for tugs viz., one 70T Bollard Pull Tug from Polestar Maritime Limited and three 70T Bollard Pull Tugs from Ocean Sparkle Limited. The order book value of UCSL presently stands at around ₹1900 crores.

Corporate Governance
The Company continued to comply with good corporate governance practices. The Company complies with the applicable regulations of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and also the Guidelines on Corporate Governance issued by the Department of Public Enterprises. The Company also submits its quarterly progress reports on corporate governance within 15 days from the close of each quarter to the Ministry of Ports, Shipping and Waterways (MoPSW) as recommended by the DPE in this regard. The Report on Corporate Governance forms part of the Directors' Report.

Human resource
At CSL, understanding our employees is crucial to creating a workplace culture that is both engaging and rewarding. We focus on creating a sense of community and teamwork, where every individual feels valued, supported and empowered to grow. Through rigorous training and continuous learning opportunities, we ensure that our workforce remains at the forefront of excellence, seamlessly integrating personal growth and vertical movement. We celebrate the diversity of our team members, recognising that their unique backgrounds, perspectives and experiences accelerate our success. By nurturing a culture of inclusion and respect, we have created a work environment where highly skilled individuals can thrive, grow and excel in their careers.

Industrial relations
CSL maintained a positive and cooperative industrial relations environment throughout the year, with no loss of man-hours due to labour unrest attributable solely to the Company. All the employees of the Company at various levels viz., executives, non-unionised supervisors and workers demonstrated their commitment to the Company's increased productivity and sustainable growth. We also prioritised employee and dependent welfare through various voluntary schemes, such as the Employees Medical Assistance Scheme, Employees Pension Scheme, Shipyard Parivar Prathibha Puraskar Scheme, and Employees Educational Assistance Scheme, to name a few. We believe in honouring the dedication of our employees not only during their service but also after their retirement. This philosophy has led to the development of targeted welfare schemes for our retirees. To address the medical needs of our retired employees and their family members, CSL has implemented a comprehensive Group Mediclaim Policy, which has been operating effectively. Additionally, we have recently introduced the 'Sayam Prabha' scheme to honour the invaluable services of those who retired before 2007. This scheme provides a financial gift on their 75th birthday and every five years thereafter. These initiatives have received a very positive response from the community, reflecting the warmth and appreciation of our commitment to honouring their lifelong service.

Steering Towards a Greener Future
At CSL, we recognise the intricate connection between our internal environment and the world around us and we aim to nurture both with equal care. As we continue to advance our efforts in environmental sustainability, we are pleased to share the milestones we have achieved in minimising our environmental footprint. We have installed nine solar-powered EV charging docks and a 30 kWp rooftop solar power plant, with a total solar power capacity of 1672 kWp generating 21.47 lakh units of energy. Our proactive measures have resulted in an annual energy savings of approximately 4.44 lakh units. It is also worth mentioning that CSL has been upgraded to "GreenCo Gold" ratings from "GreenCo Silver" ratings by the Confederation of Indian Industry.

Further, I take this opportunity to announce that we have taken a bold step towards utilising green energy for our activities and has set an ambitious target of moving towards 100% green energy in the near future. Towards this we have engaged Energy Management Centre, Kerala as the Consultant. We are also progressing towards implementing a combination of wind and solar hybrid power plant in a suitable location in the state of Kerala and an expansion of our rooftop solar capacity to 4 MWp. Collectively, these initiatives will generate around 40 million units of green energy annually, surpassing our consumption. This move is expected to place CSL in the global map among those companies adopting sustainable means for their operations which is an achievement in itself.

Safety at CSL
CSL maintained its Integrated Management System (IMS) under the ISO 9001:2015 Quality Management System, ISO 14001:2015 Environmental Management System and ISO 45001:2018 Health and Safety Management System standards. The Company follows highest standards of safety practices which reflects our unwavering commitment to safeguarding our employees and the environment and help the Company in achieving good Health, Safety and Environmental (HSE) performance over the years. I am pleased to announce the launch of our new Competency Development Centre for Health, Safety and Environment (HSE), which will greatly enhance our ability to deliver safety training to our workforce efficiently. Our dedication to excellence and safety has been recognised with the prestigious Kerala Industrial Safety Awards 2023 in Sub Category II by the Government of Kerala and the 'Sreshta Suraksha Puraskar' for Outstanding Safety Performance in Very Large Factories in Engineering category along with the First Prize for Contractor Safety Management Systems from the National Safety Council (Kerala Chapter). Further, the Company's employees have also bagged various awards for safety practices. These accolades reaffirm our unrelenting commitment to upholding the highest safety standards in all our operations as well as underscores our tireless efforts to cultivate a safe and productive work environment.

Empowering Communities: our dedication to enhancing lives through Corporate Social Responsibility
With a sense of purpose and responsibility, our Company is devoted to giving back to the community, focusing on vital areas such as health, education, women empowerment, environment and rural development. During the past year, we have spent ₹14.44 crores on CSR activities. Committed to making a change, we have undertaken 109 projects spanning across the country with a lion's share spent on our home state of Kerala. As we strive to create a better, more equitable India, we will continue to extend our support wherever it is needed the most, fostering a spirit of compassion, empathy and kindness.

Looking Ahead
Looking ahead, I am delighted to report that our current order book is healthy, with approximately ₹22,000 crores in unexecuted orders, including ₹1,250 crores in ship repair orders. CSL is also fortunate to have a mix of experienced and young work force from senior management to operational staff. The Company is well-positioned for continued success with robust order visibility and exceptional execution capabilities. Our diverse operations across various business and geographical segments provide a solid foundation for sustainable growth. We are strategically expanding our presence in emerging markets while reinforcing our leadership in established regions. This diversified approach not only mitigates risks but also capitalises on new opportunities for advancement. Our commitment to innovation and operational excellence coupled with sustainable considerations will drive us forward, ensuring we remain at the forefront of industry developments. As we look to the future, our focus remains on delivering value to our stakeholders and achieving long-term success.

As global awareness of climate change and environmental impacts grows, adopting sustainable practices in shipping becomes essential to reduce greenhouse gas emissions, minimise pollution and conserve marine ecosystems. The Government of India has set an ambitious target of achieving net zero by 2070 and towards this has initiated various policy measures across industries including the maritime sector. The Government's initiative to decarbonise maritime operations in India include the Green Tug Transition Program (GTTP), aiming to replace the existing diesel-powered tugs in Indian Ports with zero-emission tugs, 'Harit Nauka – Green Transition Guidelines for Inland Vessels' aimed at greening the country's inland water transport sector. Additionally, Government's Maritime Amrit Kaal Vision 2047 outlines a vision for India to lead globally in safe, sustainable and green maritime practices. CSL stands at the forefront of these transformative efforts, consistently delivering high-quality green vessels to both domestic and international clients. Our commitment extends beyond shipbuilding, as we are marching towards operating on 100% green energy. With our proven execution capabilities aided by our newly added infrastructure and our policy aligned with the Government's strategic vision of a sustainable maritime sector, CSL is well-positioned to capitalise on the significant opportunities arising from the global shift towards greener maritime solutions.

Conclusion
In conclusion, I would like to extend my sincere and profound gratitude to each member of the CSL family, whose dedication and unrelenting hard work have been the driving force behind the impressive achievements and milestones that we achieved during the past year. I also want to express my heartfelt appreciation to our stakeholders, including our clients, partners and investors, for their continued support and confidence, which have been a source of inspiration and motivation for us.

The support we received from the Ministry of Ports, Shipping and Waterways, Ministry of Defence, the other offices of the Government of Indian and the State Governments of Kerala, West Bengal, Maharashtra, Karnataka and the Andaman and Nicobar Administration has been instrumental in achieving our objectives. We remain ever grateful for their assistance and cooperation.

As we chart the course for the future, we remain resolute in our mission to lead the maritime industry through innovation, sustainability and operational excellence. We are committed to harnessing our core strengths and embracing new opportunities to drive growth and create long-term value.

Thank you for your continued support and trust in Cochin Shipyard Limited. Together, we will navigate towards a future of sustained success and prosperity.

Thank You, Jai Hind.

Madhu Sankunny Nair
Chairman & Managing Director
DIN: 07376798

Reaching farther

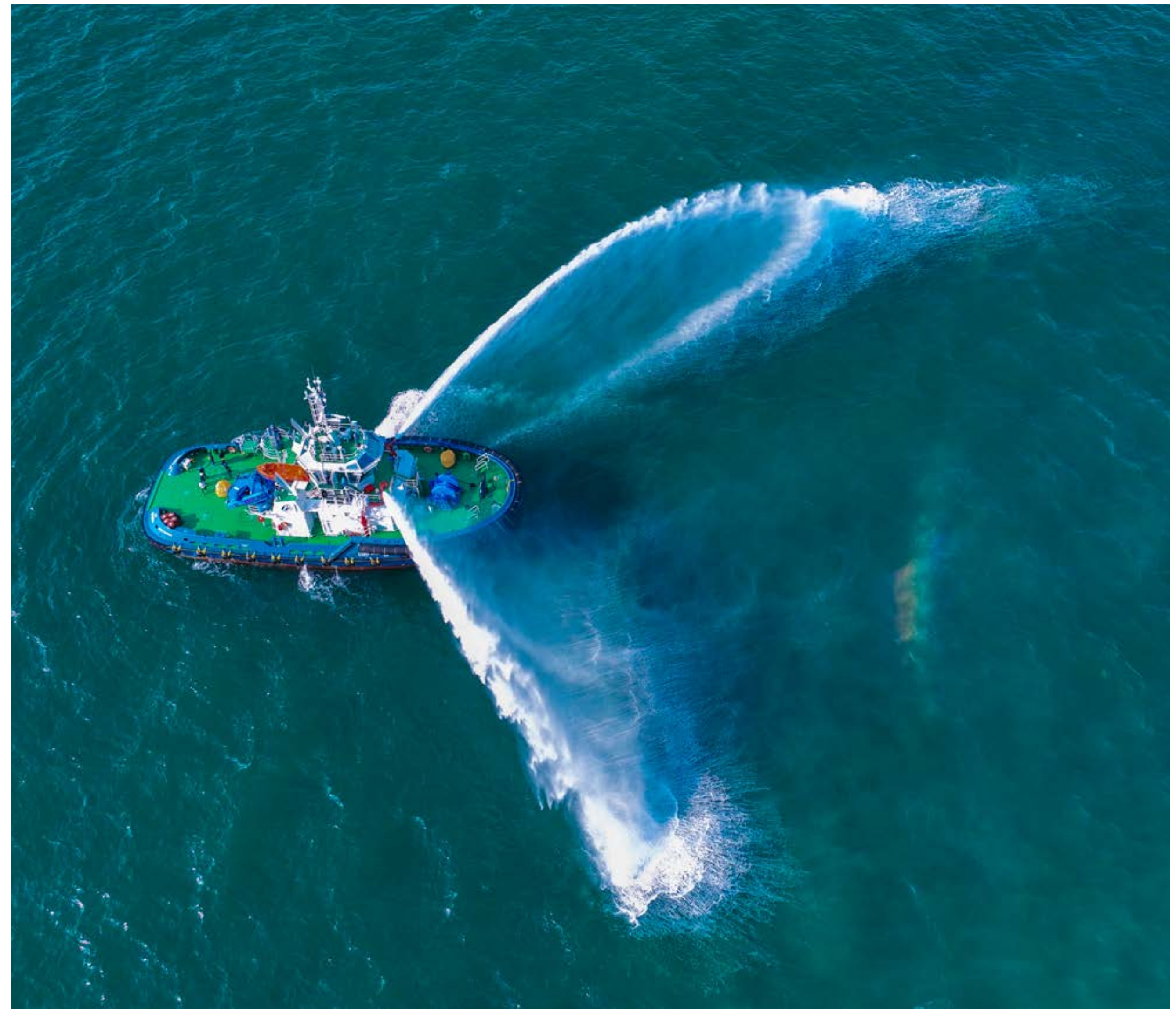
Our shipbuilding and ship repair operations extend beyond national borders, with a steady influx of orders from around the globe. Our strategically positioned dock enhances our capability to efficiently execute these operations, further contributing to our success in the international maritime industry.

Map not to scale, for representation purposes only

Key highlights of FY2024

Vessel deliveries

- Delivered five Electric Hybrid 100 Pax Water Metro Boats to Kochi Metro.
- Delivered two Hybrid Electric Catamaran Passenger Vessels to IWAI.
- Udupi Cochin Shipyard Limited (UCSL), a wholly owned subsidiary of CSL, delivered two 62T Bollard Pull Tugs to Ocean Sparkle Limited, an Adani Harbor Services Limited Company. This is the first of the Tugs with Approved Standard Tug Design & Specifications (ASTDS) promulgated by the Government of India for Indian Ports under Aatmanirbhar Bharat initiative.
- UCSL delivered six Deep-Sea Tuna Long Liner cum Gill Netter Fishing Vessels built under the "Pradhan Mantri Matsya Sampada Yojana (PMMSY)" for the beneficiaries from the state of Kerala.
- UCSL delivered one Purse Seiner Deep Sea Fishing Boat to a domestic client.



New builds and contracts

International orders

- Contract signed with a European client for the design and construction of a Hybrid Service Operation Vessel (Hybrid SOV).
- UCSL received an order from Wilson ASA, Norway for six Future Proof 3800 TDW Dry Cargo Vessels, with an option for building eight more vessels.

Domestic orders

- Order received for six Hybrid Electric Catamaran Passenger Vessels for IWAI.
- Hooghly Cochin Shipyard Limited (HCSL), a wholly owned subsidiary of CSL, secured an order for two 40T Bollard Pull ASD Tugs from Industrial Handling Pvt. Ltd.

Major Defence contracts

- Signed a contract with the Ministry of Defence for repair and maintenance of INS Vikrant.
- Received a contract for the Mid Life Upgrade of an Indian Naval Ship.
- Entered into a contract with the Indian Navy for Medium Refits of two Indian Naval Vessels.
- Entered into a Multiple Refit Contract (MRC) with the Indian Navy for refits of Water Jet Fast Attack Crafts.

Projects under progress – Significant milestones

- Keel laid for eight HS Eco Freighter 7000 DWT Multipurpose Vessels being built for HS Service GmbH & Co. KG, Germany.
- Keel laid for two Anti-Submarine Warfare Shallow Water Crafts (ASWSWC) being built for the Indian Navy.
- Steel cutting for a Trailer Suction Hopper Dredger being built for Dredging Corporation of India Limited (DCI).
- Steel cutting for two Future Proof 3800 TDW Dry Cargo Vessels contracted for Wilson ASA, Norway.
- Steel cutting for two Commissioning Service Operation Vessels (CSOV) being built for Pelagic Wind Services, Cyprus.
- Launched additional three ASWSWC being built for the Indian Navy.
- Steel cutting for a Zero Emission Feeder Container Vessel being built for Samskip Group, Norway.
- Hon'ble Prime Minister flagged off India's first indigenously built Hydrogen Fuel Cell Ferry. This is considered to be a significant stride towards achieving the nation's ambitious net-zero goals by adopting clean energy solutions.

Infrastructure augmentation

- The Company's ambitious projects worth ₹2,769 Crores viz., ISRF and New Dry Dock, was inaugurated by the Hon'ble Prime Minister on January 17, 2024. Once fully operational, these projects are expected to significantly enhance India's ship repair and shipbuilding capabilities and strengthen India's position of eminence in the global maritime space.
- 6000 T lifting capacity shiplift system supplied by Syncrolift AS, Norway was commissioned and the first vessel docking on the shiplift platform was carried out.

Start-up support

- Awarded a total of ₹170 lakhs to five start-ups under the Company's Marine Start-Up Support Programme 'USHUS'.

Awards and recognitions

CSL received the **PMA National Award 2023** for **'Project Excellence'** for Indigenous Aircraft Carrier (INS Vikrant).

Honoured with the **Maritime Excellence Award** at INMEX SMM India Summit under the category **'Shipbuilding Company of the Year'**.

Awarded the **Maritime Excellence Achievers' Award** at the Global Maritime India Summit (GMIS) 2023 under the category **'Ship Building and Repair'**.

Upgraded to **'Schedule A'** Company by the Govt. of India and achieved **'GreenCo Gold'** ratings from 'GreenCo Silver' by CII.

Received the **KMA CSR Award 2024** for **Social Inclusion**.

Won the **Best Implementation Award** for **Official Language** in Region 'C' from the Ministry of Ports, Shipping and Waterways and received multiple accolades from the Kochi Town Official Language Implementation Committee (TOLIC), including **First Prize** for **Official Language implementation, Second Prize** for **the Hindi Home Magazine 'Sagar Ratna,'** and was named **Overall Champion** for the **Joint Hindi Fortnight celebrations 2023**.

Won the **Kerala Industrial Safety Awards 2023** in Sub Category II from the Govt. of Kerala and received the **'Sreshta Suraksha Puraskar'** for **Outstanding Safety Performance** in Very Large Factories – Engineering category along with the **First Prize** for **Contractor Safety Management Systems** from the National Safety Council (Kerala Chapter).

Financial performance

During FY 2024, we recorded remarkable growth in terms of our turnover as well as profit margins. While our ship repair division has significantly improved its contribution to our revenue, ship building revenue has also seen considerable uptick. We have also improved our net worth and increased investment to upgrade our infrastructure.

Turnover (₹ in crores)

56% YoY (%)

FY24	3,645.28
FY23	2,330.46
FY22	3,190.00
FY21	2,818.90
FY20	3,422.49

EBITDA (₹ in crores)

122% YoY (%)

FY24	1,182.10
FY23	533.39
FY22	897.26
FY21	914.12
FY20	956.75

EBITDA Margin (in %)

39% YoY

FY24	32
FY23	23
FY22	28
FY21	32
FY20	28

Profit before tax (₹ in crores)

144% YoY (%)

FY24	1,093.62
FY23	448.51
FY22	794.39
FY21	810.59
FY20	863.43

Profit before tax Margin (in %)

58% YoY

FY24	30
FY23	19
FY22	25
FY21	29
FY20	25

Profit after tax (₹ in crores)

143% YoY

FY24	813.10
FY23	334.49
FY22	586.57
FY21	610.10
FY20	637.69

Profit after tax Margin (in %)

57% YoY

FY24	22
FY23	14
FY22	18
FY21	22
FY20	19

Capital Employed (₹ in crores)

11% YoY

FY24	4,971.89
FY23	4,480.05
FY22	4,355.75
FY21	3,964.27
FY20	3,748.78

EPS (₹)

143% YoY

FY24	30.91
FY23	12.71
FY22	22.30
FY21	23.19
FY20	24.24

Net worth (₹ in crores)

FY24	5,025.87
FY23	4,423.42
FY22	4,359.18
FY21	3,977.57
FY20	3,731.80

EPS figures presented above is based on the new face value of shares consequent to the stock split in January 2024. Previous years' figures have been adjusted for ease of comparability.

10-year Performance review

Key Indicators	2023-24	2022-23	2021-22	2020-21	2019-20	2018-19	2017-18	2016-17	2015-16	2014-15
EPS (₹ per share)	30.91	25.43	44.59	46.38	48.48	35.72	31.03	28.39	24.07	20.75
Face Value Per Share (₹)	5	10	10	10	10	10	10	10	10	10
EBITDA/ Gross Turnover (%)	32.43	22.89	28.12	32.43	27.95	26.97	27.76	26.35	23.52	22.81
Net Profit Margin %	22.31	14.35	18.39	21.64	18.63	16.23	16.85	15.62	13.73	12.64
Return on Net Worth %	16.18	7.56	13.46	15.34	17.09	14.44	12.19	15.85	15.09	15.06
Return on Capital Employed %	16.35	10.80	18.81	15.39	17.01	14.46	12.13	15.59	15.65	14.82

(₹ in Crores)

Particulars	2023-24	2022-23	2021-22	2020-21	2019-20	2018-19	2017-18	2016-17	2015-16	2014-15
Turnover	3,645.28	2,330.46	3,190.00	2,818.90	3,422.49	2,965.60	2,355.12	2,058.87	1,993.45	1,859.51
Total income	3,952.66	2,536.95	3,456.42	3,012.76	3,669.99	3,192.89	2,544.28	2,217.50	2,107.37	1,952.97
Profit Before Tax (PBT)	1,093.62	448.51	794.39	810.59	863.43	751.38	604.86	493.40	419.65	367.56
Depreciation & write offs	56.93	51.15	54.41	53.07	48.73	34.16	37.51	38.51	37.19	38.33
Profit After Tax (PAT)	813.10	334.49	586.57	610.10	637.69	481.18	396.75	321.55	273.79	235.07
Equity Share Capital	131.54	131.54	131.54	131.54	131.54	131.54	135.94	113.28	113.28	113.28
Reserves & Surplus	4,894.33	4,291.88	4,227.64	3,846.03	3,600.25	3,200.54	3,119.93	1,915.30	1,701.05	1,447.79
Net Worth	5,025.87	4,423.42	4,359.18	3,977.57	3,731.80	3,332.08	3,255.87	2,028.58	1,814.33	1,561.07
Gross Fixed Assets	1,080.80	1,029.67	1,008.36	973.96	853.82	426.69	369.79	357.72	569.53	636.84
Net Fixed Assets	704.74	706.74	735.82	754.68	696.54	313.03	284.47	302.85	296.44	377.44
Number of Employees (permanent)	2,133	1,883	1,756	1,727	1,710	1,744	1,781	1,829	1,671	1,786

Key Indicators – MoU with the Government of India

Key Indicators (Consolidated)	2023-24
Value of Production (₹ in Crores)	3,829.78
Capex (₹ in Crores)	561.58
Export/Income from Overseas (₹ in Crores)	261.36
Reduction in total imports consumed as % of Revenue from Operations over previous year (%)	28.68
EBITDA as a percentage of Revenue (%)	28.47
Return on Net Worth (%)	16.79
Asset Turnover Ratio (%)	34.38
Trade Receivables as number of days of Revenue from Operations (No. of Days)	28.92
Expenditure on R&D/ Innovations Initiatives as % of PBT (%)	1.94

A dynamic ecosystem for the future of shipbuilding

Leveraging advanced technologies and state-of-the-art infrastructure, we are determined to deliver exceptional shipbuilding and repair services. Our specialised workshops, equipped with latest machinery, enable us to produce high-quality ships. Our dry docks and advanced facilities also help to create a secure environment for construction and maintenance of different types of ships including next gen sustainable vessels. To ensure sustainability, we prioritise eco-friendly practices and ensure judicious allocation of resources to abide by regulatory guidelines.

Kochi, Kerala

Our exceptional infrastructure supports the construction of ships up to 110,000 DWT and repair of vessels up to 125,000 DWT. With a proven track record of producing more than 175 vessels and carrying out over 2,500 ship repair projects, including the notable achievement of building India's first Indigenous Aircraft Carrier, we are recognised as India's leading shipbuilding and repair facility. We serve a diverse clientele ranging from commercial, defence, domestic and international sectors.

Cochin Shipyard Limited (CSL), Kochi

Dry dock 1: 255 x 43 x 9 Mtr

Dry dock 2: 270 x 45 x 12 Mtr

Dry dock 3: 310 x 75/60 x 13 Mtr (New)

Berth: 1.3 KM

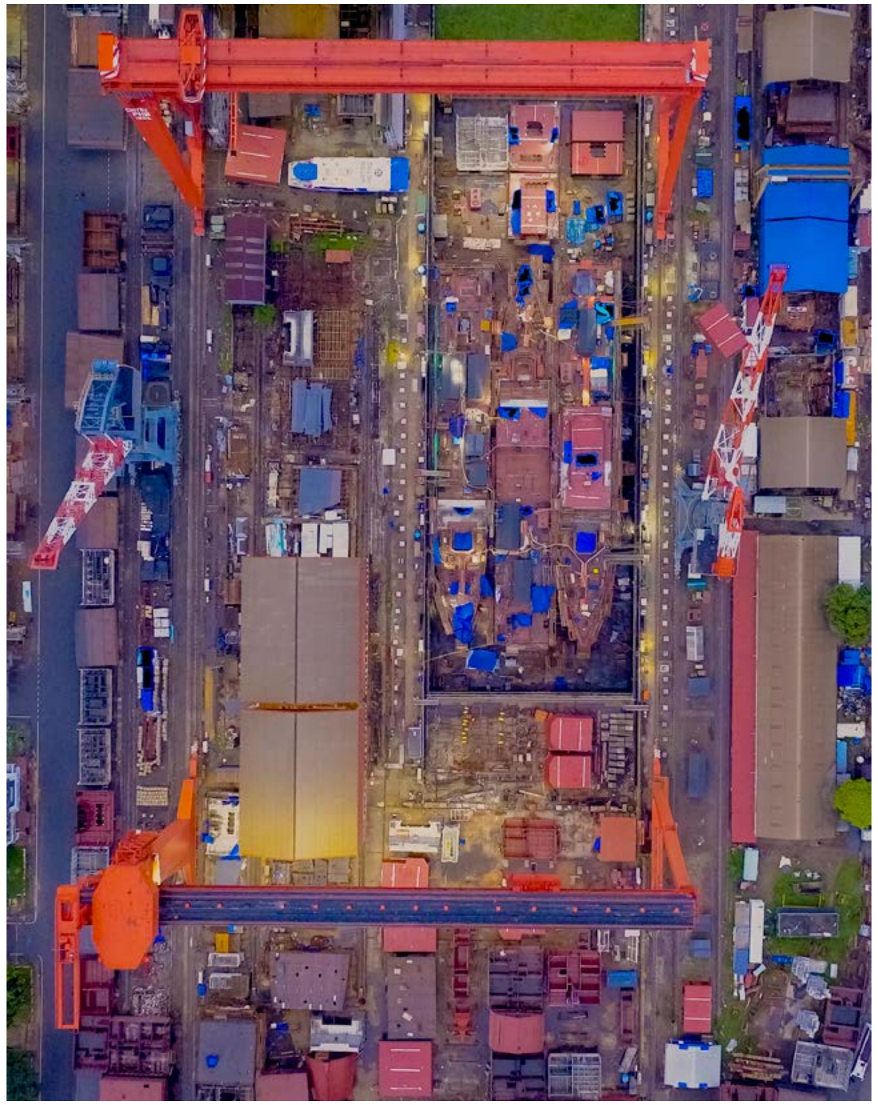
International Ship Repair Facility (ISRF), Kochi

Ship-lift: 6000T (130 x 25 Mtr)

6 Work Stations

Dedicated Shops & Maritime Park

Berth: 1.4 KM



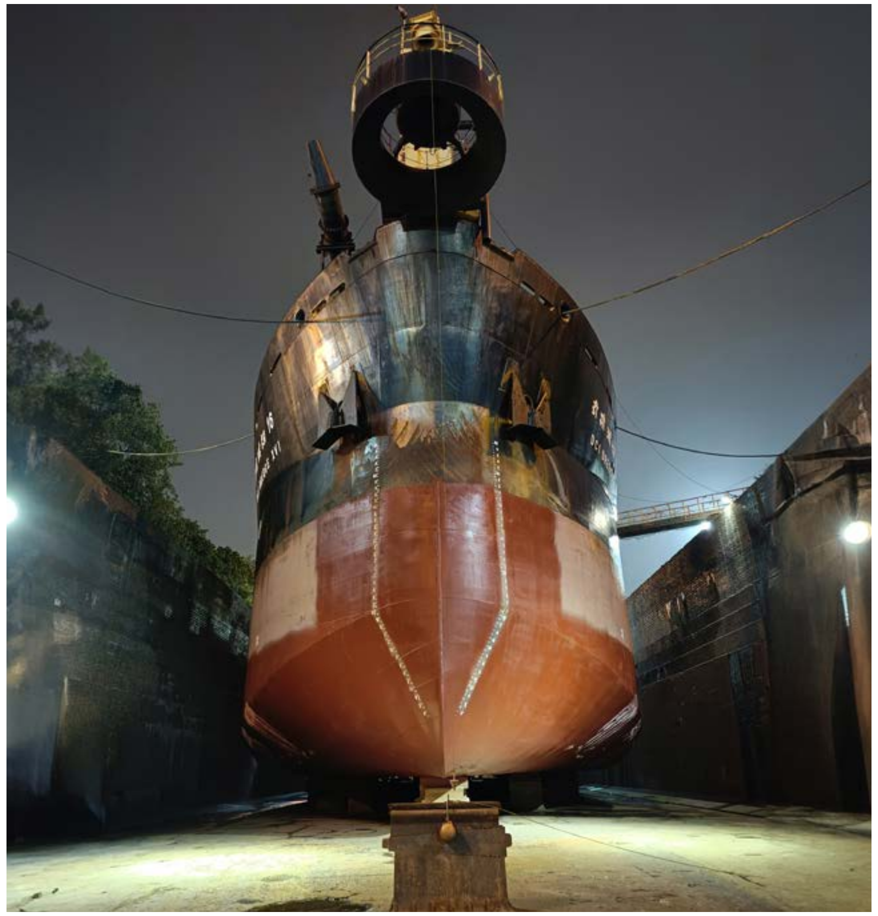
Mumbai, Maharashtra

We established the CSL Mumbai Ship Repair Unit (CMSRU) at Mumbai Port to bolster ship repair capabilities in the region. Since initiating operation in January 2019, CMSRU has achieved notable milestones, successfully completing repairs for more than 100 vessels. Our contributions have significantly enhanced ship repair services, reiterating our position as a reliable and sought-after facility.

CSL Mumbai Ship Repair Unit (CMSRU)

Dry dock: 300 x 30 x 9 Mtr

1 KM berth for afloat repairs



Kolkata, West Bengal

We established the CSL Kolkata Ship Repair Unit (CKSRU) to address the ship repair needs of commercial and defence sectors along the east coast of India. Located strategically at Shyama Prasad Mookerjee Port in Kolkata, we began operations in October 2019. Since then, CKSRU has successfully completed numerous ship repair projects. Committed to serving both commercial and defence clients, we continue to deliver high-quality ship repair services through this facility.

CSL Kolkata Ship Repair Unit (CKSRU)

Dry docks: 172 x 23 x 8 Mtr (2 numbers)

Port Blair, Andaman and Nicobar Islands

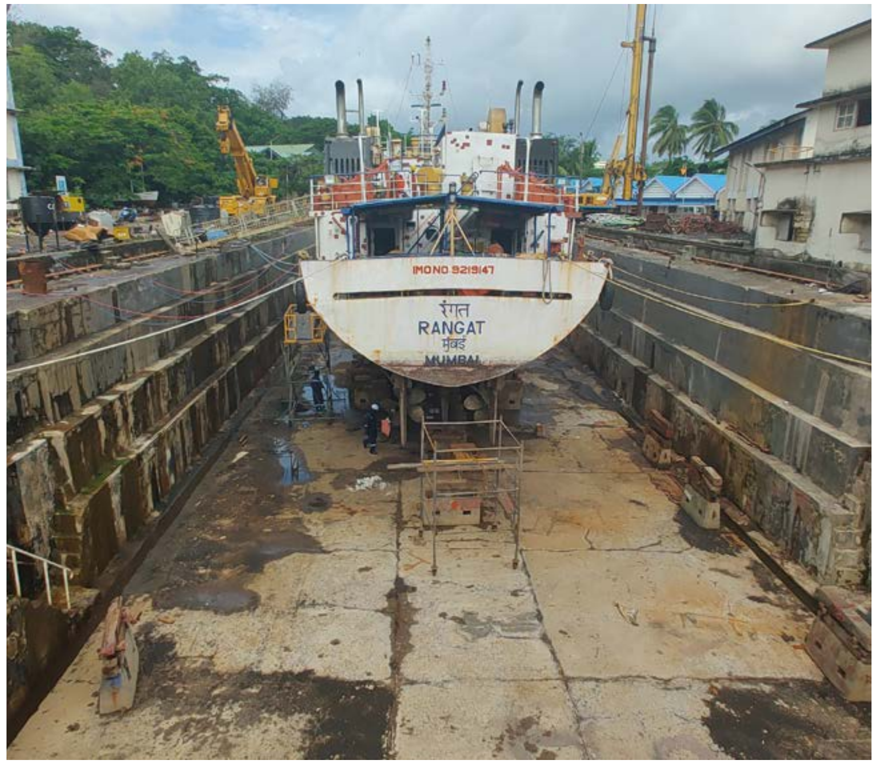
Located within the Marine Dockyard at Port Blair, the CSL Andaman & Nicobar Ship Repair Unit (CANSRU) started operation in November 2021. CANSRU aims to create a comprehensive ship repair ecosystem in the Andaman and Nicobar Islands. The facility has been offering efficient and state-of-the-art services to address the maritime needs of the area.

CSL Andaman & Nicobar Ship Repair Unit (CANSRU)

Dry dock 1: 88 x 20 x 7 Mtr

Dry dock 2: 68 x 16 x 5 Mtr

Slipways: 25 x 8 Mtr (5 numbers)



Howrah, West Bengal

Situated on the banks of the Hooghly River in Nazirgunge, Hooghly Cochin Shipyard Limited (HCSL), a wholly owned subsidiary of CSL, was established as a specialised shipyard focusing on the construction of high-quality inland and coastal vessels. This state-of-the-art facility, which was officially inaugurated on August 16, 2022, is designed to meet the growing demand for such vessels. By leveraging its strategic location and compact design, HCSL is well-positioned to deliver exceptional shipbuilding services for inland and coastal applications.

Hooghly Cochin Shipyard Limited (HCSL)

Slipway: 136 x 40 Mtr

3 Outfitting Jetties

Udupi, Karnataka

Acquired in September 2020 through the Insolvency and Bankruptcy Code (IBC), Udupi Cochin Shipyard Limited (UCSL) is a wholly owned subsidiary of CSL, with its main facility situated in Udupi, Karnataka. Operations at this facility began in July 2021. Equipped with advanced infrastructure, UCSL provides high-quality shipbuilding services, addressing the needs of smaller and medium-sized vessels in both domestic and international markets.

Udupi Cochin Shipyard Limited (UCSL)

Slipway: 96 x 22 Mtr

Encouraging teamwork, inclusivity and diversity

At CSL, we believe that a diverse, skilled and adaptable workforce is our most valuable asset and is crucial for achieving our objectives. Our dedicated team drives us toward our targets and gives us a competitive edge. We have established strong people practices to foster a culture of collaboration, accountability and high performance. Our commitment to continuous learning helps us attract and retain talent while developing future leaders.

We recognise the importance of nurturing our workforce to ensure continuous growth. Therefore, we focus on the effective management and development of our HR functions, including recruitment, training, performance appraisal and rewards. We are committed to maintaining a positive work environment and promoting healthy employer-employee relationships.

3400

Total employee strength

2133

Permanent

1267

On contract

HR vision

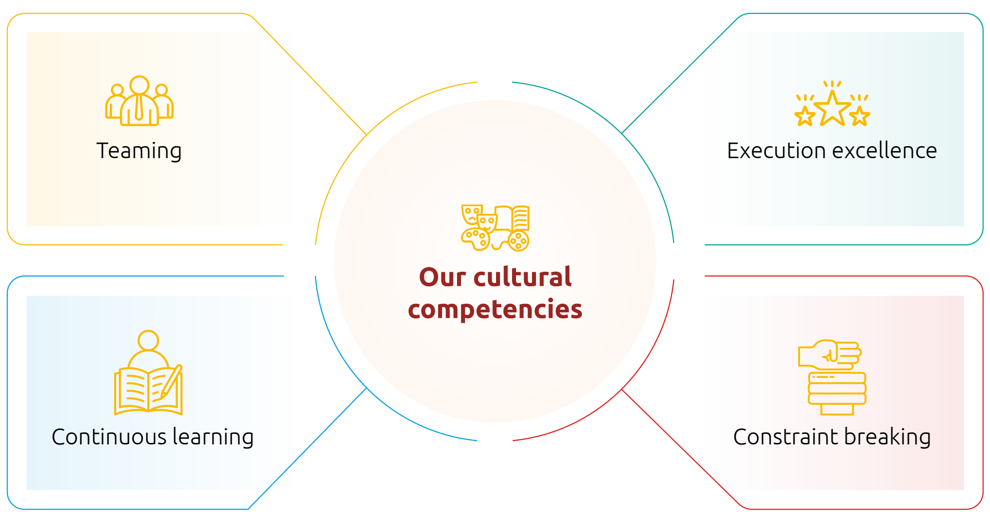
Emanating from the goals and objectives enshrined in the corporate mission statement, the strategic HR vision of CSL is to strive and create a unique institution that integrates creativity, innovation, technology, business and good corporate governance practices for all round improvement in the quality of work life of the Yard's workforce.

HR mission

To provide a vibrant platform for all those working in the Yard to give their best and ensure all round growth both for the individual and organisation.

HR Policy

HR policies are oriented towards providing the right mix of human resources, their empowerment and enrichment so as to meet organisational targets and results.



Diversity and inclusion

We are focused on creating a supportive environment for women through various initiatives. We have established Internal Complaints Committees, led by senior women executives, to address sexual harassment in compliance with the POSH Act. Our in-house awareness sessions, such as those on sexual harassment and health, highlight our dedication to employee welfare.

We organise specialised training programmes, like 'Marching towards Excellence,' to empower women managers and support their professional growth. Additionally, we encourage women to engage in surveys to improve workplace policies and celebrate events like International Women's Day with programmes that highlight their contribution. We also organise leadership training from premier institutes and ensure women's representation in various company forums.

302

Women employees

62

Differently-abled employees

Learning and development

CSL has implemented a structured training mechanism for the development of the work force from lower level to senior executives. During the year the Company has conducted several in house training programmes under various topics to cater to the specific needs and requirements of the organisation. CSL has also nominated executives to attend training programmes at premier institutes covering diverse areas including innovation, transformational leadership, project management and business analytics. These initiatives reflect our commitment to enhance the skills and capabilities of our entire workforce.

Ensuring safety

At CSL, we remain resolute in our commitment to upholding exemplary Health, Safety, and Environment (HSE) standards, ensuring the safety and well-being of our employees, customers and stakeholders. Our HSE management system is meticulously designed to identify and mitigate potential hazards and risks, while fostering a culture of continuous improvement in our performance. We firmly believe that maintaining a secure and healthy work environment is crucial for the welfare of all our stakeholders.

ISO 9001:2015

Quality Management System

ISO 14001:2015

Environmental Management System

ISO 45001:2018

Health and Safety Management System

Safety trainings and protocols

We ensure that our workforce is equipped with the necessary skills and knowledge to effectively manage HSE risks and comply with relevant laws and regulations. We make substantial investments in regular HSE training and competency assessments to ensure the safety of our people. It also enhances their HSE knowledge and skills, keeping them aligned with the latest HSE practices and regulations.

Fulfilling the promise of sustainability

To ensure environmental sustainability, we are taking proactive measures to conserve energy and reduce our carbon footprint. We are implementing energy-efficient practices and adopting advanced technologies to promote the use of alternative green energy sources and minimise our ecological impact.

₹ 78 Lakhs

Investment towards energy conservation equipment

Energy conservation

To enhance energy conservation, we have equipped the crane at Building Dock Port Side with a Variable Frequency Drive and installed sensor-based lighting controls in our ship repair store. We have also upgraded high-pressure mercury vapour lights to energy-efficient LEDs and adopted LED lighting for new buildings. Additionally, we use VRF air-conditioning systems, energy-efficient BLDC and 5-star rated fans. We also monitor and fix leaks in the compressed air system and maintain power factor near unity.

~4.44 lakh

units per annum Energy saved

Renewable energy usage

We have taken significant steps to utilise alternative green energy sources by installing nine solar-powered EV charging docks at various locations across the Yard and set up a 30 kWp rooftop solar power plant at our Employees' Quarters. During FY2023-24, our existing solar power plants, with a total capacity of 1672 kWp (inside and outside CSL factory premises), generated 21.47 lakh units of energy. Additionally, we procured 8.04 lakh units of renewable energy from Indian Energy Exchange Limited (IEX).

Towards a Sustainable Future: CSL's 100% Green Energy Plan

CSL is steadfast in its commitment to minimising its environmental impact. By focusing on reducing the carbon footprint and conserving natural resources, we aim to operate sustainably and responsibly.

Consultant Engagement

To achieve this ambitious goal, we have enlisted the expertise of Energy Management Centre, Kerala (EMC). EMC is an autonomous organisation under the Department of Power, Government of Kerala. It specialises in enhancing energy efficiency and developing sustainable energy solutions. With EMC's guidance, we are exploring and implementing effective strategies to transition to 100% green energy.

Proposed Renewable Energy Projects

Wind-Solar Hybrid Power Plant

We plan to establish a wind-solar hybrid power plant at a feasible location within the Kerala state. This location will be selected based on its favourable wind conditions and accessibility. The integration of solar and wind power plants will leverage the available land and infrastructure, optimising space and resources.

Rooftop Solar

Additionally, we are enhancing our existing rooftop solar installations. The current 1.5 MWp rooftop solar capacity within our premises will be expanded to 4 MWp in a phased manner. This augmentation will significantly contribute to the overall green energy output.

Total Capacity

The combined capacity of the proposed renewable energy projects is approximately 17 MW. This includes the wind-solar hybrid power plant and the expanded rooftop solar installations.

Annual Energy Generation

The total expected annual energy generation from these projects is about 40 million units. This is sufficient to meet our annual energy consumption, which averages 33.5 million units based on data from the past five years.

The projected green energy generation ensures that we can reliably meet our energy needs even with dynamically varying load patterns in shipbuilding and repair activities. This approach not only supports operational stability but also fortifies our commitment to sustainable energy practices.

This 100% green energy initiative not only aligns with global environmental goals but also poised to establish us as a leader in green energy transition within the maritime industry.

Ensuring community well-being

We remain committed to fulfill our obligation towards communities and the society as a whole. Our Corporate Social Responsibility (CSR) initiatives strive to ensure inclusive growth and are designed to improve the quality of life.

FY 2023-24

₹ 14.44 crores

CSR expenditure

109

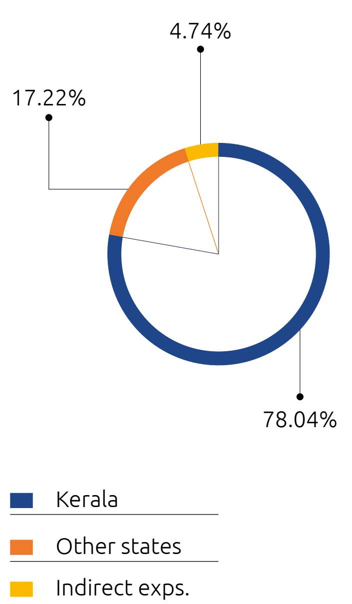
Projects undertaken

Health & Nutrition

Theme for the year 2023-24

Empowering Health and Hope: New Dialysis Center at Ernakulam General Hospital.

CSR Spent - Region wise



Nurturing joy and wellness : 'Poombatta' Children's Recreation Center at Ernakulam General Hospital.

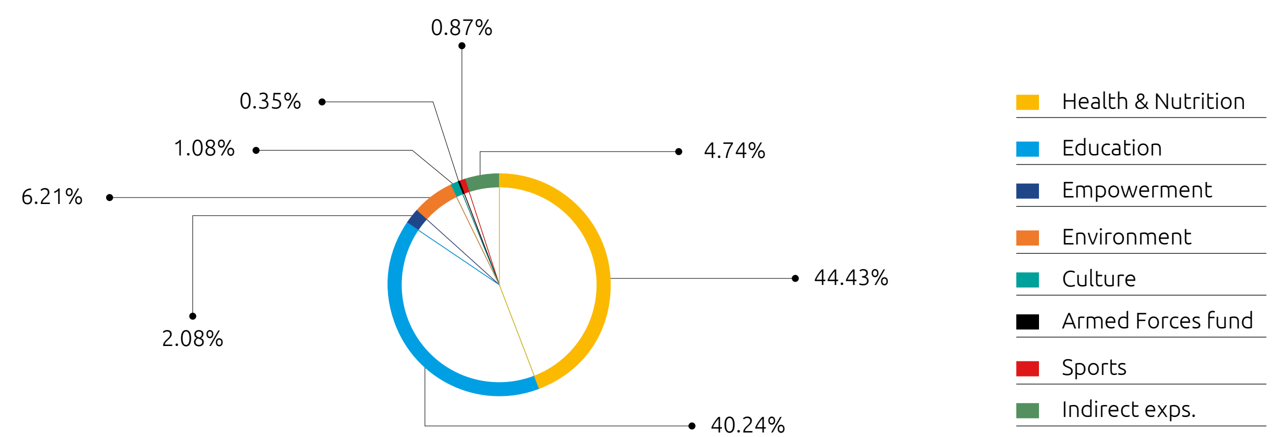
Enhancing Rural Sanitation: Upgraded Facilities for 50 Families in Karumallur, Aluva.

Empowering Neurodiversity: Unlocking Potential Through Skill Development.

Bridging Gaps: Skilling the Underprivileged Across Kerala for a Brighter Future.

Preserving Green Spaces: Maintenance of Subhash Bose Park at the Heart of Kochi City.

CSR Spent



Board of Directors

Shri Madhu Sankunny Nair
Chairman & Managing Director

Shri Madhu Sankunny Nair assumed charge as the Chairman & Managing Director of the Company on January 01, 2016. He holds a degree of Bachelor of Technology (Naval Architecture and Ship Building) from Cochin University of Science & Technology in first class and Masters in Engineering (Naval Architecture and Ocean Engineering) from Osaka University, Japan. He is trained in shipbuilding systems at IHI Shipyard at Kure, Japan and undergone JICA Specialised training at Overseas Vocational Training Centre (OVTA), Tokyo and Osaka International Centre, Osaka, Japan and did research in Joining & Welding Research Institute, during Masters in Engineering at Osaka University, Japan. He has more than 36 years of professional experience with the Company since joining as Executive Trainee in June 1988 in the entire gamut of Shipyard management. He was the driving force behind the Company's successful collaborations with international technology partners and bagging of significant international orders. During his tenure, CSL became a listed company after a successful Initial Public Offer and was also upgraded to a 'Schedule A' CPSE, the highest categorisation a CPSE can attain. Under his leadership, CSL has significantly transformed from a single unit company to a multi-unit company with seven units – main yard active in shipbuilding and ship repair, four ship repair units and two subsidiaries, spread across South, West & East coast of India. He is a strong believer in power of people and the "people first policy" conceived by him is aimed at steering CSL into a knowledge organisation. He is a fellow member of The Royal Institution of Naval Architects, UK (RINA) and Institution of Naval Architects, India and is presently serving as the President of Indo Japan Chamber of Commerce Kerala (INJACK). As a recognition for his valuable contributions, he has been bestowed with several accolades; 2024 Management Leadership Award, Rotary Icon 2023 Award, CUSAT Distinguished Alumni Award 2022, Samudra Manthan Prof K R Bhandarkar Award 2022, Pride of KMA Award, to name a few. He is also the Chairman of Hooghly Cochin Shipyard Limited and Udupi Cochin Shipyard Limited, the wholly owned subsidiaries of CSL.

Shri Bejoy Bhasker
Director (Technical)

Shri Bejoy Bhasker assumed charge as the Director (Technical) of the Company on April 05, 2018. He holds a degree of Bachelor of Technology (Mechanical) from the University of Kerala with First Rank and Gold Medal. He also holds a degree of Master of Technology (Mechanical) from the Indian Institute of Technology, Madras. He has completed Advanced Diploma in Management from Indira Gandhi National Open University. He joined the Company on June 29, 1988 as an executive trainee. He was awarded the "Manager of the Year" award in 2014 by Kerala Management Association. He has more than 36 years of work experience with the Company wherein he was involved in Ship Design, Ship Building, Outfit and Ship Repair divisions of the Company. He is also a Director in Hooghly Cochin Shipyard Limited and Udupi Cochin Shipyard Limited, the wholly owned subsidiaries of CSL.

Shri Jose V J
Director (Finance) & Chief Financial Officer

Shri Jose V J assumed charge as Director (Finance) and Chief Financial Officer of the Company from August 2019. He is a member of the Institute of Cost Accountants of India and also holds a degree in Law from Government Law College, Ernakulam. Recently, he was honoured with the Best CFO Award 2024 in Best Returns (Large Cap) category by Dalal Street Investment Journal. He has approximately 33 years of work experience across diverse field viz., financial management, strategic planning, risk management, forex management, budgeting and cost control. He is also heading the Information Systems Department of the Company. He is also a Director in Hooghly Cochin Shipyard Limited and Udupi Cochin Shipyard Limited, the wholly owned subsidiaries of CSL.

Shri Sreejith K Narayanan
Director (Operations)

Shri Sreejith K Narayanan assumed charge as the Director (Operations) of the Company on July 21, 2022. He holds a degree in Bachelor of Technology (Mechanical) from Regional Engineering College, Calicut & Master of Business Administration from School of Management Studies, Cochin University of Science and Technology. He joined the Company on June 16, 1988 as an executive trainee and he has more than 36 years of work experience spanning across Ship Building, Ship Design and Ship Repair. He is also a Director in Hooghly Cochin Shipyard Limited and Udupi Cochin Shipyard Limited, the wholly owned subsidiaries of CSL.

Shri Rajesh Kumar Sinha IAS
Part-time official (Nominee) Director

Shri Rajesh Kumar Sinha IAS is a Part-time official (Nominee) Director of the Company representing Ministry of Ports, Shipping and Waterways, Government of India from November 21, 2022.
Shri Rajesh Kumar Sinha (IAS-1994-Kerala Cadre), Additional Secretary, Ministry of Ports, Shipping & Waterways (MoPSW), Government of India looks after the portfolio of Shipping matters in the MoPSW. He has also been assigned the additional charge of Chief Vigilance Officer of the Ministry. He has performed as District Collector; Secretary, Finance Department & Principal Secretary in Power, Forest/Wildlife in the Government of Kerala. He has worked in Urban Development, HRD and Energy Sectors in Government of India. He is also serving as an Official (Government) Director on the Boards of Shipping Corporation of India Limited, Shipping Corporation of India Land and Assets Limited, ILT1, ILT2 and SCI Bharat IFSC Limited. He is also an ex-officio Member of the Board of Chennai Port Authority.

Shri Biju Prabhakar IAS
Part-time official (Nominee) Director

Shri Biju Prabhakar IAS is a Part-time official (Nominee) Director of the Company representing Government of Kerala from January 02, 2023. He is an IAS Officer and is presently serving as Secretary (Industries & Transport), Government of Kerala. He holds a Bachelor's degree in Technology (Chemical Engineering) and a Master's degree in Business Administration. He is also a Law graduate. Prior to his present posting, he has held various key positions in the Government of Kerala viz., Secretary, Local Self Government (Urban) Department, Secretary, Department of Social Justice and Women & Child Development, Secretary, Public Works Department, District Collector, Trivandrum, Commissioner of Food Safety, Director of State Lotteries, Director of Public Instruction, Executive Director of IT @ School – Victers Channel etc. He is also the Chairman & Managing Director of Kerala State Electricity Board Limited. Further, he is also serving as a Director in Konkan Railway Corporation Limited, Kochi Metro Rail Limited, Kochi Water Metro Limited, Kerala Rail Development Corporation Limited, Malabar International Port & SEZ Limited, Renewable Power Corporation of Kerala Limited and Baitarni West Coal Company Limited.

Smt. Amrapali Prashant Salve
Non-official (Independent) Director

Smt. Amrapali Prashant Salve is a Non-official (Independent) Director of the Company from November 26, 2021. She holds a degree of Bachelor of Arts in Economics and Sociology from Mumbai University. She is currently serving as the Vice-President of Mahila Morcha, Maharashtra. She is actively engaged in social service and women empowerment by arranging training and skill development programmes. She is also working for self-help group viz., Pandit Deen Dayal Antyoday Yojana – National Urban Livelyhood Mission.

Shri Nahar Singh Maheshwari
Non-official (Independent) Director

Shri Nahar Singh Maheshwari is a Non-official (Independent) Director of the Company from December 01, 2021. He holds a Post Graduate degree in Law from Rajasthan University. He also holds a degree in Master of Arts in Political Science and Public Administration, both from Rajasthan University. Further, he has a diploma in Labour Law from Rajasthan University. He is a member of the Bar Council of Rajasthan and practicing as lawyer since 1989, specialised in civil and arbitration matters.

Shri Ashok Sharma
Non-official (Independent) Director

Shri Ashok Sharma is a Non-official (Independent) Director of the Company from November 26, 2021. He holds a Post Graduate degree in Hindi, Sanskrit, Political Science and Education. He has also received Honorary Doctorate in literature (Vidhya Vachaspati) from Vikramshila Hindi Vidyapeeth (Bhaghalpur, Bihar). He started his career as a lecturer and is currently serving as the Principal of RNI College, Bhagwanpur in Haridwar District. He has also been associated with journalism as writer/ editor in many newspapers like Dainik Jagran, Punjab Kesari, Amar Ujala, Badri Vishal etc. He is also associated with many social organisations like Sanskar Bharti, Sewa Bharti etc. and various teachers' organisations in order to support the causes for the benefit of society. He is actively serving as State Spokesperson of Uttarakhand Madhyamik Shikshak Sangh and is founder member of Rashtriya Shaikshik Mahasangh, Uttarakhand. He is also serving as the State Vice-President in Pradhan Mantri Jan Kalyankari Yojna Prachar Prasar Abhiyan (PMJKYPPA).

Shri Venkatesan M
Non-official (Independent) Director

Shri Venkatesan M is a Non-official (Independent) Director of the Company from November 22, 2021. He holds a Post Graduate Degree in Arts from Ramakrishna Mission Vivekananda College, Chennai. He is the Chairperson of National Commission for Safai Karmacharis (NCSK). He has also served as the State President of SC Morcha, Tamil Nadu. He is also a notable writer and has authored various books mainly focussing on the issues relating to Dalits.

Shri Abhijit Biswas
Non-official (Independent) Director

Shri Abhijit Biswas is a Non-official (Independent) Director of the Company from December 01, 2021. He holds a degree of Bachelor of Commerce from Calcutta University. He has around 16 years of experience as financial service consultant. He is a Social Worker and is actively involved in various socio-political issues.

Corporate Information

Board of Directors

Shri Madhu Sankunny Nair
Chairman & Managing Director

Shri Bejoy Bhasker
Director (Technical)

Shri Jose V J
Director (Finance) and
Chief Financial Officer

Shri Sreejith K Narayanan
Director (Operations)

Shri Rajesh Kumar Sinha IAS
Additional Secretary
Ministry of Ports, Shipping &
Waterways, Govt. of India
Official Part-time (Nominee) Director

Shri Biju Prabhakar IAS
Secretary (Industries & Transport)
Govt. of Kerala
Official Part-time (Nominee) Director

Smt. Amrapali Prashant Salve
Non-official (Independent) Director

Shri Nahar Singh Maheshwari
Non-official (Independent) Director

Shri Ashok Sharma
Non-official (Independent) Director

Shri Venkatesan M
Non-official (Independent) Director

Shri Abhijit Biswas
Non-official (Independent) Director

Chief Vigilance Officer

Dr. C Pandi Selva Durai, IOFS

Company Secretary & Compliance Officer

Shri Syamkamal N

Senior Management

Shri Rajesh Gopalakrishnan
Executive Director (Ship Repair)

Shri Harikrishnan S
Executive Director (Ship Building)

Shri Eldho John
Chief General Manager (Technical)

Shri Shiraz V P
Chief General Manager
(Planning, PM & Strgy.)

Shri Deepu Surendran
Chief General Manager (C-SAS)

Smt. Anjana K R
Chief General Manager (Design)

Shri Sivakumar A
General Manager (Materials)

Shri Sunil Kumar K R
General Manager (IAC &
Defence Projects)

Shri Jayan K Thampi
General Manager (Outfit & Outsourcing)

Shri Sivaram Narayana Swamy
General Manager (Business
Development-Ship Building)

Shri Subash A K
General Manager (HR & Training)

Shri Santhosh Philip
General Manager (Ship Repair)

Shri Shibu John
General Manager (Finance)

Shri Harikumar K
General Manager (Hull & Shops)

Registered Office

Cochin Shipyard Limited
Administrative Building
Cochin Shipyard Premises
Perumanoor, Kochi – 682 015
Kerala, India

Bankers

State Bank of India
Canara Bank
Union Bank of India
IDBI Bank Limited
Axis Bank Limited
Bank of Baroda
Indusind Bank Limited
HDFC Bank Limited
ICICI Bank Limited
UCO Bank
Federal Bank Limited

Statutory Auditors

M/s. Anand and Ponnappan
Chartered Accountants
Paramalaya-Karimpetta Road
Kochi – 682 016

Secretarial Auditors

M/s. SVJS & Associates
Company Secretaries
65/2364A, Ponoth Road
Kaloor, Kochi – 682 017

Cost Auditors

M/s. Rajendran Mani and Varier
Cost Accountants
Alappat Buildings
Alappat Road, Ravipuram
Kochi – 682 016

Debenture Trustees

SBICAP Trustee Company Ltd.
4th Floor, Mistry Bhavan
122 Dinshaw Vachha Road
Churchgate, Mumbai – 400 020

Registrar & Transfer Agents

Link Intime India Pvt. Ltd.
Surya, 35, Mayflower Avenue
Behind Senthil Nagar
Sowripalayam Road
Coimbatore – 641 028

Directors' Report

Dear Shareholders,

1. Your Directors have immense pleasure in presenting the 52nd Annual Report of your Company along with the audited financial statements for the year ended March 31, 2024.

Financial Performance

2. Diversified operational segments and product profile helped the Company to achieve a turnover of ₹3645.28 Crores for the year as compared to ₹2330.46 Crores in the year 2022-23. The profit before tax is ₹1093.62 Crores for the year as against ₹448.51 Crores in the previous year. The net profit is ₹813.10 Crores as compared to ₹334.49 Crores for the previous year.

3. Pursuant to the resolution passed by the Shareholders by way of postal ballot on December 13, 2023, the equity shares of CSL was sub-divided/ split in the ratio of 1:2, i.e., 1 (One) equity share of face value of ₹10/- each fully paid up was sub-divided/ split into 2 (Two) equity shares of face value of ₹5/- each fully paid up, with effect from the record date i.e., January 10, 2024. Accordingly, the authorised share capital of the Company is ₹250,00,00,000/- divided into 50,00,00,000 equity shares of face value of ₹5/- each. The paid up share capital of the Company is ₹131,54,03,900/- divided into 26,30,80,780 equity shares of face value of ₹5/- each.

Financial Highlights

(₹ Crores)

Sl. No.	Particulars	2023-24	2022-23
(i)	Gross Income	3952.66	2536.95
(ii)	Profit before finance cost, depreciation, tax & exceptional items	1182.1	533.40
(iii)	Finance costs	31.55	33.74
(iv)	Depreciation & write off	56.93	51.15
(v)	Profit Before Tax	1093.62	448.51
(vi)	Tax Expense	280.52	114.02
(vii)	Net profit	813.10	334.49

Dividend

4. As per Office Memorandum F.No.5/2/2016-Policy dated May 27, 2016 issued by Department of Investment and Public Asset Management (DIPAM), every CPSE have to pay a minimum annual dividend of 30% of PAT or 5% of the net-worth, whichever is higher. Accordingly, your Directors are pleased to recommend a final dividend of ₹2.25/- per share on the 26,30,80,780 fully paid equity shares of ₹5/- each. Earlier, first interim dividend of ₹8/- per equity share of face value ₹10/- each and post-split of equity shares, second interim dividend of ₹3.50/- per equity share of face value ₹5/- each had been paid to the shareholders during 2023-24. Thus, the total dividend for the year 2023-24 is 195% per equity share, amounting to ₹257 Crores. No unclaimed dividend (previous years') is due to be transferred to the Investor Education and Protection Fund (IEPF).

Dividend Distribution Policy

5. As per Regulation 43A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 the top 1000 listed entities shall formulate a dividend distribution policy. Accordingly, dividend distribution policy has been adopted to set out the parameters and circumstances that will be taken into account by the Board in determining the distribution of dividend to its shareholders and/ or retaining the profit into the business. The policy is available on the website of the Company at the link https://cochinshipyard.in/investor/investor_titles/68.

Transfer to Reserves

6. The details of amount transferred to reserves is given at Note 22 of the Standalone Financial Statements of the Company for the year ended March 31, 2024 which forms part of the Annual Report. As on March 31, 2024, the Company has Reserves and Surplus amounting to ₹4894.33 Crores which reflects the inherent financial strength of the Company. As per the amendment made to the Companies (Share Capital and Debentures) Rules, 2014 notified vide Notification No. G.S.R. 574(E) by the Ministry of Corporate Affairs, the Company is not required to create Debenture Redemption Reserve in respect of the bonds issued by it. However, due to the redemption of 1,000 nos. of 8.51% Tax Free, Secured, Redeemable, Non-Convertible Bonds in the nature of Debentures issued on private placement basis having face value of ₹10 Lakhs each fully paid up amounting to ₹100 Crores on December 02, 2023, balance in the Debenture Redemption Reserve created up to September 30, 2019 (₹1668.44 Lakhs) has been

transferred to Retained Earnings. As on March 31, 2024, 8.72% Tax Free, Secured, Redeemable, Non-Convertible Bonds of only ₹23 Crores is outstanding for CSL, which will be matured in March 2029.

Shipbuilding

7. The Company achieved a total shipbuilding income of ₹2638.91 Crores during 2023-24 as against ₹1766.45 Crores in 2022-23. During the year, the Hon'ble Prime Minister Shri Narendra Modi flagged off India's first indigenously built Hydrogen Fuel Cell Ferry. The inauguration of this project will provide impetus for using Hydrogen in marine application as envisaged under National Green Hydrogen Mission and early adoption of hydrogen fuel cell technology in the marine sector will provide a global competitive advantage whereby meeting sustainable green energy aspiration of our Nation for net zero emission. Further, CSL successfully delivered five nos. of Hybrid Electric Catamaran Hull vessels to Kochi Metro Rail Limited (KMRL). Furthermore, CSL also delivered two nos. of Hybrid Electric Catamaran Passenger Vessels to Inland Waterways Authority of India (IWAI).

Ship Repair

8. During the year, the Company achieved a total ship repair income of ₹1006.37 Crores, compared to ₹564.01 Crores in the previous year. Major Vessels repaired during the year in the CSL Kochi yard include SRGD of Air Craft Carrier 'INS Vikrant', 'INS Tarangini', 'INS Sutlej', 'Vishva Jyoti', 'ICGS Veera', 'Sagar Sampada', 'Kalighat', 'Dredge XII' and 'R V Sindhu Sadhana'.

9. Major vessels repaired during the year in International Ship Repair Facility (ISRF), include UTLA vessels like 'Cheriyapani', 'Valiyapani', Tug 'Kalpitti', 'M V Kodithala', installation work of Stabilised Remote Control Guns (SRCG) onboard Fast Patrol Vessels, Ro-Ro 'Sethu Sagar' and 'M V Laccadives'.

10. CSL Mumbai Ship Repair Unit (CMSRU) has successfully undertaken repairs of around 104 vessels since operationalisation. During the financial year 2023-24, CMSRU undertook the dry dock and afloat repairs of 19 ships, including normal refits, short refits for Indian Navy and Indian Coast Guard vessels, as well as repairs for various commercial clients resulting in a turnover of ₹152 Crores.

11. CSL Kolkata Ship Repair Unit (CKSRU) has successfully completed 22 refit projects since the commencement of operations in October 2019. During the financial year 2023-24, CKSRU completed dry dock repairs of 5 vessels, including the refit of 'Shanti Sagar-24', emergency repairs of 'DCI Dredge XII', and dry dock and afloat repair of 'DCI Dredge XIV'. CKSRU also undertook the repair of the NSD No. 1 Box Caisson from Syama Prasad Mookerjee Port, Kolkata.

12. CSL commenced ship repair operations at the Andaman and Nicobar islands through its Andaman & Nicobar Ship Repair Unit (CANSRU). During the fiscal year 2023-24, CANSRU has completed dry dock repairs for 20 vessels, performed 12 afloat repairs along with various other minor repairs thereby achieving a remarkable turnover of ₹95 Crores, surpassing the targeted turnover of ₹40 Crores. To further develop the ship repair facilities and enhance the ship repair ecosystem at CANSRU, various capital expenditure procurements have been undertaken, including the establishment of a well-equipped Safety cum Skill Development Center at the Marine Dockyard.

Shipbuilding Order Book Position

13. During the year 2023-24, CSL had been successful in securing against intense competition, major shipbuilding orders viz., 1 no. Hybrid Service Operation Vessel (SOV) from a European client. Further, CSL secured order for construction of 8 nos. of Hybrid Electric Catamaran Passenger Vessels from IWAI, out of which 2 vessels have already been delivered. The order book position as on March 31, 2024 is as follows:

Vessel Type	Nos.
Post Commission works of Indigenous Aircraft Carrier – Phase III for Indian Navy	01
Anti-Submarine Warfare Shallow Water Craft for Indian Navy	08
Next Generation Missile Vessel for Indian Navy	06
HS Eco Freighter 7000 DWT Vessel for a European Client	08
Commissioning Service Operation Vessel for a European Client	02
Zero Emission Feeder Container Vessel for a European Client	02
Hybrid Service Operation Vessel for a European Client	01
Trailer Suction Hopper Dredger for Dredging Corporation of India Limited (DCI)	01
1200 Passenger cum 1000 MT Cargo Vessel for A & N Administration	02
Hybrid Electric Catamaran Passenger Vessel for Inland Waterways Authority of India (IWAI)	06
Hybrid Electric Catamaran Hull Vessel for KMRL	10

CSL Strategic & Advanced Solutions (C-SAS)

14. In order to tap new revenue generation streams beyond the current Shipbuilding & Ship Repair portfolios, a dedicated division named CSL Strategic & Advanced Solutions (C-SAS) was formed to enable the Company to venture into the arena of strategic and knowledge driven future technologies in the maritime sector. C-SAS has been actively engaged in identifying and developing sustainable and future oriented business models. Various innovative initiatives undertaken by C-SAS Division during the financial year 2023-24 are more specifically covered in the Management Discussion and Analysis Report.

Expansion Projects

15. The status of major projects and initiatives are as follows:

(i) International Ship Repair Facility (ISRF) at Cochin Port Premises

Hon'ble Prime Minister, Shri Narendra Modi inaugurated Phase-1 & Phase-2 of the ISRF project on January 17, 2024. 6000 T lifting capacity shiplift system supplied by Syncrolift AS, Norway was commissioned and the first vessel docking on the shiplift platform was carried out. The commercial operations of the Facility commenced on August 12, 2024 with the successful docking of the vessel, 'HSC Parali' of Union Territory of Lakshadweep Administration. The ISRF is equipped with 6000 T ship-lift, six workstations and approximately 1400 metre of berths; suitable for handling vessels of maximum 130 metre length. The Facility can repair six such vessels at the dry-workstations simultaneously.

Further, ten globally renowned firms in the maritime industry have already partnered with CSL for setting up their units in the Maritime Park in first phase, and three firms started their operations. CSL expects to position Kochi as a major ship repair hub with the commissioning of the ISRF.

(ii) New Dry Dock

Hon'ble Prime Minister, Shri Narendra Modi inaugurated the New Dry Dock on January 17, 2024. The New Dry Dock measuring 310 x 75/60 x 13 metre with 600 T gantry crane is located at the Northern end of the existing premises of the Company. The New Dry Dock will augment the Company's shipbuilding and ship repair capacity essentially required to tap the market potential of building specialised and technologically advanced vessels such as LNG Carriers, Aircraft Carriers of higher capacity, jack up rigs, drill ships, large dredgers and repairing of offshore platforms and larger vessels. Construction activities commenced in June 2018 and the physical progress achieved as on March 31, 2024 is 94%.

The major civil works for the New Dry Dock have been completed. This includes construction of the dock wall, dock floor, dock entrance caisson gate, underground pump house, four underground substations, crane tracks, electric service tunnel, heavy duty pavement and medium duty pavement. The remaining civil works are targeted for completion by mid of September 2024. In parallel, the installation of electrical, mechanical and control systems is underway, along with the erection of the 600 T gantry crane, which is in the advanced stages of commissioning. The New Dry Dock is set to commence operations by end of September 2024. Further, the allied works such as installation and commissioning of Contaminated Water Treatment Plant (CWTP), dismantling of cofferdam, dredging of approach channel etc. are expected to be completed by end of November 2024.

Subsidiary Companies

(i) Hooghly Cochin Shipyard Limited (HCSL)

Hooghly Cochin Shipyard Limited (HCSL) was initially set up as a joint venture between CSL and Hooghly Dock & Port Engineers Limited (HDPEL) on October 23, 2017. Pursuant to the approval of the Union Cabinet, CSL acquired the shares held by HDPEL and with effect from November 01, 2019, HCSL became a wholly owned subsidiary of CSL.

The Company set up a new state-of-the-art ship building and repair facility at Nazirgunge and on August 16, 2022, the Facility was dedicated to the nation by Shri Sarbananda Sonowal, the Hon'ble Minister of Ports, Shipping & Waterways and Ayush, Government of India. The Facility has been set up in an area of 15.76 acres on the banks of river Hooghly at a cost of ₹175.20 Crores with an intention to position itself as a premier shipbuilding/ repair yard in the east coast of India for inland and coastal vessels.

HCSL entered the Electric Hybrid Catamaran segment by signing an agreement with CSL on March 23, 2024 for construction of 6 nos. of Electric Hybrid Catamaran Vessel for Inland Waterways Authority of India (IWAI). HCSL also had the privilege to sign another contract for 2 nos. of 40T ASD Bollard Pull Tug with Industrial Handling Private Limited. Further, the Company is building 1 MPV (2200T) for JAK Maritime & Logistics India Private Limited and is also serving as consultants with IWAI for setting up a new ship repair facility at Pandu, Assam. The Yard is also working towards the completion of the order for design, construction, installation and commissioning of Box Caisson Gate from CSL to be positioned and commissioned at Netaji Subash Dock at Syama Prasad Mookerjee Port, Kolkata.

HCSL has reported a total income of ₹2404.47 Lakhs for FY 24 as against ₹1761.33 Lakhs for the previous year. The Company has reported a loss of ₹3005.81 Lakhs for the year ended March 31, 2024 as against ₹2033.59 Lakhs for the previous year.

(ii) Udupi Cochin Shipyard Limited (UCSL) [Formerly known as Tebma Shipyards Limited (TSL)]

UCSL is a wholly owned subsidiary of CSL based in Udupi and is mainly engaged in building small and medium sized vessels. UCSL performed well during the financial year 2023-24 by completing delivery of various vessels to the satisfaction of customers and securing key orders along with completing significant milestones with respect to the vessels under construction. In terms of financial performance, UCSL reported a total income of ₹18646.58 Lakhs for the year ended March 31, 2024, a substantial increase from ₹4780.96 Lakhs in the previous year. The revenue from operations improved significantly to ₹17971.62 Lakhs in FY 2023-24 compared to ₹3932.22 Lakhs in FY 2022-23. This improvement enabled the Company to achieve a profit of ₹111.38 Lakhs in FY 2023-24, a notable turnaround from the loss of ₹866.54 Lakhs reported in FY 2022-23.

Manpower Status

16. The manpower strength of the Company as on March 31, 2024 was 2133 consisting of 484 executives, 153 supervisors and 1496 workers.

Industrial Relations

17. CSL continued to maintain and foster cordial industrial relation atmosphere during the year. There was no loss of man hours on account of labour unrest due to reasons attributable to the Company exclusively.

18. The executives and non-unionised supervisors also continued to contribute their best to the Company during the year.

19. The joint management forums like joint councils, shop council, central safety committee, shop level safety committees, contract worker safety committee, canteen management committee, employees' contributory provident fund trust etc., continued to function effectively.

20. Employees and their dependents welfare and wellbeing are well taken care through various voluntary schemes like Employees Medical Assistance Scheme, Employees Pension Scheme, Shipyard Parivar Prathibha Puraskar Scheme, Employees Educational Assistance Scheme etc.

Human Resource Development

21. Cochin Shipyard Limited (CSL) gives utmost importance in empowering employees' growth and developing their knowledge, skills and capabilities to drive better business performance. Acknowledging this fact, CSL has defined continuous learning as one of its cultural competencies and is constantly engaged in upskilling the workforce.

22. In line with the above, several learning and development activities were carried out during the year 2023-24 spanning across sectors covering technical as well as non-technical work force. The Company has promulgated a training scheme 'Igniting Minds' wherein the senior executives of the Company were nominated for various programmes on divergent topics like Strategic Leadership and Innovation in the digital Era, Organisational Excellence through leadership, ESG – Management, Reporting and Communication by IIM Bangalore, Transformational Leadership, Project Management, Managerial Effectiveness by IIM Ahmedabad, Business Analytics for strategic and tactical level decision making, General Management programme for senior and middle level Executives by IIM Calcutta etc.

AOTS (Association for Overseas Technical Cooperation and Sustainable Partnerships) Training in Japan

23. A batch of 20 employees including one Executive, two Supervisors and 17 Workmen attended a customised training in Japan during the period from June 28, 2023 to July 10, 2023. The training programme was a combination of class room coaching and factory visits including Shipyards in Japan. The training programme covered areas such as Japanese work culture, work place management, social behavior, culture displayed by Japanese in public places and included visits to a shipbuilding company and other major industries to get a feeling of latest technology in use, safety management practices, robotics technology in action, productivity improvement practices through 5S and Kaizen.

24. Two senior executives attended two weeks AOTS training in Japan focusing on topics Program and Project Management and Quality Management during Jan/Feb 2024.

Training at INS Valsura

25. INS Valsura is a premier technical training establishment of the Indian Navy located in Jamnagar, Gujarat. It houses the electrical school of the Indian Navy. A batch of 19 executive trainees (electrical/ electronics) from CSL attended a customised technical training programme at INS Valsura from May 01 to 13, 2023.

Customised Internal Trainings

26. In the financial year 2023-24, Cochin Shipyard Limited (CSL) organised various customised in-house training programs to enhance the competencies of its executives, supervisors, and employees. These programs were designed to cater to the specific needs and requirements of the organisation and the major programs include the following:

    - A specialised three-day training on "Batteries for Maritime Applications" conducted by the Central Electrochemical Research Institute.
    - Orientation sessions for retiring employees covering financial planning and health.
    - In-house training on "Structural Design and System Engineering" by the Indian Register of Shipping.
    - Programs on records management, first aid and POSH Act (Sexual Harassment of Women at Work Place (Prevention, Prohibition and Redressal) Act, 2013).
    - Training sessions on supervisory skills, public procurement, cyber hygiene, and electrical safety.
    - Certification course on "Competence development and assessment program on project management (IPMA Level D Certification)".
    - Specialised programs on "Class Rules", "Finance for Non-Finance Executives", "Soft Skills for Excellence" and "Competency-based Interviewing Skills".
    - Young Officers Competency Development Program (YOCDP) for junior-level executives and Supervisors Competency Development Program (SCDP) for supervisors.

Educational Scholarships to Wards of Employees

27. "Shipyard Pariwar Prathibha Puraskar", an educational scholarship scheme introduced from the year 2016 aims to reward and promote the star performers among the wards of regular employees of CSL. A scholarship of ₹25,000/- per year for a maximum period of 5 years shall be bestowed in the order of highest marks scored by the wards in class XII final examination. During the year 2023-24, three eligible students have been granted scholarship under the said scheme.

Recognising Excellence

28. CSL has introduced the Employee Excellence Awards Scheme envisaging reward and recognition for innovative ideas and practices among the employees below the level of AGMs. The highest award under the scheme is Chairman's award with a citation and cash price of ₹15,000/-. During the Independence Day celebrations in 2023-24, 15 employees (Executives – 3, Workmen – 9, On contract personnel – 3) were honored with Chairman's Commendation, which carries ₹2,000/- cash prize.

29. During the Republic Day celebrations in 2024, two Executives were honored with Chairman's Award of ₹15,000/- cash prize and commendation certificate. A total of 49 employees (Executives – 16, Supervisors – 6, Workmen – 25, on contract personnel – 2) were bestowed with Chairman's Commendation and cash prize of ₹2,000/-.In addition to this, Chairman's Special Commendation comprising of ₹5,000/- cash prize and commendation certificate was awarded to an on-contract employee.

International Yoga Day

30. Employees and their family members were encouraged to observe international day of Yoga. CSL conducted various activities such as Yoga workshop and common Yoga protocol practice, in order to promote Yoga with an aim to relieve stress, support good health habits and improve mental/ emotional health. Further, live streaming of the event on June 21, 2023 was also made available for participation by family members of the employees.

Constitution Day

31. Constitution day was celebrated in CSL with reading of Preamble to the Indian Constitution. In order to create awareness among CSL employees about the Constitution and its significance, CSL had uploaded a series of awareness building courses on NOVEX e-learning platform. A refresher session on Preamble and the basic principles of Indian Constitution was held on November 26, 2023. Additionally, a quiz programme on Indian Constitution was also arranged in connection with the celebration of Constitution day.

Marine Engineering Training Institute (METI)

32. METI successfully trained a total of 77 Graduate Marine Engineering (GME) cadets, who completed the one-year course as per the guidelines of the Directorate General of Shipping, Government of India. Additionally, 102 GMEs are currently pursuing the course.

33. METI also facilitated the 6-month afloat training for 15 students of the 4-year Marine Engineering program from 'Sree Venketeswara College of Engineering' (SVCE), Chennai. A total of 16 SVCE students are currently pursuing the course.

34. During the year 2023-24, METI conducted 17 batches (279 students) of the 3-day Basic Fire Fighting Practical Training Program.

35. METI actively participated in the National Maritime Day Celebrations 2023 organised by CIFNET Kochi, for which it received appreciation awards from the Mercantile Marine Department (MMD), Kochi, on April 05, 2023. METI also observed World Blood Donors Day and conducted in-house seminars for the 48th and 49th batches of GMEs. Additionally, the students participated in Shramadhan for Swachata in October 2023.

36. METI conducted the first batch of the Oil and Chemical Tanker Familiarisation course for 7 students from February 12 to 19, 2024. On March 19, 2024, METI organised a "Meet and Greet the Candidates" program, which was attended by 123 students from various engineering colleges, aspiring for GME-sponsored seats from reputed shipping companies. Several shipping company officials also visited METI and conducted recruitment and placement-related activities.

37. The Training Institute provided various training programs on Connecting Electrical Equipment, Employability, and Communication Skills to Apprentices and trainees completing their apprenticeship programs. Moreover, CSL Training Institute provided internships for a total of 1,104 Degree and Management students from various colleges across the country. During the year 2023-24, the Training Institute imparted apprentice training for a total of 356 ITI trainees, 28 Diploma trainees, 30 Degree trainees and 1 VHSE trainee. Additionally, 30 Executive Trainees were inducted during the period.

38. During the financial year 2023-24, METI received the following awards and recognitions:

    (i) Best Participant Award for METI on National Maritime Day Celebrations (NMDC) by MMD, Kochi.

    (ii) A1 Grade by LR Class on behalf of the Directorate General of Shipping in the CIP Audit, received for the consecutive second time.

Employee Welfare Measures

39. Employee Welfare Crowd Funding Scheme – CSL has launched an Employee Welfare Crowd Funding Scheme "Cochin Shipyard Employees Parivar Pariraksha Yojana (SEPPY)" in order to support the bereaved family of an employee at the event of death of an employee. The scheme operates in such a way that an amount of ₹600/- will be collected from each employee on the rolls of the Company in the event of death of a regular employee. As per the scheme, the Company will provide financial support at the rate of 1.5 times of fund collected through employee crowd funding, subject to a limit of ₹15,00,000/- in the event of each natural death case. The maximum benefit provided to the dependents through the scheme shall be ₹25,00,000/-.

40. Enhancement of relief under Cochin Shipyard Employees Mutual and Public Welfare Trust (CSEMPWT) – CSL enhanced the financial death relief to ₹8,00,000/- and funeral expenses to ₹25,000/- to the dependents of the members of the trust at the event of death of an employee.

41. Welfare assistance & special casual leave for the care of differently abled children – CSL is granting monthly welfare assistance of ₹4,500/- to all permanent employees who are having differently abled wards. They are also given time off for taking care of the ward in emergency situations limited to a maximum of 5 special casual leaves in a calendar year.

42. SEAWISE – An employee counseling scheme "Shipyard Emotional Assistance and Wellness Inclusion System for Employees (SEAWISE)" is in place in CSL with the support of Rajagiri College of Social Sciences, Kochi as a part of caring the emotional wellness of employees and their dependents. The counseling is imparted through telephonic and face to face mode. The scheme covers all permanent employees of CSL and their dependents, contract employees, trainees and CISF personnel in CSL unit.

43. Modified CSL Medical Assistance Scheme – CSL has modified the medical assistance scheme for employees by empanelling 33 hospitals (Super-specialty/ multi-specialty/ specialty and other-specialty hospitals) in Ernakulam District for the treatment of CSL employees and their eligible dependent family members. The expenses towards the inpatient/ day care treatment availed at these 33 empanelled hospitals shall be settled directly by CSL to the hospital. Medical ID Cards with details of employees and dependents has been issued to all employees for the purpose of identification at empanelled hospitals. In the

case of hospitals outside Ernakulam district, the admissible treatment expenses shall be reimbursed to the employees.

44. CSL Rudder Actionable Insights, Informed Decisions – As a part of the new digital transformation initiatives, a new mobile application had been developed and launched. The application is offering a bunch of new facilities to CSL users. The application can be used by both internal users like all permanent staff including officers, supervisors and workmen and external users like retired employees etc. Employee profile, attendance details, salary slips, leave details, medical claims status, dependents information, loan details, PF data, capture reporting time etc., are some of the features included in Rudder application.

45. Infertility treatment scheme was launched in the year 2020 for providing reimbursement of medical expenses incurred for infertility treatment for all permanent employees. An amount not exceeding ₹1,00,000/- per cycle or the actual cost whichever is lower is permitted for reimbursement and the same will be allowed upto maximum of three fresh cycles with prior approval. Special Leave for maximum 10 days in a year and maximum of 20 days are being granted during the service of an employee who undergo procedures as part of infertility treatment. Total 26 employees were granted permission to avail the benefits under this scheme as on March 2024.

46. National Pension System (NPS) was introduced in CSL in order to facilitate contributory pension scheme for all permanent employees. CSL is contributing 10% of the wages (Basic + DA) to the individual account of the employees, as employer contribution from April 2021 onwards. The scheme provides attractive income tax benefits to the employees and also ensures a hassle-free life post retirement.

47. CSL introduced paternity leave in the year 2019 to male employees of the Company including for valid adoption of a child below the age of one year.

48. CSL as a 'people first and people caring organisation' felt the necessity to support the employees availing leaves owing to rare and extra ordinary circumstances such as treatment for cancer, organ failure and organ transplantation. From the calendar year 2023, 180 days of Special Leave during the service period has been sanctioned to all regular employees for undergoing treatment of cancer like surgery, chemotherapy or organ failure or donation of organ. There are also cases reported where the dependents of employees are in the similar situation and the employees have to avail leave to take care of them. As a support for the ailing family members, special leave can also be availed by employees for the days required for chemotherapy, organ transplantation of their dependents.

49. It has also been noted that a number of CSL employees are donating blood to the needy as a noble act, and a life-saving gesture. All regular employees are also allowed to avail Special Leave for one day for donating blood, subject to a maximum of three occasions in a year.

Encouraging Thought Provoking Ideas

50. 'Nethruthwa Samvriddhi Yojana' – Leadership Acceleration Programme (LEAP) was launched in the year 2016 to encourage and motivate executives in the grades E1 to E4 for pursuing higher studies in premier institutes both in India and abroad. The core benefit under the scheme is not only a grant of study leave for two years, but reimbursement of tuition fees, in installments after they come back and join for duty. A maximum of three applicants are considered on a yearly basis under LEAP scheme.

51. Mentor-Mentee scheme was launched in the year 2016 for ensuring personalised special attention by a senior executive. This collaboration gives junior executives, who are freshers, a feeling of engagement, belongingness and significant improvement in the inter and intra personal relationship in the organisation which lead to better retention.

Professional Assessments

52. Through an elaborate competency mapping exercise, four cultural competencies namely teaming, execution excellence, constraint breaking and continuous learning have been identified for CSL. These cultural competencies have been incorporated in all HR sub systems like recruitment, training, performance management, career development etc.

Status on Affirmative Action to Implement Presidential Directives on Reservations

53. Cochin Shipyard has been strictly complying with the Presidential directives and guidelines on reservation for Scheduled Caste (SC)/ Scheduled Tribes (ST)/ Other Backward Classes (OBC)/ Economically Weaker Sections (EWS) and Persons with Benchmark Disabilities (PwBD) issued by the Government of India from time to time. The Company has appointed separate liaison officers for SC/ ST/ OBC/ EWS/ and Ex-Servicemen/ PwBD to oversee the implementation of reservation policies. Reservation percentage is ensured through the maintenance of post-based roster system as prescribed by the Government of India.

Representation of SC/ ST/ OBC/ EWS, Persons with Benchmark Disabilities (PwBD) and Minority Employees

54. The representation of SC, ST, OBC, EWS, Persons with Benchmark Disabilities (PwBD) and Minority employees in various groups of posts as on March 31, 2024 is given below:

Category	Total Strength	SC	ST	OBC	EWS	PwBD	Minority
Group A	380	50	20	103	0	9	98
Group B	156	20	8	66	2	1	39
Group C	1192	157	15	596	1	32	292
Group D	405	51	5	267	1	11	101
Total	**2133**	**278**	**48**	**1032**	**4**	**53**	**530**

Provision for Safeguard of Women

55. The Sexual Harassment of Women at Work Place (Prevention, Prohibition and Redressal) Act, 2013 (POSH Act) and Rules framed thereunder are strictly complied with, including constitution of Internal Complaints Committees, which are chaired by senior woman executives. The Company has taken various initiatives for spreading awareness for prevention of sexual harassment including conducting sensitisation programs across the organisation. The Committee has received two complaints during the financial year 2023-24, of which one has been disposed off and the other is pending as on March 31, 2024.

56. CSL has a woman Welfare Officer specifically to promote women empowerment activities and to formulate and implement welfare measures according to the needs of women employees of the Company. CSL celebrated International Women's Day on March 08, 2024 in a very engaging manner.

Integrated Management System (IMS)

57. Cochin Shipyard maintained its Integrated Management System (IMS) under the ISO 9001:2015 Quality Management System, ISO 14001:2015 Environmental Management System and ISO 45001:2018 Occupational Health and Safety Management System standards. It is proposed to implement quality management systems in all the ancillary units of CSL in the forthcoming years.

Facility Upgrade and Capital Expenditure

58. The total capital expenditure incurred in 2023-24 amounted to ₹561.58 Crores. This related to modernisation and expansion, renewals and replacements, new dry dock, ISRF, CMSRU, CKSRU, CANSRU, subsidiaries etc.

Implementation of Official Language Policy

59. In pursuance of sub rule (4) of rule 10 of the Official Language (Use for the Official Purposes of the Union) Rules, 1976, Government of India have notified, in the Gazette of India, that 80% of ministerial staff of the Company have acquired working knowledge/ proficiency in Hindi.

60. In connection with the Hindi Fortnight celebrations, 2023, a “Skill Development Seminar” and “Hindi Quiz competition” were organised on September 27, 2023 for the Hindi graduates and Post graduate students of Ernakulam district. The seminar was mainly organised in two sessions; skill development seminar and quiz competition. Two post graduate students presented a paper presentation on the importance of Hindi language. More than 120 students from various colleges of Ernakulam district actively participated in the seminar with full enthusiasm and zeal.

61. As a special step to help the students to understand the importance and prominence of Official Language Hindi in offices, an internship program in Official Language Hindi has started in CSL. So far, 2 students from CUSAT, Kalamassery, 8 students from Dakshina Bharat Hindi Prachar Sabha, Ernakulam and 5 students from Maharajas College, Ernakulam have successfully completed the 15 days internship program in Official Language Hindi.

62. To initiate the implementation of official language, CSL units and subsidiaries were inspected and guidance and instructions related to official language policy were provided to the senior officers and employees of all the units and subsidiaries through official language management programme.

63. Various competitions in Hindi were organized in connection with Hindi fortnight celebrations 2023 for employees, trainees and employees on contract of CSL and all its units including subsidiary companies. Quiz, calligraphy, passage

reading, administrative terminology, Hindi typing, memory test, Hindi film songs, essay writing and Hindi poem writing etc. were organized in this regard. Further, 15th issue of Hindi house journal, 'Sagar Ratna' was released on the valedictory function of Hindi fortnight celebrations, 2023.

64. In connection with World Hindi Day, an inter-departmental Hindi quiz competition was organized at CSL, Kochi. This competition was organized with the aim of highlighting the importance of Hindi language and making awareness about the official language policy among all the employees. Hindi department personnel organized this competition by personally visiting every person from every department of the shipyard. The quiz consisted of 20 objective type questions of 5 minutes duration. 560 employees actively participated in the competition.

65. Training classes in spoken Hindi for other units commenced from March 10, 2023 onwards for two months. A total of 18 employees actively participated in the training sessions. Fifth batch of spoken Hindi commenced in the month of November 2023, a total of 36 employees are actively participating in the said course.

66. An official language induction programme was organized for the newly recruited executive trainees in order to create an awareness regarding the official language. The main aspects related to the role and responsibilities of officers in the field of official language implementation were discussed. 30 executives ensured their successful participation.

67. Second batch of noting and drafting classes for the clerical employees was started. Classes was for two months. The classes were successfully completed in the month of September 2023. A total of 12 employees ensured their active participation in this programme.

68. Six Hindi Workshops and four Official Language Implementation Committee meetings (OLIC) were conducted during the year.

69. During the year 2023-24, cash incentives for children of employees for obtaining high marks in Hindi in 10th standard were awarded to 28 children. 86 employees were also awarded cash incentives for the implementation of Hindi language.

70. As a social commitment, to attract school students more towards Hindi language, providing Hindi books in government schools/ institutions was initiated. During the year under report, Hindi books worth ₹5,000/- were provided to Alangad Kendriya Hindi Mahavidyalaya, Ernakulam.

Particulars of Employees and Related Disclosures

71. In accordance with Ministry of Corporate Affairs notification no. G.S.R. 463(E) dated June 05, 2015, government companies are exempt from Section 197 of the Companies Act, 2013 and its rules thereof.

Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo

72. Details are placed at **Annexure I**. The Company's major initiative in the conservation of energy was installation of solar panels on the rooftop of various buildings of CSL. The programme commenced in the year 2013-14. As of March 31, 2024, solar power plant having capacity of 1672 kWp has been commissioned in CSL.

Risk Management

73. In line with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, CSL has constituted a Board-level Risk Management Committee (RMC) to oversee the Company's overall corporate risk management. CSL has put in place a comprehensive Risk Management Policy, approved by the Board of Directors at their 214th meeting held on September 16, 2014 and later amended at the 259th Board Meeting held on February 12, 2021. The Company's risk management policy aims to establish a structured and defined process for the identification, assessment, response, monitoring, and reporting of risks.

74. As per the Policy, the CSL Board undertakes overall oversight of the risk management system. The Board periodically reviews the risk management process to ensure that key risks are being properly identified and effectively managed. The CSL management, comprising both Board-level and below-Board-level executives, has been entrusted with the implementation of the risk management process. To this end, CSL has set up functional Risk Management Committees and a Board-level Risk Management Committee to implement the Risk Management Policy across the organization. These committees regularly review the risk management process and the Policy to ensure their continued effectiveness.

75. The diversified product mix of CSL, which includes both defense and commercial shipbuilding, as well as ship repair, provides the Company with a natural hedge against market risks. This diversification helps to mitigate the Company's exposure to fluctuations in any particular market segment, thereby enhancing the overall resilience of the business.

Health, Safety & Environment (HSE)

76. CSL remains steadfast in its commitment to upholding exemplary Health, Safety, and Environment (HSE)

standards, ensuring the safety and well-being of our employees, customers, and stakeholders. Our HSE management system is meticulously crafted to identify and mitigate potential hazards and risks while fostering a culture of continuous improvement in our performance in this domain. We firmly believe that a secure and healthy work environment is indispensable for the overall welfare of our stakeholders.

77. We are delighted to announce a significant increase of 24% in our Organizational HSE Index percentage compared to the preceding year of 2022. This substantial improvement underscores our unwavering focus on HSE and the efficacy of our HSE governance system in mitigating incidents and accidents. Our emphasis on proactive measures over reactive responses is reflected in this Departmental level HSE Index, which benchmarks our HSE performance, affirming our commitment at functional levels.

78. At CSL, our workforce is equipped with the requisite skills and knowledge to effectively manage HSE risks and ensure compliance with pertinent laws and regulations. We invest substantially in regular HSE training and competency assessments to ensure that our employees possess the necessary skills to execute their responsibilities safely. Recognizing our employees as our most valuable asset, we prioritize providing them with the essential HSE competencies. Through various training and development initiatives, we continuously enhance their HSE knowledge and skills, ensuring alignment with the latest HSE practices and regulations.

79. The Frequency rate of CSL for the year 2023 stands at 0.32. This metric is closely monitored as a pivotal indicator of our HSE performance. We attribute this achievement to our proactive approach and the enhancements in our overall reporting culture.

80. CSL meticulously evaluates its subcontractors based on their HSE performance and mandates adherence to our rigorous HSE policies and standards. We collaborate closely with our subcontractors, ensuring they are equipped with the requisite resources and training to execute their tasks safely. Continuously monitoring their HSE performance, we provide constructive feedback to facilitate improvement. Recognizing the significance of subcontractors' HSE performance, we have implemented a robust evaluation process to ensure alignment with our HSE standards and regulations.

81. HSE Star rating represents annual performance of CSL subcontractors in terms of Health, Safety and Environment aspects. It is calculated for firms employing 20 or more staff in the Yard on a calendar year basis. These ratings, ranging from blossom star to five star, are a testament to the rigorous standards upheld by our subcontractors. Approximately 40% of contractors have been elevated to the HSE star rating category in the last three years, demonstrating a significant improvement in HSE performance across our operations.

82. Our commitment to maintaining elevated HSE standards and ensuring the safety and well-being of our employees, customers and stakeholders remains unwavering. We take pride in our HSE performance during the year and persistently strive for enhancement. Our dedication to investing in our HSE management system and fostering a robust HSE culture across our organization persists. We reaffirm our commitment to sustaining a safe and healthy work environment while consistently improving our HSE performance, recognizing that our endeavors in HSE not only benefit our employees but also resonate positively with our customers, communities and the environment.

83. We are proud to have received the following HSE awards during the year, recognizing our outstanding performance in this area.

    (i) Kerala Industrial Safety Awards 2023 – Sub Category II Winner;

    (ii) National Safety Council (Kerala Chapter) – Awards for Outstanding Safety Performance ‘Sreshta Suraksha Puraskar’ – Very Large Factories – Engineering; and

    (iii) National Safety Council (Kerala Chapter) – Award for factories having contractor safety management system – First.

84. Further, the officials of CSL secured Kerala Industrial Safety Awards 2023 in the category of Best Statutory Safety Officer and Best Statutory Welfare Officer. Further, prizes awarded by National Safety Council (Kerala Chapter) for the categories viz., ‘Safety Short Story competition (English) – Industrial employees’, ‘Safety Slogan competition (Malayalam) – Industrial employees’, ‘Safety Quiz’ and ‘Tool Box Talk’ were secured by CSL Officials.

85. These accolades serve as a testament to CSL's unwavering commitment to excellence in HSE practices and underscore our dedication to fostering a safe and secure work environment.

Industrial Security

86. CSL is a vital organisation with national importance and is classified as special security zone by both State and Central Government and the security of establishment has got national importance. The primary security of the establishment is entrusted with Central Industrial Security Force (CISF) unit comprising of 161 CISF personnel under the command of Dy. Commandant, CISF. Overall security

of the Company continued to be robust without causing any serious security concern during the year. All security systems and measures introduced and installed in the Company are of international standards. Periodic joint survey was conducted by the Company along with CISF. Twenty-four hours waterfront patrolling with armed personnel and wireless surveillance (CCTV) system covering all critical locations and installations are in place. The periodic mock drill exercises are conducted in coordination with Intelligence Bureau, State Police, State Fire Department, Bomb Squad and Navy to assess the readiness of CISF force to counter any security threat, security breach, crisis or calamities.

87. CSL has been accorded status of Sub-AUA under C-DAC, Mumbai by UIDAI in October 2023 and has commenced the process of Aadhaar based verification under Aadhaar Act for identification of persons prior to issuing of entry passes. This process helps in eliminating the impersonations from gaining access to CSL.

88. Further, CSL is implementing an integrated security system through Bharat Electronics Limited (BEL), Bangalore aimed at enhancing surveillance, access control and visitor management within the Yard. The system is anticipated to become operational in the fiscal year 2024-25.

89. CSL has also engaged DGR sponsored ex-servicemen security agency for supplementing existing forces mainly catering to external properties of CSL and also internal specific locations, comprising of 82 personnel.

Awards and Recognitions

90. During the financial year 2023-24 CSL received the following awards and recognitions:

    (i) CSL was upgraded from 'Schedule B' to 'Schedule A' CPSE by the Government of India. This is a significant milestone for CSL.

    (ii) CSL was honoured with meritorious PMA National Award 2023 in the category of 'Project Excellence' for the remarkable feat of construction of the Indigenous Aircraft Carrier 'INS Vikrant', India's largest warship.

    (iii) CSL was honoured with Maritime Excellence Award during INMEX SMM India Summit in recognition for its commitment towards sustainable solutions and the stellar performance in shipbuilding, under the category, 'Shipbuilding Company of the Year'.

    (iv) CSL was honoured with the Maritime Excellence Achievers' Award for being the Best in the Industry under the category 'Ship Building and Repair' during the Global Maritime India Summit (GMIS) 2023.

    (v) CSL was upgraded to "GreenCo Gold" ratings from "GreenCo Silver" ratings by the Confederation of Indian Industry.

    (vi) CSL received the KMA CSR Award 2024 for Social Inclusion.

    (vii) CSL bagged the Best Implementation Award for the Official Language in Region 'C' from the Ministry of Ports, Shipping and Waterways.

    (viii) CSL received the First Prize for the implementation of Official Language from Kochi Town Official Language Implementation Committee (TOLIC) among the companies having more than 200 administrative employees.

    (ix) CSL received the Second Prize for the Hindi Home Magazine 'Sagar Ratna' from Kochi TOLIC (PSUs).

    (x) CSL was the Overall Champion for the Joint Hindi Fortnight celebrations, 2023.

    (xi) CSL was the Winner of the Kerala Industrial Safety Awards 2023 – Sub Category II

    (xii) CSL bagged the Award for Outstanding Safety Performance 'Sreshta Suraksha Puraskar' under the category Very Large Factories – Engineering from the National Safety Council (Kerala Chapter).

    (xiii) CSL bagged the First prize from National Safety Council (Kerala Chapter) under the category Award for factories having contractor safety management system.

Board of Directors' & Key Managerial Personnel

91. As on March 31, 2024 the Board of CSL comprises of 12 directors consisting of a Chairman & Managing Director, 3 Whole Time Directors, 2 Part-time official (Nominee) Directors, one each from Government of India and Government of Kerala and 6 Non-official (Independent) Directors. However, w.e.f May 02, 2024, Shri Prithiviraj Harichandan (DIN: 01351097) ceased to be a Non-official (Independent) Director of the Company consequent to his resignation on account of him contesting for the Odisha Legislative Assembly.

92. Details of changes in Key Managerial Personnel during the financial year 2023-24 are given below:

Sl. No.	Name	DIN	Designation	Date of Appointment	Date of Cessation	Remarks
1.	Shri Madhu Sankunny Nair [(1)]	07376798	Chairman & Managing Director	January 01, 2016	Continuing	No Change
2.	Shri Bejoy Bhasker	08103825	Director (Technical)	April 05, 2018	Continuing	No Change
3.	Shri Jose V J	08444440	Director (Finance)	August 01, 2019	Continuing	No Change
			Chief Financial Officer	August 13, 2019		
4.	Shri Sreejith K Narayanan	09543968	Director (Operations)	July 21, 2022	Continuing	No Change
5.	Shri Syamkamal N	N.A.	Company Secretary & Compliance Officer	February 01, 2020	Continuing	No Change

[(1)] Shri Madhu Sankunny Nair, whose office as Director was liable to retire by rotation and being eligible was reappointed as the Director of the Company at the 51st Annual General Meeting (AGM) of the Company held on September 28, 2023.

Declaration and Meeting of Independent Directors

93. During the financial year 2023-24, the Company has received declarations from all the Independent Directors of the Company confirming that they meet the criteria of independence as prescribed under the Companies Act, 2013. A separate meeting of Independent Directors was held during the financial year on November 06, 2023 which was attended by all the Independent Directors of the Company.

Details of Board Meetings held during 2023-24

94. Five Board Meetings were held during the year 2023-24 and the gap between two meetings did not exceed the statutory period. The dates on which the Board Meetings were held along with the attendance of Directors therein, are as follows:

Sl. No.	Date	Board Strength	No. of Directors present
1.	April 29, 2023	12	12
2.	May 19, 2023	12	11
3.	August 11, 2023	12	10
4.	November 07, 2023	12	11
5.	January 30, 2024	12	11

95. For more details with respect to the Directors, Board and Committee meetings held during the year and attendance of these meetings, refer Corporate Governance Report which forms part of Directors' Report.

Remuneration Policy/ Evaluation of Board's Performance

96. Cochin Shipyard is a Government of India company under the Ministry of Ports, Shipping and Waterways. Presently, the Directors of the Company are presidential appointees and their remuneration is fixed in accordance with the DPE guidelines. Accordingly, Article 21(a) of the Articles of Association of CSL states that, President will appoint Directors and determine their remuneration. Since, the Board level appointments are made by President of India, the evaluation of performance of such appointees is also done by the Government of India. However, during the year, Non-official (Independent) Directors had separately met on November 06, 2023 without the attendance of non-independent directors and members of management. All Non-official (Independent) Directors were present at the meeting. The meeting evaluated the performance of the Chairperson, Non-Executive Directors and the Board as a whole and expressed full satisfaction for the same. The Board also evaluated the Non-official (Independent) Directors of the Company vis-à-vis their performance and fulfilment of the independence criteria and found the same to be satisfactory.

Report of the Nomination & Remuneration Committee on Company's Policy on Directors' Remuneration

97. Presently, the remuneration of Board level appointees is determined in accordance with DPE guidelines. CSL at its 228th Board meeting held on December 14, 2016 adopted the Nomination and Remuneration Policy in compliance with the provisions of Section 178 of the Companies Act, 2013. CSL in its 241st Board meeting held on May 24, 2018 and further in its 245th Board meeting held on October 31, 2018 amended the Policy. The Policy is available in the website of the Company at https://cochinshipyard.in/investor/investor_titles/68.

Directors Responsibility Statement

98. Your Directors state that:

    (a) in the preparation of the annual accounts for the year ended March 31, 2024, the applicable accounting standards read with requirements set out under Schedule III to the Companies Act, 2013 have been followed and there are no material departures from the same;

    (b) the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2024 and of the profit of the Company for the year ended on that date;

    (c) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

    (d) the Directors have prepared the annual accounts on a 'going concern' basis;

    (e) the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and

    (f) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

Contracts and arrangements with related parties

99. In line with the provisions of the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has put in place a Policy for dealing with the related party transactions and the same is available in the website of the Company at https://cochinshipyard.in/investor/investor_titles/68.

100. During the year under review, all transactions entered into with related parties were approved by the Audit Committee. Prior omnibus approval of the Audit Committee and the Board is obtained for the transactions which are foreseeable and of a repetitive nature. All related party transactions are placed on a quarterly basis before the Audit Committee and the Board for review.

101. All contracts, arrangements and transactions entered into by the Company with related parties during the financial year 2023-24 were in the ordinary course of business and on an arm's length basis. No related party transactions have been entered into by the Company during the year under review which attracted the provisions of Section 188 of the Companies Act, 2013. Therefore, the disclosure of related party transactions as required under Section 134(3)(h) of the Companies Act, 2013 in Form AOC-2 is not applicable for the financial year 2023-24 and hence does not form part of this Report. Further, your Directors draw attention of the members to Note 53 to the standalone financial statements which set out related party disclosures as per Indian Accounting Standard (Ind AS) 24.

Corporate Social Responsibility and Sustainable Development Committee (CSR & SD Committee)

102. As on March 31, 2024, CSR & SD Committee comprises of Shri Nahar Singh Maheshwari (DIN: 09419082), Non-official (Independent) Director as Chairperson, Smt. Amrapali Prashant Salve (DIN: 09415405), Non-official (Independent) Director, Shri Bejoy Bhasker (DIN: 08103825), Director (Technical) and Shri Jose V J (DIN: 08444440), Director (Finance) as members.

103. The Corporate Social Responsibility and Sustainable Development (CSR & SD) Committee has formulated and recommended to the Board, a Corporate Social Responsibility Policy (CSR Policy) indicating the activities to be undertaken by the Company, which has been approved by the Board. The CSR Policy can be accessed on the Company's website at the link https://cochinshipyard.in/csr/aboutus#parentVerticalTab3.

104. Cochin Shipyard started CSR activities in the year 2010-11 based on the guidelines issued by the Department of Public Enterprises (DPE) applicable to Government Companies. CSL has put in place an effective CSR Policy and implementation machinery. The CSR implementation machinery consists of a three tier system; Tier I CSL Board, Tier II CSL Board Level CSR Committee consisting of four members of the Board, chaired by an Independent Director and Tier III CSL CSR Executive Committee consisting of senior level executives across various departments of the Company.

105. During the year 2023-24, the Company could engage in meaningful CSR initiatives that received appreciation both within Kerala and also nationally.

106. The Company has spent ₹14.44 Crores against the target mandatory CSR spending of ₹13.69 Crores (after adjusting the excess spent during the financial year 2022-23)

for the financial year 2023-24. "Health & Nutrition" has been adopted as common theme for undertaking CSR activities by CSL for the year 2023-24.

107. The Annual Report on CSR activities is placed at **Annexure II**.

Audit Committee

108. As on March 31, 2024, the Audit Committee of CSL comprises of Shri Prithiviraj Harichandan (DIN: 01351097), Non-official (Independent) Director as Chairperson, Shri Ashok Sharma (DIN: 09414565), Non-official (Independent) Director and Shri Abhijit Biswas (DIN: 09419083), Non-official (Independent) Director as members. However, consequent to the resignation of Shri Prithiviraj Harichandan (DIN: 01351097) on May 02, 2024, the Audit Committee was reconstituted as below:

   (i) Shri Abhijit Biswas, Non-official (Independent) Director, Chairperson;

   (ii) Shri Ashok Sharma, Non-official (Independent) Director, Member; and

   (iii) Shri Nahar Singh Maheshwari, Non-official (Independent) Director, Member.

109. All recommendations of the Audit Committee were accepted by the Board of Directors. Particulars regarding the Audit Committee are provided under the section 'Board Committees' in the Report on Corporate Governance.

Corporate Governance

110. The Company is committed to maintaining the highest standards of corporate governance and has put in place an effective corporate governance system. The Company complies with the applicable regulations of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and also the Guidelines on Corporate Governance issued by the Department of Public Enterprises. The Company submits its progress reports on corporate governance within 15 days from the close of each quarter to the Administrative Ministry viz., Ministry of Ports, Shipping and Waterways as recommended by the DPE in this regard. The Report on Corporate Governance forms part of the Directors' Report.

Management Discussion and Analysis

111. A separate section 'Management Discussion and Analysis Report' has been included in the Annual Report and the same forms part of the Directors' Report.

Internal Financial Controls

112. The Company has in place adequate internal financial controls with reference to financial statements. During the financial year 2023-24, the Company has engaged M/s. Varma & Varma, Chartered Accountants for reviewing the adequacy of the Internal Financial Controls and to ensure that proper and adequate systems are in place for compliance with the provisions of all applicable laws. Further, the scope of the internal audit also included the review as to whether the laid down internal controls are followed and assessment as to whether such internal controls are adequate and are operating effectively. Such controls were tested and no reportable material weakness in the design or operation was observed.

113. In order to provide for functional autonomy, the Company has a system wherein financial powers of the Board of Directors are delegated to the CMD. These powers are further sub-delegated to officers at various levels for smooth and efficient day to day functioning. An independent internal audit mechanism is in place for conducting extensive audit of various operational and financial matters. Compliance Audits are also being carried out by C&AG on a yearly basis.

114. The Board of Directors/ Audit Committee also looked into the internal control system, Company procedures and internal audit performance and reports. The Company has implemented an integrated ERP System (SAP) since July 2014 and upgraded the same to the latest version S/4HANA from April 2022, which is enabling better management control.

Statutory Auditors

115. M/s. Anand & Ponnappan (Firm Registration No. 000111S), Chartered Accountants, Kochi were appointed as the Statutory Auditors of the Company by the Comptroller & Auditor General of India for the year 2023-24. The shareholders have delegated the power to fix the remuneration of Statutory Auditors to the Board and accordingly, the same has been fixed by the Board.

Auditors Report

116. M/s. Anand & Ponnappan, Statutory Auditors have submitted their report on the standalone and consolidated financial statements of the Company for the financial year ended March 31, 2024, on May 24, 2024. The Report does not contain any qualification, reservation or adverse remark or disclaimer.

Comments of C&AG

117. The comments of the Comptroller and Auditor General of India (C&AG) under Section 143(6)(b) of the Companies Act, 2013 is placed at **Annexure III**. The comment of the C&AG is emanating from the Auditors' Report issued on the standalone financial statements of the Company regarding non-reporting of Shipbuilding Financial Assistance Scheme in their report as part of the directions issued by the C&AG to Auditors. The Auditors' response to the said comment is also included alongside the C&AG comments for easy reference. The comments of the C&AG and the Auditors' response thereon are self-explanatory.

Cost Auditors

118. The Company maintains cost records with respect to its shipbuilding activities as required under Section 148(1) of the Companies Act, 2013. The Board has appointed M/s. Rajendran Mani and Varier, Cost Accountants (Firm Registration No. 000006), Kochi, as the Cost Auditors for conducting the audit of cost records of the Company for the financial year 2023-24. The remuneration of Cost Auditor for the financial year 2023-24 was ratified by the shareholders at the 51st AGM held on September 28, 2023.

Secretarial Auditor

119. The Board has appointed M/s. SVJS & Associates, Practicing Company Secretaries, to conduct Secretarial Audit for the financial year 2023-24. The Secretarial Audit Report for the financial year ended March 31, 2024 is placed at **Annexure IV**. There is no qualification, reservation or adverse remark or disclaimer in the Secretarial Audit Report.

Internal Auditor

120. The Board has appointed M/s. Krishnamoorthy & Krishnamoorthy, Chartered Accountants, Kochi, to conduct Internal Audit for the financial year 2023-24.

Annual Return

121. The annual return of the Company as required under Section 92(3) of the Companies Act, 2013 is available in the website of the Company at https://cochinshipyard.in/investor/investor_titles/55.

Investor Services

122. The shares of the Company are listed in BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE"). CSL has paid listing fees to BSE and NSE on time. Link Intime India Private Limited are the Registrar & Transfer Agents in respect of these equity shares.

123. Further, 1,000 nos. of 8.51% Tax Free, Secured, Redeemable, Non-Convertible Bonds in the nature of Debentures issued on private placement basis having face value of ₹10 Lakhs each fully paid up amounting to ₹100 Crores, was matured and redeemed on December 02, 2023. As on March 31, 2024, 8.72% Tax Free, Secured, Redeemable, Non-Convertible Bonds of only ₹23 Crores is outstanding for CSL, which will be matured in March 2029. The said bonds are fully dematerialized with both the depositories, NSDL and CDSL and are listed on Wholesale Debt Market ("WDM") segment of BSE. During the year India Ratings and Research (Ind-Ra) and Care Ratings reaffirmed its ratings of CSL instruments of IND AAA/ Stable and CARE AAA/ Stable respectively. CSL has paid the listing fees to BSE on time in respect of the bonds. Link Intime India Private Limited is the Registrar & Transfer Agents and SBICAP Trustee Company Limited is the Debenture Trustees in respect of the bonds.

Vigilance

124. The Vigilance Department of Cochin Shipyard Limited performs various preventive vigilance activities, creating awareness about vigilance among all employees and pro-active vigilance, undertaking investigations in cases related to punitive vigilance and conducting surveillance and detection initiatives. The vigilance department strives to ensure transparency and equity, bringing efficiency to the system and competitiveness in all procurements. Important Central Vigilance Commission (CVC) guidelines are discussed with the heads of departments for strict compliance. For preventive vigilance, emphasis is given to vigilance sensitization among the officers and supervisors.

125. Strengthening Vigilance Capabilities – Dr. C. Pandi Selva Durai, IOFS, serves as the full-time Chief Vigilance Officer, leading the Vigilance Department. The department also includes a Vigilance Officer (DySP rank police officer from Kerala Police) on deputation to CSL, two CSL officers, and three supporting staff. The Chief Vigilance Officer also oversees the vigilance functions of CSL's wholly owned subsidiaries, Hooghly Cochin Shipyard Limited (HCSL) and Udupi Cochin Shipyard Limited (UCSL).

126. Systemic Improvements and Inspections – The Vigilance Department conducted intensive type examinations and recommended various systemic improvements based on the findings. CVC-type inspections were carried out on select major works and procurements in the Civil Department, Ship Building, and Ship Repair divisions.

During the financial year, the department monitored various contracts and audit reports, and also conducted surprise/ periodic inspections in different operational areas, suggesting corrective actions wherever necessary. All reports to the CVC were submitted on time.

127. Vigilance Awareness Initiatives – As a prelude to Vigilance Awareness Week 2023, a three-month campaign was organized from August 16, 2023, to November 15, 2023, focusing on various activities to enhance vigilance awareness and sensitization among officers and supervisors. The Vigilance Awareness Week was also observed in a befitting manner during October – November 2023.

Right to Information Act

128. In order to promote transparency and accountability, your Company has implemented the provisions of the Right to Information (RTI) Act, 2005 in its true letter and spirit and an appropriate mechanism has been set up in the Company with a dedicated centralised RTI Cell to provide information to the citizens under the provisions of this Act. All the RTI requests and the appeals received both online and offline during the year 2023-24 have been processed and information was provided in a time bound manner as stipulated in the Act.

129. There have been no instances of non-compliance by the Company. No penalties or strictures were imposed on the Company by any statutory authority during the last three years with respect to RTI.

Vigil Mechanism

130. The Cochin Shipyard Vigil Mechanism and Whistle Blower Policy of CSL adopted by the Board of Directors at their 228th Meeting held on December 14, 2016 was functioning as the Vigil Mechanism of CSL. Further, in line with the guidelines on Corporate Governance for Central Public Sector Enterprises issued by the Department of Public Enterprises, CSL had adopted Fraud Prevention and Detection Policy at the 214th Board Meeting held on September 16, 2014. Since the larger objective of both policies was similar, CSL adopted a combined policy viz., Whistle Blower and Fraud Prevention Policy at the 252nd Board Meeting held on November 12, 2019. The Whistle Blower and Fraud Prevention Policy of CSL is available at the link https://cochinshipyard.in/investor/investor_titles/68.

Details of frauds reported by Auditors under Section 143

131. Nil.

Particulars of loans, guarantees or investments

132. During the year under Report, the Company has not

(a) given any loan to any person or other body corporate;

(b) given any guarantee or provided security in connection with a loan to any other body corporate or person; and

(c) acquired by way of subscription, purchase or otherwise, the securities of any other body corporate, as prescribed under Section 186 of the Companies Act, 2013, except as stated below:

Name of the Company	Description of Investment	Amount (₹ Crores)
Hooghly Cochin Shipyard Limited	Equity Shares by way of Rights Issue	44.00
Udupi Cochin Shipyard Limited (Formerly Tebma Shipyards Limited)	Equity Shares by way of Rights Issue	18.00

Note: During the year under Report, 4,40,000 Unsecured Redeemable Non-Convertible Debentures of face value ₹1,000/- each issued by Hooghly Cochin Shipyard Limited to CSL at a coupon rate of 6.50% per annum for a tenor of 60 months, was matured and redeemed.

Material changes and commitments

133. No material changes and commitments, affecting the financial position of the Company, have occurred between the end of the financial year of the Company and the date of this Report.

Details of change in nature of business

134. There has been no change in the nature of business of the Company during the year under report.

Deposits

135. Your Company has not accepted any deposits from the public under Chapter V of the Companies Act, 2013.

Secretarial Standards

136. The Company has complied with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India.

Significant and Material orders

137. No significant and material orders were passed by the regulators or any courts or tribunals impacting the going concern status of the Company and affecting its operations.

Proceedings under Insolvency and Bankruptcy Code, 2016

138. There was no application made or proceeding pending against the Company under the Insolvency and Bankruptcy Code, 2016 (IBC) during the year under review.

Business Responsibility and Sustainability Report

139. The Securities and Exchange Board of India (SEBI) has mandated inclusion of Business Responsibility and Sustainability Report ("BRSR") as part of the Annual Report for top 1000 listed entities based on market capitalization. The Company has provided BRSR in the prescribed format which forms part of the Annual Report. BRSR indicates the Company's performance against the principles of the 'National Guidelines on Responsible Business Conduct'. This would enable the Members to have an insight into environmental, social and governance initiatives of the Company.

Other Statutory Disclosures

140. No disclosure or reporting is made with respect to the following items, as there were no transactions during FY 2023-24.

- There was no issue of equity shares with differential rights as to dividend, voting or otherwise;
- There was no issue of equity shares (including sweat equity shares) to employees of the Company under Employees Stock Option Scheme;
- The Company does not have any scheme or provision of money for the purchase of its own shares by employees or by trustees for the benefits of employees;
- There was no instance of one-time settlement with any Bank or Financial Institution;
- Directors of the Company have not received any remuneration or commission from any of its subsidiaries;
- The Company has not failed to implement any corporate action; and
- There was no revision of financial statements and/ or Directors' Report of the Company under Section 131 of the Companies Act, 2013.

Acknowledgement

141. The Board of Directors places on record their deep appreciation for the unwavering support and guidance extended by the Hon'ble Union Minister for Ports, Shipping and Waterways and all officials of the Ministry of Ports, Shipping and Waterways. The Board would also like to express its heartfelt gratitude for the co-operation and assistance received from various offices of the Government of India, Government of Kerala, Government of West Bengal, Government of Karnataka, Government of Maharashtra, Andaman and Nicobar Administration, various local bodies, the Comptroller & Auditor General of India, Statutory Auditors, Secretarial Auditors, Cost Auditors, Internal Auditors and the Bankers.

142. Further, the Board extends sincere thanks to our valued Shareholders, Investors, Customers, Suppliers and Sub-contractors for their continued support. The Board also recognize and appreciate the dedication and commitment of all employees of Cochin Shipyard Limited and its subsidiaries.

For and on behalf of the Board of Directors

Madhu Sankunny Nair
Chairman & Managing Director
DIN: 07376798

Kochi
August 27, 2024

Annexure I

A. Conservation of Energy

a. Steps taken or impact on conservation of energy during the year 2023-24.	**Steps Taken** • Replacement of conventional rotor resistance speed control for Hoist for 50 T OBE LLTT crane at Building Dock Port Side with Variable Frequency Drive. • Installed sensor-based lighting control in ship repair store. • Replaced high pressure mercury vapour light fittings with energy efficient LED light fittings at various locations like shops, wielding skid, gantry cranes etc. • Electrification of new buildings is carried out with LED lights instead of conventional discharge lamps. • Replacement of old LED lights with new ones having higher efficiency. • Provided VRF air-conditioning system at office buildings. • Use of energy efficient BLDC/ 5 star fans instead of ordinary ceiling fans. • Replacement of conventional man coolers with BLDC type man coolers for improved energy efficiency. • Leakages in the compressed air distribution system and other industrial gas lines are regularly monitored and rectified. • Power factor is continuously monitored and maintained near unity. • Switching off Main Air Compressor during lunch break. • Displayed energy saving stickers & posters, conducted seminar and quiz competition for inculcating awareness among employees for energy conservation aimed at optimum use of electric power. **Impact** Energy saving is approx. 4.44 Lakhs units per annum with the implementation of measures specified above.
b. Steps taken for utilizing alternate sources of energy.	• Installed 9 nos. of solar powered EV charging docks at various locations across the Yard. • Installed 30 kWp solar power plant on rooftop of Employees' Quarters (G+13), Panampilly Nagar. • 21.47 Lakhs units of energy were generated from existing solar power plants of capacity 1672 kWp during the year 2023-24. • Purchased 8.04 Lakhs units of renewable energy through Open Access (Green Day Ahead Market).
c. Capital investment on energy conservation equipments.	• An amount of approximately ₹78 Lakhs have been invested for implementation of energy conservation measures specified above.

B. Technology Absorption, Adaptation and Innovation

a. Efforts made towards technology absorption.

- Participated in the Model Test Program of SAMSKIP project at Stadt Towing Tank in Norway.
- Collaborated with IIT Madras and MARIN, The Netherlands for the hull form development, optimization of hull form and CFD based power prediction for NGMV project.
- Upgraded NavCad software from standard to premium version with added capabilities.
- NavCad Premium software, which is based on series and regression-based resistance prediction, has been successfully integrated with CAESES software. This coupling will aid in optimizing the hull form in the early stages of design.
- Development of fully parametric and partially parametric hull forms of a Naval vessel and a Container vessel in CAESES software.
- Engaged CUSAT for the Basic research on Hydrodynamics using OpenFOAM software for enhancing the in-house CFD capability using open-source software.
- M-Tech Project Guidance:
  - Guided five (5) M-Tech students on industry-relevant topics from NIT Calicut and CUSAT, enhancing inhouse capability in the domain of structural design and CFD analysis. Respective conference papers presented in IAES 2024 conducted by LPSC (ISRO) and RAID 2024 conducted by NIT Calicut.
- Presented technical paper in International Conference on Advances in Naval and Ocean Engineering (ICANOE) on Integration of green energy sources onboard vessels.
- Workshops/ training sessions attended:
  - 1-day technical session on Hazardous Area installation by DNV.
  - 3-days training programme on Batteries for Maritime Applications by Central Electrochemical Research Institute (CECRI), Tamil Nadu.
  - 3-days training programme on Classification Society rules by IRS.
  - 2-day training session on Handling of high voltage equipment onboard vessels by ABB, Finland.
  - 1-day technical session on Container vessel by DNV.
  - 6-day skill upgradation course on Ship Structural Design and Ship Outfitting by experts from IRS.
  - Procured NUPAS Cadmatic Software for creation of Detail engineering model.
- Hydrogen Fuel Cell Technology adapted to Maritime application by adopting the technology as per IRS class requirements and integrating the fuel cell system onboard BY-150 (Indigenously developed Hydrogen Fuel Cell Ferry Vessel).
- Integration, associated development and supply of underwater temperature measurement system for DRDO.
- Collaborated with IITM and NSTL for the model testing and mathematical model derivation of the ASV vessel.
- Engagement of various strategic technology partners including startups for the development of various indigenous technologies.
- Acquired AUV hardware and software integration skills by closely working with DRDO.
- Presented two conference papers in International Conference on Advances in Naval and Ocean Engineering (ICANOE'23).
- Published one journal paper in Welding international, Taylor & Francis group, CORCON-23 and one in 29th International Conference & Expo on Corrosion.

	• Preliminary design of a customized Centre of Gravity Measurement Device for AUV. • Preliminary design & Implementation of UV based air disinfection system in Indian Naval ship. • Implementation of Digital Twin for predictive maintenance of a critical infrastructure for Indian Naval ship. • Patent filed for LARS (Launch and Recovery System) design. • Conferences/ workshops attended by team members on Autonomous systems, Green technologies in physical, online and Hybrid mode.

b. Efforts made towards Technology Innovation.	• Development of basic design for Next Generation Missile Vessels for Indian Navy.
	• Development of basic design for 50 Pax Hybrid Electric Catamaran Vessels for IWAI.
	• Development of bid design for 500 T Fuel Barge for Indian Navy.
	• Development of bid design for 100 Pax and 200 Pax Cross-channel Ferries for West Bengal TIDC.
	• Development of bid design for Fast Patrol Vessels for Indian Coast Guard.
	• Development of concept design for Patrol Boat for Odisha Fisheries.
	• Development of concept design for 100 Pax Harbour Ferry, 200 Pax Harbour Ferry and 250 Pax Vehicle Ferry for A&N Administration.
	• In-house modelling of Lighting Arrangement using OptiWin-3D software for the MPV project.
	• Analyzed the P&ID of Ballast system for ASW SWC Project using Fluidflow.
	• Performed In-house MCT sizing using Roxtec software.
	• Performed Finite Element Analysis on following projects in 3D Experience SIMULIA:
	  ◦ Foundation structure in way of MF-Star Cooling Unit of IAC.
	  ◦ IAC docking analysis for the new dry-dock.
	  ◦ Structural Analysis of Slave Dock.
	  ◦ Analysis of Spreader Beam for lifting of IWAI Catamaran at HCSL.
	  ◦ Analysis of Lifting Beam for HEAUV.
	  ◦ Design and Analysis of 150 T A-Frame for loading hull blocks.
	• Performed Propeller Open Water CFD analysis in OpenFOAM for Catamaran Ferry.
	• Development of Launch and Recovery system for HEAUV.
	• Design and development of various critical systems for Autonomous Surface Vessel including Command and control station, Radar technology, camera technology and autonomy stack.
	• Design of an active load stabilization system for marine and non-marine cargo handling operations.
	• Design and development of lifting beam for HEAUV.
	• Design and development of an A-Frame crane.
	• In-house design development and implementation of Vessel Automation System through technology partners.
	• In-house design development and implementation of DC Switch Board through technology partners.
	• High level concept design of a ground control station for AUV.
	• Development of Launch and Recovery system for a compact ASV.

Disclosure of particulars in respect of absorption

a. Benefits derived like product improvement, cost reduction, product development or import substitutions.	• Increased flexibility for performing design iterations for developing optimized products by having in-house software codes, FEA, CFD and optimization capability. • Access to clientele and enhanced credibility on account of high quality design solutions. • Enhanced competence in design by collaborating with specialized and leading firms. • Increased flexibility in shop floor for handling heavy equipment by utilizing the customized A-Frame crane. • Indigenous development of critical marine vehicles and related subsystems by collaborating with specialized and leading firms.
b. In case of imported technology (imported during the last three years reckoned from the beginning of the financial year) following information may be furnished.	
i. The details of technology imported.	(i) VME based automation system training kit, Italy. (ii) NUPAS Cadmatic. (iii) NavCad Premium.
ii. The year of import.	(i) 2023-24 (ii) 2023-24 (iii) 2023-24
iii. Whether the technology been fully absorbed	Yes.
iv. If not fully absorbed, areas where absorption has not taken place and the reasons thereof	Not Applicable.
c. Expenditure incurred on Research and Development/ Innovation initiatives	₹2076.65 Lakhs.

C. Foreign Exchange Earnings and Outgo

(₹ in Lakh)

Particulars	2023-24	2022-23
Earnings in Foreign Exchange		
From Shipbuilding	28069.00	27528.05
From Ship repair	274.38	469.26
Total	**28343.38**	**27997.31**
Expenditure in Foreign Exchange		
Materials (CIF Value)	164624.62	33042.98
Design & Documentation	6513.85	5274.85
Service Charge & Others	25193.18	48582.51
Total	**196331.65**	**86900.34**

For and on behalf of the Board of Directors

Madhu Sankunny Nair
Chairman & Managing Director
DIN: 07376798

Kochi
August 27, 2024

Annexure II

Report on Corporate Social Responsibility

1. Brief outline on CSR Policy of the Company

The CSR activities in the Company for the year 2023-24 were undertaken in line with the statutory provisions under the CSR Rules, the guidelines issued by the Department of Public Enterprises for Central PSUs and the CSR Policy of the Company.

As per the CSR Policy of the Company, for administrative convenience, the Company operates the projects under the categories of Minor projects, which are urgent in nature having value of ₹10 Lakhs or less with the approval of Chairman & Managing Director, limited to 10% of total spent. All other projects are categorised as Major projects. 5% of the total spent is earmarked towards administrative overheads, which includes salary, expenditure on training and travel by CSR staff working in the Department.

Theme for the year: Health & Nutrition

2. Composition of CSR Committee

The Corporate Social Responsibility & Sustainable Development (CSR & SD) Committee of the Board recommends the CSR projects from time to time for the approval of the Board. The Composition of the CSR & SD Committee as on March 31, 2024 is given below:

Sl. No.	Name of Director	Designation/ Nature of Directorship	Number of meetings of CSR & SD Committee held during the year	Number of meetings of CSR & SD Committee attended during the year
1.	Shri Nahar Singh Maheshwari (DIN: 09419082)	Non-official (Independent) Director - Chairperson	4	4
2.	Smt. Amrapali Prashant Salve (DIN: 09415405)	Non-official (Independent) Director - Member	4	4
3.	Shri Bejoy Bhasker (DIN: 08103825)	Director (Technical) - Member	4	4
4.	Shri Jose V J (DIN: 08444440)	Director (Finance) - Member	4	4

3. Web-link where Composition of CSR & SD Committee, CSR Policy and CSR projects approved by the Board are disclosed on the website of the Company

Composition of CSR & SD Committee	https://cochinshipyard.in/csr/aboutus#parentVerticalTab4
CSR Policy	https://cochinshipyard.in/csr/aboutus#parentVerticalTab3
CSR projects approved by the Board	https://cochinshipyard.in/csr/aboutus#parentVerticalTab8

4. Executive summary along with web-link(s) of Impact assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014

A brief summary of the impact assessment carried out on applicable CSR projects is given below:

Name and key objectives of the project	Name of the agency that conducted the impact assessment	Impact created
'Thalir' – Building of four model Anganwadis in the Aspirational District of Wayanad, Kerala Nutritional support for kids, lactating/ expecting mothers and adolescent girls, strengthening basic healthcare and promoting overall well-being and development	School of Management Studies, Cochin University of Science and Technology (CUSAT), Kochi	• Improved infrastructure resulted in increase in attendance rates of kids, lactating/ expecting mothers and adolescent girls. • Impetus to achieving better nutrition, health and education to kids and adolescent girls.
Jijamata Hospital and Women's Healthcare Center – Building of hospital and womens' healthcare centre and providing a hospital on wheels at Sindhkhed Raja, Buldana, Maharashtra Support the primary healthcare ecosystem of the region by providing affordable medical care services for the rural population in Sindhkhed Raja and the adjoining areas.	School of Management Studies, Cochin University of Science and Technology (CUSAT), Kochi	• Access to affordable secondary level medical care for the rural poor in the remote region resulting in positive transformation in people's lives. • Offers medical services at a lower cost compared to regional alternatives. • Significant impact on improving quality of life.

The full report can be accessed from the link https://cochinshipyard.in/csr/aboutus#parentVerticalTab6.

5. (a) Average net profit of the Company as per sub-section (5) of section 135 of the Companies Act, 2013 ("Act") : ₹68,449.45 Lakhs

(b) Two percent of average net profit of the Company as per sub-section (5) of section 135 of the Act : ₹1,369.00 Lakhs

(c) Surplus arising out of the CSR projects or programmes or activities of the previous financial years : Nil

(d) Amount required to be set-off for the financial year, if any : ₹110.00 Lakhs

(e) Total CSR obligation for the financial year [(b) + (c) – (d)] : ₹1,259.00 Lakhs

6. (a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project) : ₹1,375.93 Lakhs

(b) Amount spent in Administrative Overheads : ₹68.45 Lakhs

(c) Amount spent on Impact Assessment, if applicable : Nil

(d) Total amount spent for the financial year [(a) + (b) + (c)] : ₹1,444.38 Lakhs

(e) CSR amount spent or unspent for the financial year:

Total Amount Spent for the financial year (in ₹)	Amount Unspent (in ₹)				
	Total Amount transferred to Unspent CSR Account as per sub-section (6) of section 135 of the Act		Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of section 135 of the Act		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
1,444.38 Lakhs	Nil	NA	NA	Nil	NA

(f) Excess amount for set-off, if any:

Sl. No.	Particular	Amount (in ₹)
(1)	(2)	(3)
(i)	Two percent of average net profit of the Company as per sub-section (5) of section 135 of the Act*	1,259.00 Lakhs
(ii)	Total amount spent for the financial year	1,444.38 Lakhs
(iii)	Excess amount spent for the financial year [(ii) - (i)]	185.38 Lakhs
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	Nil
(v)	Amount available for set-off in succeeding financial years [(iii)-(iv)]#	170.00 Lakhs

*The CSR obligation for the financial year 2023-24 after adjusting the excess spent during the financial year 2022-23.

#The amount decided by the Board for set-off in succeeding financial years is given.

7. Details of Unspent Corporate Social Responsibility amount for the preceding three financial years:

(1)	(2)	(3)	(4)	(5)	(6)		(7)	(8)
Sl. No.	Preceding financial year(s)	Amount transferred to Unspent CSR Account under sub-section (6) of section 135 of the Act (in ₹)	Balance Amount in Unspent CSR Account under sub-section (6) of section 135 of the Act (in ₹)	Amount spent in the financial year (in ₹)	Amount transferred to a Fund as specified under Schedule VII as per second proviso to sub-section (5) of section 135 of the Act, if any		Amount remaining to be spent in succeeding financial years (in ₹)	Deficiency, if any
					Amount (in ₹)	Date of transfer		
1.	2022-23	Nil	Nil	Nil	Nil	NA	Nil	Nil
2.	2021-22	Nil	Nil	Nil	Nil	NA	Nil	Nil
3.	2020-21	Nil	Nil	Nil	Nil	NA	Nil	Nil

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the financial year:

● Yes ○ No

If Yes, enter the number of Capital assets created/ acquired 39

Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the financial year:

Please refer Annexure IIA

9. Specify the reason(s), if the Company has failed to spend two per cent of the average net profit as per sub-section (5) of section 135 of the Act:

Not Applicable.

	Madhu Sankunny Nair	**Nahar Singh Maheshwari**
	Chairman & Managing Director	Chairperson, CSR & SD Committee
August 27, 2024	DIN: 07376798	DIN: 09419082

Annexure IIA

Details relating to the capital assets created/ acquired through Corporate Social Responsibility amount spent in the financial year 2023-24

Sl. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pincode of the property or asset(s)	Date of creation	Amount of CSR amount spent (₹)	Details of entity/ Authority/ beneficiary of the registered owner		
					CSR Registration Number, if applicable	Name	Registered address
(1)	(2)	(3)	(4)	(5)	(6)		
1.	Support for Wheels on Wheels - Purchase of a Vehicle for Transportation of PWD's at Kerala - Mobility in Dystrophy Trust (MIND), Thrissur	680 683	18/09/2023	5,377	CSR00016830	Mobility in Dystrophy Trust (MIND), Thrissur	Mobility in Dystrophy Trust (MIND), Building No. IV/162, Pichathara, Puthiyakavu P. O, Mathilakam, Thrissur
2.	Support for Purchase of a Vehicle for Transportation of Inmates at Assisi School for the Blind, Kalaketty, Kanjirapally, Kottayam District	686 508	14/03/2023	52,241	CSR00043507	Assisi School for the Blind, Kalaketty, Kanjirapally, Kottayam District	Assisi School for the Blind, Kalaketty, Kanjirapally, Kottayam District – 686 508
3.	Support for purchase of a vehicle for transportation of patients from "Snehaganga" home stay c/o Cochin Cancer Society, Ernakulam	682 025	22/03/2023	55,000	CSR00012448	Cochin Cancer Society, 43/1341 B4, 2nd Floor, CM Complex, Kalavath Road, Palarivattom, Ernakulam	Cochin Cancer Society, 43/1341 B4, 2nd Floor, CM Complex, Kalavath Road, Palarivattom, Ernakulam – 682 025
4.	Support for Procurement of a School Bus and Physiotherapy Equipments to Mridulasparsham Special School, Thripunithura, Ernakulam District	682 301	13/03/2023	66,983	CSR00028003	Mridulasparsham Special School, Sreenandanam, Palliparambil, Irimpanam, Thripunithura	Mridulasparsham Special School, Sreenandanam, Palliparambil, Irimpanam, Thripunithura – 682 301
5.	Support for Construction of Container Toilets at Various Parts of the City (Goshree Road, Ernakulam	682 020	23/03/2023	6,12,000		CREDAI Clean City Movement, First Floor, No. 43, Jawahar Nagar, Kadavanthra, Kochi	CREDAI Clean City Movement, First Floor, No. 43, Jawahar Nagar, Kadavanthra, Kochi - 682020
6.	Instalation of Water Treatment Plants at Different Schools at Dibrugarh, TIPKAI, Guahati	781 006	04/10/2023	6,50,000	CSR00031155	TIPKAI, Guwahati, Assam	TIPKAI, Guwahati, Assam – 781 006
7.	Support for Procurement of Wildlife Rescue Vehicle to Parambikulam Tiger Conservation Foundation, Palakkad	678661	21/03/2023	5,00,000	CSR00012019	Parambikulam Tiger Conservation Foundation, Anappady, Thunakadavu P. O, Parambikulam, Palakkad	Parambikulam Tiger Conservation Foundation, Anappady, Thunakadavu P. O, Parambikulam, Palakkad – 678 661
8.	Setting up Drinking Water Facility at Different District in Nagaland	797 001	15.03.2023	8,00,000	CSR00024598	Investment and Development Authority of Nagaland (IDAN), Kohima, Nagaland	Investment and Development Authority of Nagaland (IDAN), Kohima, Nagaland – 797 001
9.	Procurement of Fully Equipped Cancer Awareness and Screening Vehicle at Bhagawan Mahaveer Cancer Hospital, Jaipur, Rajasthan	302 017	28/09/2023	3,50,000	CSR00005954	Bhagwan Mahaveer Cancer Hospital & Research Centre, Jaipur	Bhagwan Mahaveer Cancer Hospital & Research Centre, Jaipur – 302 017
10.	Drinking Water Facility at Three Locations at Kuttanad Area, Alappuzha District	688 012	18/03/2023	75,000	CSR00035417	District Nirmithi Kendra, Alappuzha	District Nirmithi Kendra, Alappuzha - 688012

Sl. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pincode of the property or asset(s)	Date of creation	Amount of CSR amount spent (₹)	Details of entity/ Authority/ beneficiary of the registered owner		
					CSR Registration Number, if applicable	Name	Registered address
(1)	(2)	(3)	(4)	(5)	(6)		
11.	Support for Water Conservation measures to mitigate drought effects in Noolpuzha Panchayat, Wayanad (Aspirational District)	673 571	18/03/2024	12,50,000	CSR00042039	Centre for Water Resources Development and Management, (CWRDM), Kunnamangalam, Kozhikode	Centre for Water Resources Development and Management, (CWRDM), Kunnamangalam, Kozhikode – 673 571
12.	Support for Livelihood Restoration of Marginalised Civilians, Especially Women at Alappuzha District	689 121	07/08/2023	5,00,000	CSR00027237	Travancore Human Unity for National Awakening (THUNA), Chengannur	Travancore Human Unity for National Awakening (THUNA), Chengannur – 689 121
13.	Support for Installation of On Grid Roof Top Solar Power Plant at Adarsh Centre for Empowerment, the Special Vocational Training Centre of Adarsh Charitable Trust Located at Udayamperoor, Ernakulam District	682 305	30/01/2024	45,00,000	CSR00001511	Adarsh Charitable Trust, Kureekkad, Ernakulam District	Adarsh Charitable Trust, Kureekkad, Ernakulam District – 682 305
14.	Support for Renovation of Thejus Special School, Vechoor, Vaikom	686 144	02/11/2023	13,50,000	CSR00000283	Society for Action in Community Health (SACH), 253, 2nd Floor, Shahpur Jat, New Delhi	Society for Action in Community Health (SACH), 253, 2nd Floor, Shahpur Jat, New Delhi - 110049
15.	Support for Infrastructure Development of Govt. U P School, Uzhuva, Pattanakkad, Alappuzha District	688 531	18/05/2023	4,99,348	CSR00039282	Secretary, Pattanakkad Grama Panchayat, Pattanakkad P. O, Cherthala, Alappuzha District	Secretary, Pattanakkad Grama Panchayat, Pattanakkad P. O, Cherthala, Alappuzha District – 688 531
16.	Support for Personalized Mobility Solutions to Improve the Quality of Life of 10 Differently Abled Wheel Chair Users	600 036	27/10/2023	10,00,000	CSR00000434	IIT Madras Alumni Charitable Trust, 2nd Floor, IC & SR Building, IIT Madras, Chennai	IIT Madras Alumni Charitable Trust, 2nd Floor, IC & SR Building, IIT Madras, Chennai - 600036
17.	Support for Setting up of Surgical Room in the Dispensary at Sri Ramakrishna Charitable Dispensary and Clinical Laboratory, Thukalassery, Thiruvalla, Pathanamthitta District	689 101	12/01/2024	8,50,000	CSR00002806	Sri Ramakrishna Charitable Dispensary and Clinical Laboratory, Thukalassery, Thiruvalla, Pathanamthitta District	Sri Ramakrishna Charitable Dispensary and Clinical Laboratory, Thukalassery, Thiruvalla, Pathanamthitta District – 689 101
18.	Support for Setting up of Computerized Mathematics Lab at Government Higher Secondary School, Edappally, Ernakulam District	682 018	28/02/2024	2,50,000	CSR00022791	Centre for Heritage, Environment and Development C - HED, Corporation Building, Kacherippady, Kochi	Centre for Heritage, Environment and Development C - HED, Corporation Building, Kacherippady, Kochi – 682 018
19.	Support for Procurement of a Vehicle for Differently Abled Children at Neuro Developmental Centre by CEFEE, Ernakulam	682 016	05/03/2024	5,72,000	CSR00054567	Centre for Empowerment & Enrichment (CEFEE), DH Road, Jose Junction, Ernakulam	Centre for Empowerment & Enrichment (CEFEE), DH Road, Jose Junction, Ernakulam – 682 016
20.	Support for Purchase of Ambulance for the Medical and Palliative Care Emergencies of Bedridden Patients by Mitra Equal Opportunity Trust, Ernakulam	682 016	02/09/2023	7,15,000	CSR00019618	Mitra Equal Opportunity Trust, 62/3548, Chittoor Road, Kochi	Mitra Equal Opportunity Trust, 62/3548, Chittoor Road, Kochi – 682 016

Sl. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pincode of the property or asset(s)	Date of creation	Amount of CSR amount spent (₹)	Details of entity/ Authority/ beneficiary of the registered owner		
					CSR Registration Number, if applicable	Name	Registered address
(1)	(2)	(3)	(4)	(5)	(6)		
21.	Support for Mobile clinic cum Ambulance Equipped with all Necessary Medical Equipment for Conducting Outreach Programmes for the Rural Tribal Communities at Noney & Tamenglong Districts of Manipur	795004	10/03/2024	30,30,000	CSR00029160	Spring Charitable Trust, Ramgailong, Langol Laimanai, P.O Lamphel, Imphal, Manipur	Spring Charitable Trust, Ramgailong, Langol Laimanai, P.O Lamphel, PIN-795004, Imphal, Manipur
22.	Support for Large Scale Manufacturing Unit for Reusable Sanitary Pads by Ayurarogya Saukhyam Foundation, Saukhyam Reusable Pads, Mata Amritanandamayi Math, Amritapuri PO, Kollam	690546	27/03/2024	36,00,000	CSR00026582	Ayurarogya Saukhyam Foundation, Saukhyam Reusable Pads, Mata Amritanandamayi Math, Amritapuri PO, Kollam, Kerala	Ayurarogya Saukhyam Foundation, Saukhyam Reusable Pads, Mata Amritanandamayi Math, Amritapuri PO, Kollam, Kerala-690546
23.	Support for Procurement of Vehicle for the inmates of Balikasadanam and Mathrusadanam at Sanjeevani Samithi, Cherpu, Thrissur District	680 562	27/07/2023	5,50,000	CSR00033092	Sanjeevani Samithi, Cherpu, Urakam P. O, Thrissur District	Sanjeevani Samithi, Cherpu, Urakam P. O, Thrissur District – 680 562
24.	Support for Repairing of RO Plant and Water ATM - Neerurava Project, Attappadi, Palakkad District	680 505	17/11/2023	5,00,000	CSR00009159	Santhi Medical Information Centre, Punnathur Road, Kottapadi P.O, Guruvayur, Thrissur District	Santhi Medical Information Centre, Punnathur Road, Kottapadi P.O, Guruvayur, Thrissur District – 680 505
25.	Support for Procurement of Non-Contact Tonometer for the Opthalmology Department, Sai Health and Promotion Trust, Kulappully, Palakkad District	679 122	02/09/2023	5,60,000	CSR00016551	Sai Health & Promotion Trust, Susrutha, Pattambi Road, Kulappully, Shornur	Sai Health & Promotion Trust, Susrutha, Pattambi Road, Kulappully, Shornur – 679 122
26.	Support for setting up of One Floor of the Dialysis Centre having 18 No. of Dialysis Machines and Creation of Childrens Play Area at General Hospital, Ernakulam	682 011	30/01/2024	1,23,00,000	CSR00016677	Superintendent, General Hospital, Hospital Road, Ernakulam	Superintendent, General Hospital, Hospital Road, Ernakulam – 682 011
27.	Support for Capacity Building for Women Skill Development and Manufacturing Centre at Hema Balakrishnan Women's Empowerment Centre, Palakkad	678 007	01/02/2024	16,16,769	CSR00053596	Hema Balakrishnan Women's Empowerment Centre, No. J40, Jyothi Nagar, Chandra Nagar P. O, Palakkad	Hema Balakrishnan Women's Empowerment Centre, No. J40, Jyothi Nagar, Chandra Nagar P. O, Palakkad – 678 007
28.	Support for Digital Classroom for Sanskrit Language Learning through Computer Peripherals at Kerala Vyasa Samskritha Vidyapeetham, Sarada Guurukulam, Chemmanda, Irinjalakkuda, Thrissur District	680 711	30/01/2024	18,00,000	CSR00016273	Kerala Vyasa Samskritha Vidyapeetham, Sarada Guurukulam, Chemmanda, Karalam P O, Thrissur	Kerala Vyasa Samskritha Vidyapeetham, Sarada Guurukulam, Chemmanda, Karalam P O, Thrissur – 680 711

Sl. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pincode of the property or asset(s)	Date of creation	Amount of CSR amount spent (₹)	Details of entity/ Authority/ beneficiary of the registered owner		
					CSR Registration Number, if applicable	Name	Registered address
(1)	(2)	(3)	(4)	(5)	(6)		
29.	Support for Sarvasudhi Ravipuram - at Division 61 for Setting - Up - Semi - Automated 5 TPD RRF for Disposal of Dry Waste	673 005	13/03/2024	12,50,000	CSR00003721	Serve Rural, 1/99, Temple Road, West Hill, Kozhikode	Serve Rural, 1/99, Temple Road, West Hill, Kozhikode – 673 005
30.	Support for Manufacturing of Root Drain Coir Pot - A Women Empowerment Initiative by Amrita Viswavidyapeetham, Kollam	690 525	28/03/2024	12,50,000	CSR00005339	Amrita Vishwa Vidyapeetham, Klappana P. O, Karunagappally, Kollam District	Amrita Vishwa Vidyapeetham, Klappana P. O, Karunagappally, Kollam District – 690 525
31.	Support for Setting up of Mathematics Lab in Government Girls Higher Secondary School, Ernakulam	682 018	28/02/2024	2,50,000	CSR00022791	Centre for Heritage, Environment and Development C - HED, Corporation Building, Kacherippady, Kochi	Centre for Heritage, Environment and Development C - HED, Corporation Building, Kacherippady, Kochi – 682 018
32.	Support for Purchase of a School Bus for Differently Abled Children of Sanjoe Sadan School for the Mentally Retarded, Thuravoor, Alappuzha District	688 532	15/03/2024	13,50,000	CSR00052432	St. Joseph's Social Centre, Sanjoe Sadan, South Thuravoor P. O, Cherthala	St. Joseph's Social Centre, Sanjoe Sadan, South Thuravoor P. O, Cherthala – 688 532
33.	Support for Infrastructure Enhancement and Nutrition Support for TB Elimination Mission at Wayanad	670 645	21/03/2024	15,00,000	CSR00060658	District Medical Officer, Mananthawady Wayanad	District Medical Officer, Mananthawady Wayanad
34.	Support for Purchase of a 15 Pax New Passenger Hybrid Solar Boat to State Seed Farm, Aluva, Ernakulam District	682 030	18/03/2024	45,00,000	CSR00018797	Secretary, District Panchayath, Ernakulam	Secretary, District Panchayath, Ernakulam - 682 030
35.	Support to Create a Virtual Reality Assistive Technology Experience Center to Enable the Overall Assistive Technology Eco System at IIT Madras	600036	28/03/2024	40,00,000	CSR0000434	IIT Madras Alumni Charitable Trust, 2nd Floor, ICSR Building, IITM Campus, Alumni Avenue, Chennai	IIT Madras Alumni Charitable Trust, 2nd Floor, ICSR Building, IITM Campus, Alumni Avenue, Chennai – 600036
36.	Support for Purchase of a Vehicle for Palliative Care Home Care Programmes to Pain and Palliative Care Society, Thrissur	680 001	21/03/2024	4,95,000	CSR00018532	Pain and Palliative Care Society, Old District Hospital Building, Round East, Thrissur	Pain and Palliative Care Society, Old District Hospital Building, Round East, Thrissur – 680 001
37.	Support for Purchase of a Vehicle for BUDS Special School, Edakkattuvayal Grama Panchayat, Ernakulam District	682 313	28/03/2024	5,78,000	CSR00047166	Secretary, Edakkattuvayal Grama Panchayat, Edakkattuvayal P. O, Ernakulam District	Secretary, Edakkattuvayal Grama Panchayat, Edakkattuvayal P. O, Ernakulam District – 682 313
38.	Support for Purchase of an Ambulance with Oxygen Carrying Facility to Mulavukad Grama Panchayat	682 504	19/02/2024	7,49,000	CSR00041274	The Secretary, Mulavukad Grama Panchayat, Mulavukad P O, Ernakulam	The Secretary, Mulavukad Grama Panchayat, Mulavukad P O, Ernakulam – 682 504
39.	Support for Purchase of Animal Rescue Vehicle by Forest Development Agency, Vazhachal, Thrissur District	680 307	31/01/2024	4,35,600	CSR00039769	Chief Forest Officer, Vazhachal Forest Development Agency, Vazhachal, Chalakudy	Chief Forest Officer, Vazhachal Forest Development Agency, Vazhachal, Chalakudy – 680 307

Note: The table above contains only the details of capital assets created or acquired under CSR during FY 2023-24. Projects currently under development or in progress have been excluded to provide an accurate representation of completed and acquired assets.

Annexure III

COMMENTS OF THE COMPTROLLER AND AUDITOR GENERAL OF INDIA UNDER SECTION 143(6) (b) OF THE COMPANIES ACT, 2013 ON THE FINANCIAL STATEMENTS OF COCHIN SHIPYARD LIMITED FOR THE YEAR ENDED 31 MARCH 2024

The preparation of financial statements of Cochin Shipyard Limited for the year ended 31 March 2024 in accordance with the financial reporting framework prescribed under the Companies Act, 2013 (Act) is the responsibility of the management of the company. The statutory auditor appointed by the Comptroller and Auditor General of India under Section 139 (5) of the Act is responsible for expressing opinion on the financial statements under Section 143 of the Act based on independent audit in accordance with the standards on auditing prescribed under Section 143(10) of the Act. This is stated to have been done by them vide their Audit Report dated 24.05.2024.

I, on behalf of the Comptroller and Auditor General of India, have conducted a supplementary audit of the financial statements of Cochin Shipyard Limited for the year ended 31 March 2024 under Section 143(6)(a) of the Act. This supplementary audit has been carried out independently without access to the working papers of the statutory auditors and is limited primarily to inquiries of the statutory auditors and company personnel and a selective examination of some of the accounting records.

Based on my supplementary audit, I would like to highlight the following significant matters under Section 143(6)(b) of the Act which have come to my attention and which in my view are necessary for enabling a better understanding of the financial statements and the related audit report:

A. Comment on Auditors' Report on Standalone Financial Statements:

Independent Auditors' Report

During the year 2023-24, the Company accounted ₹4,145.83 lakh as Ship Building Financial Assistance (SBFA) granted by Government of India to compensate the cost incurred by the Company in building the vessels. The Company reversed SBFA amounting to ₹1,072.01 lakh due to revision in expected delivery dates of the vessels. Hence, the net amount of SBFA recognized was ₹3,073.81 lakh of which the Company has received a sum of ₹1,049.81 lakh.

The reporting on SBFA was not included in Annexure 'A' of Independent Auditors' Report under Part-I of Directions (Sl. no. 3) issued by the Comptroller & Auditor General of India under section 143(5) of the Companies Act, 2013. Thus, the Independent Auditors' Report is deficient to that extent.

For and on behalf of the
Comptroller & Auditor General of India

(S. Velliangiri)
Principal Director of Commercial Audit

Place: Chennai
Date: 22.08.2024

Response of M/s. Anand & Ponnappan, Auditors vide letter dated August 24, 2024 to the comment of the C&AG under Section 143(6)(b) of the Companies Act, 2013

We have noted the comment issued by the Comptroller & Auditor General of India and our reply is as follows:

We have reported that there are no deviations in accounting and/or utilisation, with an affirmative reply based on the past experience.

However, in order to comply with the comment issued by the C&AG, it is reported that 'During the year, the Company accounted ₹4,145.83 lakh as 'Ship Building Financial Assistance (SBFA)' granted by the Government of India to compensate the cost incurred by the Company in building the vessels. The Company reversed SBFA amounting to ₹1,072.01 lakh due to revision in expected delivery dates of the vessels. Hence, the net amount of SBFA recognized was ₹3,073.81 lakh of which the company has received a sum of ₹1,049.81 lakhs.', which were brought out in the Note No. 34.5 to the Standalone Financial Statements.

This aspect will be taken care while reporting for the successive years auditor's report.

For Anand and Ponnappan
Chartered Accountants
FRN 000111S

R. Ponnappan
Partner
MRN 021695

COMMENTS OF THE COMPTROLLER AND AUDITOR GENERAL OF INDIA UNDER SECTION 143 (6) (b) READ WITH SECTION 129 (4) OF THE COMPANIES ACT, 2013 ON THE CONSOLIDATED FINANCIAL STATEMENTS OF COCHIN SHIPYARD LIMITED FOR THE YEAR ENDED 31 MARCH 2024

The preparation of consolidated financial statements of Cochin Shipyard Limited for the year ended 31 March 2024 in accordance with the financial reporting framework prescribed under the Companies Act, 2013 (Act) is the responsibility of the management of the company. The statutory auditor appointed by the Comptroller and Auditor General of India under Section 139 (5) read with Section 129 (4) of the Act is responsible for expressing opinion on the financial statements under Section 143 read with Section 129 (4) of the Act based on independent audit in accordance with the standards on auditing prescribed under Section 143(10) of the Act. This is stated to have been done by them vide their Audit Report dated 24.05.2024.

I, on behalf of the Comptroller and Auditor General of India, have conducted a supplementary audit of the consolidated financial statements of Cochin Shipyard Limited for the year ended 31 March 2024 under Section 143(6)(a) read with Section 129(4) of the Act. We conducted a supplementary audit of the financial statements of Cochin Shipyard Limited, Hooghly Cochin Shipyard Limited but did not conduct supplementary audit of the financial statements of Udupi Cochin Shipyard Limited for the year ended on that date. This supplementary audit has been carried out independently without access to the working papers of the statutory auditors and is limited primarily to inquiries of the statutory auditors and company personnel and a selective examination of some of the accounting records.

On the basis of my supplementary audit nothing significant has come to my knowledge which would give rise to any comment upon or supplement to statutory auditors' report under Section 143(6) (b) of the Act.

For and on behalf of the
Comptroller & Auditor General of India

Place: Chennai
Date: 22.08.2024

(S. Velliangiri)
Principal Director of Commercial Audit

For and on behalf of the Board of Directors

Kochi
August 27, 2024

Madhu Sankunny Nair
Chairman & Managing Director
DIN: 07376798

Annexure IV

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2024

[Pursuant to section 204(1) of the Companies Act, 2013 And Rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To
The Members
Cochin Shipyard Limited
Administrative Building,
Cochin Shipyard Premises,
Perumanoor, Cochin,
Ernakulam, Kerala – 682015

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Cochin Shipyard Limited** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing our Opinion thereon.

Based on our verification of Cochin Shipyard Limited's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2024 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by Cochin Shipyard Limited ("the Company") for the financial year ended 31st March, 2024 according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made there under;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;

(iii) The Depositories Act, 1996 and the Regulations and Byelaws Framed there under;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial borrowings (During the period under review not applicable to the Company)

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

- (i) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations");
- (ii) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (iii) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (iv) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- (v) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; (During the period under review not applicable to the Company)
- (vi) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2021; (During the period under review not applicable to the Company)

(vii) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; (During the period under review not applicable to the Company)

(viii) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; (During the period under review not applicable to the Company)

(ix) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; (During the period under review not applicable to the Company); and

(x) The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018; (During the period under review not applicable to the Company).

(vi) As informed to us, the following other laws are specifically applicable to the Company:

1. The Factories Act,1948 and the Regulations and Bye-laws framed thereunder;

2. The Manufacture, Storage and Import of Hazardous Chemical Rules, 1989;

3. Hazardous Wastes (Management, Handling and Transboundary Movement) Rules, 2008;

4. Batteries (Management and Handling) Rules, 2001;

5. The Industries (Development and Regulation) Act, 1951 and the Regulations and Bye-laws framed thereunder;

6. The Water (Prevention and Control of Pollution) Act, 1974 and the Regulations and Bye-laws framed there under;

7. The Air (Prevention and Control of Pollution) Act, 1981 and the Regulations and Bye-laws framed there under;

8. The Environment (Protection) Act, 1986 and the Regulations and Bye-laws framed thereunder;

9. The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules framed thereunder;

10. The Industrial Employment (Standing Order) Act, 1946 and the Rules framed thereunder;

11. The Right to Information Act, 2005 and the Rules framed thereunder;

12. The Electricity Act, 2003 and the Rules framed thereunder;

13. Guidelines on Corporate Governance for Central Public Sector Enterprises, 2010 ("CG Guidelines"); and

14. Guidelines on Corporate Social Responsibility and Sustainability for Central Public Sector Enterprises.

We have also examined compliance with the applicable clauses of the following:

i. Secretarial Standards relating to Board (SS 1) and General Meetings (SS 2) issued by The Institute of Company Secretaries of India;

ii. The Listing Agreement entered into by the Company with National Stock Exchange of India Limited (NSE) and BSE Limited (BSE).

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, Laws etc.

We further report that the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period review were carried out in compliance with the provisions of the Act and in compliance with orders issued by the Central Government.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All the decisions were passed unanimously.

We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the audit period the Company has redeemed 1,000 nos. of 8.51% Tax Free, Secured, Redeemable, Non-Convertible Bonds in the nature of Debentures issued on private placement basis having face value of ₹10,00,000/- each fully paid amounting to ₹100 crores on 02.12.2023.

We further report that during the audit period there were no instances of:

(I) Public / Right / issue of debentures / sweat equity etc.

(II) Redemption / buy-back of securities.

(III) Major decisions taken by the members in pursuance to Section 180 of the Companies Act, 2013.

(IV) Merger / amalgamation / reconstruction, etc.

(V) Foreign technical collaborations.

This report is to be read with our letter of even date which is annexed as '**Annexure A**' and forms an integral part of this Report.

For SVJS & Associates
Company Secretaries

Vincent P. D.
Managing Partner
FCS: 3067
CP No: 7940

Kochi
24.05.2024
UDIN: F003067F000436797
Peer Review Certificate No.648 /2019

'Annexure A'

To
The Members
Cochin Shipyard Limited
Administrative Building,
Cochin Shipyard Premises,
Perumanoor, Cochin,
Ernakulam, Kerala – 682015

Our report of even date is to be read along with this letter.

1. Maintenance of the Secretarial records is the responsibility of the management of the Company. Our responsibility as Secretarial Auditors is to express an opinion on these records, based on our audit.
2. During the audit, we have followed the practices and process as were appropriate, to obtain reasonable assurance about the correctness of the contents of the Secretarial records. We believe that the process and practices we followed provide a reasonable basis for our report.
3. The correctness and appropriateness of financial records and Books of Accounts of the Company have not been verified.
4. Where ever required, we have obtained the Management representation about the Compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards etc. is the responsibility of management. Our examination was limited to the verification of the procedures and compliances on test basis.
6. While forming an opinion on compliance and issuing the Secretarial Audit Report, we have also taken into consideration the compliance related actions taken by the Company after 31st March 2024 but before issue of the Report.
7. We have considered actions carried out by the Company based on independent legal/ professional opinion as being in compliance with law, wherever there was scope for multiple interpretations.

For SVJS & Associates
Company Secretaries

Vincent P. D.
Managing Partner
FCS: 3067
CP No: 7940

Kochi
24.05.2024
UDIN: F003067F000436797
Peer Review Certificate No.648 /2019

For and on behalf of the Board of Directors

Madhu Sankunny Nair
Chairman & Managing Director
DIN: 07376798

Kochi
August 27, 2024

Report on Corporate Governance

Company's Philosophy on Corporate Governance

1. Cochin Shipyard recognizes the importance of Corporate Governance to emerge as a model corporate. The Company has adopted policies and procedures which are aimed at effectively discharging its responsibilities to various stakeholders, viz., shareholders, creditors, customers, employees and society at large. CSL strongly believes that the Company can emerge as a strong global leader only by following good & sound Corporate Governance principles. The Company has been rated 'Excellent' in Corporate Governance practices as per the evaluation criteria prescribed by the Department of Public Enterprises consistently for the last several years.

Board of Directors

2. The Board of Directors of Cochin Shipyard Limited (CSL) plays a pivotal role in ensuring good Corporate Governance. The composition of the Board of the Company is governed by the provisions of the Companies Act, 2013, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations) and the Guidelines on Corporate Governance for Central Public Sector Enterprises issued by the Department of Public Enterprises. The composition of the Board during the financial year ended March 31, 2024 is as follows:

Sl. No.	Name of Director	Director Identification Number (DIN)	Category of Directorship
1.	Shri Madhu Sankunny Nair	07376798	Chairman & Managing Director
2.	Shri Bejoy Bhasker	08103825	Director (Technical)
3.	Shri Jose V J	08444440	Director (Finance)
4.	Shri Sreejith K Narayanan	09543968	Director (Operations)
5.	Shri Rajesh Kumar Sinha IAS	05351383	Part-time official (Nominee) Director, Government of India
6.	Shri Biju Prabhakar IAS	03093072	Part-time official (Nominee) Director, Government of Kerala
7.	Smt. Amrapali Prashant Salve	09415405	Non-official (Independent) Director
8.	Shri Nahar Singh Maheshwari	09419082	Non-official (Independent) Director
9.	Shri Ashok Sharma	09414565	Non-official (Independent) Director
10.	Shri Prithiviraj Harichandan*	01351097	Non-official (Independent) Director
11.	Shri Venkatesan M	07667728	Non-official (Independent) Director
12.	Shri Abhijit Biswas	09419083	Non-official (Independent) Director

*Shri Prithiviraj Harichandan (DIN: 01351097) ceased to be a Non-official (Independent) Director of the Company w.e.f May 02, 2024, consequent to his resignation on account of him contesting for the Odisha Legislative Assembly. He has confirmed that there is no other material reason for his resignation apart from the one stated above.

3. The profile of the Directors, including the nature of their expertise in specific functional areas, who are holding the Director post as on the date of this report is given in the first part of the Annual Report. The details of directorships and committee positions held by the Directors are provided under the heading 'Other Directorships and Committee positions' below.

4. Disclosure of relationship between Directors inter-se: Nil

5. None of the Directors of the Company were members in more than ten committees or act as Chairperson of more than five committees across all listed entities in which he/ she is a Director. None of the Independent Directors of the Company held Directorships in more than seven listed companies.

6. The Companies Act, 2013 read with relevant Rules made thereunder, facilitates the participation of the Director in the Board/ Committee meetings through electronic mode. During the year under review, the Company has made the necessary arrangements for the Directors to attend the meetings through electronic mode and the Directors have made use of the said facility wherever required.

7. The meetings of the Board of Directors and Committees have been conducted in the manner as specified in SEBI Listing Regulations and the Companies Act, 2013.

Attendance of Directors at Board Meetings and Annual General Meeting (AGM)

8. Five Board Meetings were held during the year under review. Details of attendance of Directors at the Board Meetings and AGM are given below:

Name of Director	Board Meetings					AGM
	2023				2024	2023
	April 29	May 19	Aug 11	Nov 07	Jan 30	Sep 28
Shri Madhu Sankunny Nair	Y	Y	Y	Y	Y	Y
Shri Bejoy Bhasker	Y	Y	Y	Y*	Y	Y
Shri Jose V J	Y	Y	Y	Y	Y	Y
Shri Sreejith K Narayanan	Y	Y	Y	Y	Y	Y
Shri Rajesh Kumar Sinha IAS	Y*	Y*	N	Y	Y*	N
Shri Biju Prabhakar IAS	Y	N	N	N	N	N
Smt. Amrapali Prasant Salve	Y	Y*	Y	Y	Y	Y*
Shri Nahar Singh Maheshwari	Y	Y	Y	Y	Y	Y*
Shri Ashok Sharma	Y*	Y	Y*	Y	Y	Y*
Shri Prithiviraj Harichandan	Y*	Y*	Y*	Y	Y*	Y*
Shri Venkatesan M	Y*	Y*	Y*	Y	Y*	Y*
Shri Abhijit Biswas	Y*	Y*	Y*	Y	Y*	Y*

* attended through electronic mode.

Other Directorships and Committee positions

9. The total number of other Directorship(s) held by Directors and other positions of Membership/ Chairmanship on Committees, as on March 31, 2024 are given below:

Name of the Director	No. of Directorship in other public limited companies		Board Committee positions held in other public limited companies		Name of other Listed Entity where the person is a Director	Category of Directorship in the Listed Entity
	Chairman	Member	Chairman	Member		
Shri Madhu Sankunny Nair	2	2	-	-	-	-
Shri Bejoy Bhasker	-	2	-	-	-	-
Shri Jose V J	-	2	-	-	-	-
Shri Sreejith K Narayanan	-	2	-	-	-	-
Shri Rajesh Kumar Sinha IAS	-	2	-	-	Shipping Corporation of India Limited	Nominee Director
Shri Biju Prabhakar IAS	-	5	-	1	Konkan Railway Corporation Limited	Nominee Director
Smt. Amrapali Prashant Salve	-	-	-	-	-	-
Shri Nahar Singh Maheshwari	-	-	-	-	-	-
Shri Ashok Sharma	-	-	-	-	-	-
Shri Prithiviraj Harichandan	-	-	-	-	-	-
Shri Venkatesan M	-	-	-	-	-	-
Shri Abhijit Biswas	-	-	-	-	-	-

Notes

(i) The Directorships held by Directors as mentioned above does not include Alternate Directorships, Directorships in Private Limited Companies, Foreign Companies and Companies registered under Section 8 of the Companies Act, 2013.

(ii) Memberships/ Chairmanships of only the Audit Committees and Stakeholders Relationship Committees of all Public Limited Companies and Government Companies have been considered.

10. None of the Directors except the following hold any shares in the Company as on March 31, 2024:

Name of the Director	No. of Equity Shares Held
Shri Madhu Sankunny Nair	2800

Chart of skills/ expertise/ competence of the Board of Directors as on March 31, 2024

Sl. No.	Skills/ Expertise/ Competency	Shri Madhu Sankunny Nair	Shri Bejoy Bhasker	Shri Jose V J	Shri Sreejith K Narayanan	Shri Rajesh Kumar Sinha IAS	Shri Biju Prabhakar IAS	Smt. Amrapali Prashant Salve	Shri Nahar Singh Maheshwari	Shri Ashok Sharma	Shri Prithiviraj Harichandan	Shri Venkatesan M	Shri Abhijit Biswas
1.	Ship building/ repair Industry Experience	Y	Y	Y	Y	Y							
2.	Knowledge of Ship building/ repair Sector	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y
3.	Accounting knowledge	Y		Y			Y		Y	Y	Y		Y
4.	Financial/ investment knowledge	Y	Y	Y	Y	Y	Y		Y	Y	Y		Y
5.	Law			Y		Y	Y		Y		Y		
6.	Marketing experience	Y	Y	Y	Y						Y		Y
7.	Information technology	Y	Y	Y	Y	Y	Y				Y		
8.	Developing and implementing risk management systems	Y	Y	Y	Y	Y	Y	Y					
9.	Human resource management experience	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y
10.	Strategy/ Corporate plan development and implementation	Y	Y	Y	Y	Y	Y						
11.	Directorship experience in other listed companies					Y	Y						
12.	Directorship experience in unlisted companies	Y	Y	Y	Y	Y	Y				Y	Y	
13.	Integrity and high ethical standards	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y
14.	Leadership skills	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y
15.	Social welfare orientation	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y
16.	Experience in government relations	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y

Independent Directors

11. Being a Central Public Sector Undertaking, the Independent Directors of the Company are appointed by the Ministry of Ports, Shipping and Waterways (MoPSW), Government of India, initially for a term of 3 years or until further orders whichever is earlier. The main terms of appointment can be accessed at https://cochinshipyard.in/board-of-directors/independent.

12. Familiarization programme for Independent Directors generally form part of the Board process. The Independent Directors are updated on an ongoing basis at the Board/Committee meetings, inter alia, on the following:

    - Nature of industry in which the Company operates;
    - Business environment and operational model of various business divisions of the Company including important developments thereon; and
    - Important changes in regulatory framework having impact on the Company.

13. Details of the familiarization programme for Independent Directors can be accessed at https://cochinshipyard.in/board-of-directors/independent.

14. In the opinion of the Board, the Independent Directors fulfilled the conditions specified in the SEBI Listing Regulations and were independent of the management during their term of appointment.

Meetings of Independent Directors

15. According to Schedule IV to the Companies Act, 2013 a separate meeting of the Independent Directors of the Company was held during the financial year 2023-24 on November 06, 2023 and all the Independent Directors were present in the meeting.

Availability of information to the members of the Board

16. The Board has complete access to any information within the Company and to any employee of the Company. The Board welcomes the presence of executives in the Board meetings, who can provide additional insights into the issues being discussed in the meeting. The information normally required to be placed before the Board include the following:

    (a) To make calls on shareholders in respect of money unpaid on shares.

    (b) To authorize buy-back of securities.

    (c) To issue securities including debentures, in India or abroad.

    (d) To borrow monies.

    (e) To invest funds of the Company.

    (f) To grant loans or give guarantee or provide security in respect of loans.

    (g) To approve financial statement and Board's Report.

    (h) To diversify the business of the Company.

    (i) To approve amalgamation, merger or reconstruction.

    (j) To take over a company or acquire a controlling interest or substantial stake in another company.

    (k) To appoint or remove Key Managerial Personnel (KMP).

    (l) To appoint internal auditor and secretarial auditor.

    (m) General notices of interest of Directors.

    (n) Terms of reference of Board Committees.

    (o) Minutes of meetings of Audit Committee and other Committees of the Board, resolutions passed by circulation and also the minutes of Board meetings of subsidiary companies.

    (p) Annual operating plans of businesses, capital budgets and any updates.

    (q) Quarterly results of the Company and its operating divisions or business segments.

    (r) Declaration of dividend.

    (s) Sale of investments, subsidiaries and assets which are material in nature and not in normal course of business.

    (t) Quarterly details of foreign exchange exposures and the steps taken by the management to limit the risks of adverse exchange rate movement, if material.

    (u) Internal audit findings and external audit reports (through the Audit Committee).

    (v) Status of business risk exposures, its management and related action plans.

    (w) Details of any joint venture or collaboration agreement.

    (x) Show cause, demand, prosecution notices and penalty notices which are materially important.

(y) Fatal or serious accidents, dangerous occurrences, any material effluent or pollution problems.

(z) All policy matters deliberated and introduced for implementation.

(aa) Any material default in financial obligations to and by the Company, or substantial non-payment for goods sold by the Company.

(bb) Any issue which involves possible public or product liability claims of substantial nature, including any judgment or order, which may have passed strictures on the conduct of the Company or taken an adverse view regarding another enterprise that can have negative implications on the Company.

(cc) The information on recruitment and remuneration of senior officers just below the Board level including appointment or removal of Chief Financial Officer and the Company Secretary.

(dd) Non-compliance of any regulatory, statutory or listing requirements and shareholders service such as non-payment of dividend, delay in share transfer etc.

(ee) Significant labour problems and their proposed solutions. Any significant development in human resources/ industrial relations front like implementation of Voluntary Retirement Scheme (VRS) etc.

(ff) Capital budgets and any updates.

(gg) Transactions that involve substantial payment towards goodwill, brand equity or intellectual property.

(hh) Quarterly details of foreign exchange exposures and the steps taken by management to limit the risks of adverse exchange rate movement, if material.

Board material distributed in advance

17. Notice of each Board meeting and Committee meeting is sent to all the members not less than seven days in advance except when it is convened as emergency meeting. The agenda notes for each Board/ Committee meeting is drafted in consultation with the Chairman and are circulated to the Directors not less than seven days in advance except when it is convened as emergency meeting with the concurrence of all Board/ Committee members. All material information is incorporated in the agenda papers for facilitating meaningful and focused discussions at the meeting. Where it is not practicable to attach any document to the agenda, the same is tabled at the meeting with specific reference to the subject in the agenda. In special and exceptional circumstances, additional or supplementary item(s) on the agenda are permitted with the consent of all Directors present at the meeting.

18. CSL digitalised its meetings by introduction of a Board Management software viz., Dess Digital Meetings, which enables to securely create, distribute and manage meeting documents in digital format. It ensures that the Board and the Committee members get the communication at the right time and securely. This Board management software will streamline the entire meeting process right from the preparation of agenda papers till the finalisation of minutes of the meetings, which will in turn save time, effort & cost and improve governance.

Recording Minutes of proceedings at Board and Committee meeting

19. The Company Secretary records the minutes of the proceedings of each Board and Committee meetings. Draft minutes are circulated to all the members of the Board/ Committee for their comments within fifteen days from the conclusion of the meeting. The final minutes are entered in the minutes book within 30 days from the conclusion of the meeting.

Post Meeting Follow up Mechanism

20. The important decisions taken at the Board/ Committee meetings are promptly communicated to the departments/ divisions concerned. The status of implementation of major decisions are apprised to the Board/ Committee in the ensuing meetings, wherever required.

Compliance

21. The Company Secretary while preparing the agenda notes, minutes etc. of the meeting(s) is responsible for and is required to ensure adherence to all the applicable laws and regulations including the Companies Act, 2013 read with the Rules issued thereunder and also the Secretarial Standards issued by the Institute of Company Secretaries of India and notified by the Government of India.

Board Committees

22. During the financial year 2023-24, the Board of CSL had five statutory Committees viz., Audit Committee, Nomination & Remuneration Committee, Corporate Social Responsibility and Sustainable Development Committee, Stakeholders Relationship Committee and Risk Management Committee.

Audit Committee

23. The Audit Committee of CSL was formed on August 21, 2008. Since then the Committee has been reconstituted several times on account of change in Directors and the latest reconstitution was on May 02, 2024.

Terms of reference

24. The following are the terms of reference of the Audit Committee:

    (i) Oversight of the listed entity's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;

    (ii) Recommendation for appointment, remuneration and terms of appointment of auditors of our Company based on the order of Comptroller & Auditor General of India;

    (iii) Approval of payment to statutory auditors for any other services rendered by the statutory auditors;

    (iv) Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the Board for approval, with particular reference to:

        (a) Matters required to be included in the director's responsibility statement to be included in the Board's report in terms of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013;

        (b) Changes, if any, in accounting policies and practices and reasons for the same;

        (c) Major accounting entries involving estimates based on the exercise of judgment by management;

        (d) Significant adjustments made in the financial statements arising out of audit findings;

        (e) Compliance with listing and other legal requirements relating to financial statements;

        (f) Disclosure of any related party transactions; and

        (g) Modified opinion(s) in the draft audit report.

    (v) Reviewing, with the management, the quarterly financial statements before submission to the Board for approval;

    (vi) Reviewing, with the management, the statement of uses/ application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/ prospectus/ notice and the report submitted by the monitoring agency, monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;

    (vii) Reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;

    (viii) Approval or any subsequent modification of transactions of our Company with related parties;

    (ix) Scrutiny of inter-corporate loans and investments;

    (x) Valuation of undertakings or assets of our Company, wherever it is necessary;

    (xi) Evaluation of internal financial controls and risk management systems;

    (xii) Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;

    (xiii) Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;

    (xiv) Discussion with internal auditors of any significant findings and follow up there on;

    (xv) Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;

    (xvi) Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;

    (xvii) To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;

(xviii) To review the functioning of the whistle blower mechanism;

(xix) Approval of appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate;

(xx) Review the following information:

(a) Management discussion and analysis of financial condition and results of operations;

(b) Statement of significant related party transactions (as defined by the audit committee), submitted by management;

(c) Management letters/ letters of internal control weaknesses issued by the statutory auditors;

(d) Internal audit reports relating to internal control weaknesses;

(e) The appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the Audit Committee; and

(f) Statement of deviations:

(i) Quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1) of the SEBI Listing Regulations;

(ii) Annual statement of funds utilized for purposes other than those stated in the offer document/ prospectus/ notice in terms of Regulation 32(7) of the SEBI Listing Regulations;

(xxi) To review the follow up action on the audit observations of the C&AG audit;

(xxii) Recommend the appointment, removal and fixing of remuneration of Cost Auditors and Secretarial Auditors;

(xxiii) Audit Committee shall also review the utilization of loans and/ or advances from/ investment by the holding company in the subsidiary exceeding Rupees 100 crores or 10% of the asset size of the subsidiary, whichever is lower including existing loans/ advances/ investments existing as on the date of coming into force of this provision;

(xxiv) Review of compliance with the provisions of SEBI (Prohibition of Insider Trading) Regulations, 2015 as amended, at least once in a financial year;

(xxv) Verify that the systems for internal control required to be maintained pursuant to the SEBI (Prohibition of Insider Trading) Regulations, 2015 as amended are adequate and are operating effectively; and

(xxvi) Carrying out any other function as specified by the Board from time to time.

Powers of the Audit Committee

25. The Committee is entrusted with the following powers:

(a) To investigate any activity within its terms of reference;

(b) To seek information on and from any employee;

(c) To obtain outside legal or other professional advice, subject to the approval of the Board of Directors; and

(d) To secure attendance of outsiders with relevant expertise, if it considers necessary.

26. The recommendations of the Audit Committee on any matter relating to the financial management, including the audit report, shall be binding on the Board.

27. If the Board does not accept the recommendations of the Audit Committee, it shall record the reasons thereof and communicate such reasons to the shareholders.

Constitution

28. As on March 31, 2024, the Audit Committee of CSL comprises of Shri Prithiviraj Harichandan (DIN: 01351097), Non-official (Independent) Director as Chairperson, Shri Ashok Sharma (DIN: 09414565), Non-official (Independent) Director and Shri Abhijit Biswas (DIN: 09419083) Non-official (Independent) Director as members. However, consequent to the resignation of Shri Prithiviraj Harichandan (DIN: 01351097) on May 02, 2024, the Audit Committee was reconstituted as below:

(i) Shri Abhijit Biswas, Non-official (Independent) Director, Chairperson;

(ii) Shri Ashok Sharma, Non-official (Independent) Director, Member; and

(iii) Shri Nahar Singh Maheshwari, Non-official (Independent) Director, Member.

29. Audit Committee meetings are also attended by Director (Finance), representatives of Secretarial Auditors, Statutory Auditors and Internal Auditors of the Company as invitees. The Internal audit function has been outsourced to a firm of Chartered Accountants. The Company Secretary acts as the Secretary to the Committee.

Audit Committee meetings held during 2023-24 and attendance

30. The Committee met four times during the year 2023-24. The necessary quorum was present at these meetings. The attendance during these meetings were as follows:

Sl. No.	Name of the Member	2023			2024
		May 19	Aug 11	Nov 07	Jan 30
1.	Shri Prithiviraj Harichandan	Y*	Y*	Y	Y*
2.	Shri Ashok Sharma	Y	Y*	Y	Y
3.	Shri Abhijit Biswas	Y*	Y*	Y	Y*

* attended through electronic mode.

Nomination & Remuneration Committee

31. The Nomination & Remuneration Committee of CSL was constituted vide Circular Resolution adopted on December 13, 2008. Since then the Committee has been reconstituted several times on account of change in Directors and the latest reconstitution was on January 02, 2023.

Terms of reference

32. Following are the terms of reference of the Nomination & Remuneration Committee:

    (i) Decide on the annual bonus/ performance pay/ variable pay pool and policy for its distribution across the executives and non-unionized supervisors of our Company;

    (ii) Formulation and modification of schemes for providing perks and allowances for officers and non-unionized supervisors;

    (iii) Any new scheme of compensation like medical scheme, pension etc. to officers, non-unionized supervisors and the employees as the case may be; and

    (iv) Exercising such other roles assigned to it by the provisions of the SEBI Listing Regulations and any other laws and their amendments from time to time.

Constitution

33. As on March 31, 2024, the Committee comprises of Shri Ashok Sharma (DIN: 09414565), Non-official (Independent) Director as Chairperson, Shri Biju Prabhakar (DIN: 03093072), Part-time official (Nominee) Director and Shri Abhijit Biswas (DIN: 09419083), Non-official (Independent) Director as members.

Nomination & Remuneration Committee meetings held during 2023-24 and attendance

34. The Nomination & Remuneration Committee meeting was held on April 29, 2023. The necessary quorum was present at the meeting. The attendance of the meeting were as follows:

Sl. No.	Name of the Member	April 29, 2023
1.	Shri Ashok Sharma	Y*
2.	Shri Biju Prabhakar	Y
3.	Shri Abhijit Biswas	Y*

* attended through electronic mode.

Remuneration Policy

35. Under Article 21(a) of the Articles of Association of the Company, the Directors shall be paid such remuneration as the President of India may from time to time determine. The pay and allowances of Board level executives are paid in accordance with the terms of appointment, Department of Public Enterprises (DPE) Guidelines on the above subject and other benefits and perquisites in accordance with the rules of CSL. The remuneration of below Board level executives and non-unionized supervisors is as per DPE guidelines and as approved by the Administrative Ministry (Ministry of Ports, Shipping and Waterways). The remuneration of workers is as per the Long-Term Settlement between the management and recognized trade unions.

36. Details of remuneration paid to the Whole Time Directors is given below:

(₹ Lakhs)

Sl. No.	Name and Designation	Total of Basic Pay, DA, HRA & other Perks & Allowances	Performance Related Payment (PRP)	Total
1.	Shri Madhu Sankunny Nair Chairman & Managing Director	66.89	23.09	89.98
2.	Shri Bejoy Bhasker Director (Technical)	48.31	15.96	64.27
3.	Shri Jose V J Director (Finance)	44.47	14.62	59.09
4.	Shri Sreejith K Narayanan Director (Operations)	49.22	9.65	58.87

Notes

(i) The PRP mentioned in the above table pertains to the period 2021-22, paid during 2023-24. The PRP paid to the Whole Time Directors is as per the Performance Payment Scheme applicable to all executives and non-unionized supervisors of the Company, framed in line with the DPE Guidelines.

(ii) The remuneration, tenure and other terms and conditions of appointment of Whole Time Directors are as per the letter issued by the Administrative Ministry (Ministry of Ports, Shipping and Waterways) in line with the government guidelines. The Whole Time Directors are appointed for a period of 5 years with effect from the date of assumption of charge of the post or till the date of superannuation or until further orders whichever event occurs the earliest. Notice period in case of leaving service before the contractual term is 3 months or in the absence of notice period, 3 months' pay may be remitted.

(iii) During the year, no Stock Options were issued by the Company to Whole Time Directors.

Sitting fees

37. The Non-official (Independent) Directors were paid sitting fees at the rate of ₹25,000/- for every meeting of the Board and ₹20,000/- for every meeting of the Committee. The Board in its 275th meeting held on January 30, 2024 enhanced the sitting fees for Independent Directors from ₹25,000/- per Board Meeting and ₹20,000/- per Committee Meeting to ₹30,000/- for each meeting of Board and Committee w.e.f January 30, 2024. The Part-time official (Nominee) Directors are not paid any remuneration. The criteria for making payment to Non-Executive Directors is available in the Company's website at the following link: https://cochinshipyard.in/board-of-directors/independent.

38. Sitting fees paid to the Non-official (Independent) Directors for 2023-24 are as follows:

Sl. No.	Name	Fees (in ₹)
1.	Smt. Amrapali Prashant Salve	2,90,000.00
2.	Shri Nahar Singh Maheshwari	2,40,000.00
3.	Shri Ashok Sharma	2,60,000.00
4.	Shri Prithiviraj Harichandan	2,40,000.00
5.	Shri Venkatesan M	1,80,000.00
6.	Shri Abhijit Biswas	2,60,000.00

39. Since the Non-official (Independent) Directors are appointed by the President of India, the evaluation of performance of such Directors are also done by the Government of India. However, during the year the Board had evaluated the Non-official (Independent) Directors of the Company vis-à-vis their performance and fulfilment of the independence criteria and found the same to be satisfactory.

Stakeholders' Relationship Committee

40. The Stakeholders' Relationship Committee of CSL was constituted vide resolution no. 227/08 at the 227th Board Meeting held on September 20, 2016. Since then the Committee has been reconstituted several times on account of change in Directors and the latest reconstitution was on December 20, 2021.

Terms of reference

41. Following are the terms of reference of the Stakeholders' Relationship Committee:

(i) Resolving the grievances of the security holders of the company including complaints related to transfer/ transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/ duplicate certificates, general meetings etc.;

(ii) Review of measures taken for effective exercise of voting rights by shareholders;

(iii) Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent; and

(iv) Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/ annual reports/ statutory notices by the shareholders of the company.

Constitution

42. As on March 31, 2024, the Committee comprises of Shri Venkatesan M (DIN: 07667728), Non-official (Independent) Director as Chairperson, Shri Bejoy Bhasker (DIN: 08103825), Director (Technical) and Shri Jose V J (DIN: 08444440), Director (Finance) as members.

Stakeholders' Relationship Committee meetings held during 2023-24 and attendance

43. One meeting of the Stakeholders' Relationship Committee was held during 2023-24. The necessary quorum was present at this meeting. The attendance during this meeting was as follows:

Sl. No.	Name of the Member	Jan 30, 2024
1.	Shri Venkatesan M	Y*
2.	Shri Bejoy Bhasker	Y
3.	Shri Jose V J	Y

* attended through electronic mode

Name, designation and address of the Compliance Officer

Shri Syamkamal N
Company Secretary & Compliance Officer
Cochin Shipyard Limited
Administrative Building, Cochin Shipyard Premises
Perumanoor, Ernakulam, Kerala – 682015
Tel: +91 (484) 2501306
Email: secretary@cochinshipyard.in
Website: www.cochinshipyard.in

Status of Investor Complaints as on March 31, 2024 reported under Regulation 13(3) of the SEBI Listing Regulations

Complaints as on April 01, 2023	0
Received during the financial year	17
Resolved during the financial year	15
Not solved to the satisfaction of shareholders	0
Pending as on March 31, 2024	2

Risk Management Committee

44. The Risk Management Committee of CSL was constituted in line with the SEBI Listing Regulations on February 08, 2019. Since then the Committee has been reconstituted a few times on account of change in Directors and the latest reconstitution was on October 14, 2022. Prior to the constitution of the Committee, the risks had been periodically reviewed by the Board and the Audit Committee.

Terms of reference

45. Following are the terms of reference of Risk Management Committee:

(i) Monitoring and reviewing of the risk management plans including steps taken for ensuring cyber security;

(ii) Ensure required risk documentation is done on quarterly basis;

(iii) Provide updates and seek approval from Board of Directors on risk management; and

(iv) Such other functions as may be specified by the Board from time to time.

Constitution

46. As on March 31, 2024, the Committee comprises of Smt. Amrapali Prashant Salve (DIN: 09415405), Non-official (Independent) Director as Chairperson, Shri Bejoy Bhasker (DIN: 08103825), Director (Technical), Shri Jose V J (DIN: 08444440), Director (Finance) and Shri Sreejith K Narayanan (DIN: 09543968), Director (Operations) as members.

Risk Management Committee meetings held during 2023-24 and attendance

47. Two meetings of the Risk Management Committee were held during the financial year 2023-24. The necessary quorum was present at these meetings. The attendance during these meetings were as follows:

Sl. No.	Name of the Member	Sep 12, 2023	Mar 07, 2024
1.	Smt. Amrapali Prashant Salve	Y	Y
2.	Shri Bejoy Bhasker	Y	Y
3.	Shri Jose V J	Y	Y
4.	Shri Sreejith K Narayanan	Y	Y

Corporate Social Responsibility & Sustainable Development (CSR & SD) Committee

48. A sub-committee of the Board was constituted vide resolution no. 181/09 at the 181st meeting of the Board held on September 05, 2008 to decide on the matters relating to Corporate Social Responsibility in CPSEs.

49. The Sustainable Development Committee was constituted at the 197th Board Meeting held on November 23, 2011. The DPE vide OM No.3(9)/2010-DPE(MoU) dated September 23, 2011 has issued detailed guidelines on Sustainable Development in CPSEs.

50. Company decided to merge the Corporate Social Responsibility Committee and Sustainable Development Committee to decide the matters relating to CSR activities in line with the guidelines laid down under Schedule VII of the Companies Act, 2013. Accordingly, the aforesaid two committees were merged into Corporate Social Responsibility & Sustainable Development Committee pursuant to the circular resolution dated March 08, 2013.

Since then the Committee has been reconstituted several times on account of change in Directors and the latest reconstitution was on December 20, 2021.

Terms of reference

51. The following are the terms of reference of the Corporate Social Responsibility & Sustainable Development Committee:

    (i) Recommend CSR and sustainability development policy to the Board;

    (ii) Recommend plan of action and projects to be initiated in the short, medium and long term for CSR and sustainability development;

    (iii) To recommend the annual CSR and sustainability development plan and budget; and

    (iv) Periodic review of CSR and sustainability development policy, plans and budgets.

Constitution

52. As on March 31, 2024, the Committee comprises of Shri Nahar Singh Maheshwari (DIN: 09419082), Non-official (Independent) Director as Chairperson, Smt. Amrapali Prashant Salve (DIN: 09415405), Non-official (Independent) Director, Shri Bejoy Bhasker (DIN: 08103825), Director (Technical) and Shri Jose V J (DIN: 08444440), Director (Finance) as members.

CSR & SD Committee meetings held during 2023-24 and attendance

53. Four meetings of CSR & SD Committee were held during the year 2023-24. The necessary quorum was present at these meetings. The attendance during these meetings were as follows:

Sl. No.	Name of Director	2023			2024
		May 18	Jul 27	Nov 06	Jan 30
1.	Shri Nahar Singh Maheshwari	Y	Y	Y	Y
2.	Smt. Amrapali Prashant Salve	Y*	Y	Y	Y
3.	Shri Bejoy Bhasker	Y	Y	Y*	Y
4.	Shri Jose V J	Y	Y	Y	Y

* attended through electronic mode.

General Body Meetings

54. The date, time and venue of the last three Annual General Meetings are given below:

Year	Date	Time	Venue	Special resolution passed
2022-23	Sep 28, 2023	11:00 hrs.	Not Applicable since the meeting was held through electronic mode	Nil
2021-22	Sep 29, 2022	11:00 hrs.	Not Applicable since the meeting was held through electronic mode	7
2020-21	Sep 29, 2021	11:00 hrs.	Not Applicable since the meeting was held through electronic mode	Nil

Postal Ballot

55. During the financial year 2023-24, no special resolution has been passed through postal ballot. However, the resolutions for approval of Sub-division/ split of the then existing 1 (One) Equity Share of face value of ₹10/- (Rupees Ten Only) each fully paid up into 2 (Two) Equity Shares of face value of ₹5/- (Rupees Five Only) each fully paid up and consequent alteration of Capital Clause (Clause V) of the Memorandum of Association of the Company was put through as ordinary resolutions by means of postal ballot electronic voting process in compliance with the applicable provisions of the Companies Act, 2013 and SEBI Listing Regulations. M/s. Mehta and Mehta, Practicing Company Secretaries (ICSI Unique Code P1996MH007500) were appointed as the Scrutinizers for the said postal ballot electronic voting process.

56. In compliance with Regulation 44 of the SEBI Listing Regulations and pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013 read with the Rules made thereunder and the relevant Circulars issued by the Ministry of Corporate Affairs (MCA), the manner of voting on the said resolutions were restricted only to e-voting i.e., by casting votes electronically instead of submitting postal ballot forms. The Company provided the remote e-voting facility to its Members through National Securities Depository Limited (NSDL). In compliance with the relevant MCA Circulars, the Postal Ballot Notice inter alia including the instructions for e-voting was sent only through electronic mode on November 13, 2023, to those Members whose names appear on the Register of Members/ Depositories' records, as the case may be, as on the cut-off date Friday, November 10, 2023 and whose email address is registered with the Company's RTA/ Depository Participants (DP). The same has also been made available on the Company's website and the websites of the Stock Exchanges. The remote e-voting period commenced on Tuesday, November 14, 2023 at 09:00 Hrs. IST and ended on Wednesday, December 13, 2023 at 17:00 Hrs. IST. Upon conclusion of the remote e-voting period, the Scrutinizer submitted his report on the postal ballot electronic voting process on December 14, 2023 and the result of e-voting were announced on the same day. The said resolutions were passed with requisite majority on December 13, 2023 and the summary of the voting results is given below:

Description of the Resolution	No. of votes cast	Votes cast in favour of the Resolution		Votes cast against the Resolution	
		Number	%	Number	%
Sub-division/ split of Equity Shares	10,17,17,516	10,16,99,451	99.98	18,065	0.02
Alteration of Capital Clause	10,17,12,371	10,16,94,241	99.98	18,130	0.02

57. The voting results along with the Scrutinizer's Report has been made available on the Company's website and the websites of the Stock Exchanges.

58. None of the business proposed to be transacted in the ensuing AGM requires the passing of a special resolution by way of postal ballot.

59. Further, there is no immediate proposal for passing any resolution through postal ballot. However, if required, the same shall be passed in compliance with the applicable statutory provisions.

Particulars of Senior Management Personnel

60. CSL has categorized the executives of the Company in the rank of General Managers and above, Unit heads, head of Internal Audit and the Company Secretary as the senior management personnel as required under Regulation 16(1)(d) of the SEBI Listing Regulations. The particulars of senior management personnel during the financial year ended March 31, 2024 are as follows:

Sl. No.	Name	Designation
1.	Shri Neelakandhan A N	CGM (Planning & Project Management)
2.	Shri Rajesh Gopalakrishnan	CGM (Ship Repair)
3.	Shri Harikrishnan S	CGM (Ship Building)
4.	Shri Eldho John	GM (Tech & Infra Projects)
5.	Shri Sivakumar A	GM (Materials)
6.	Shri Sunil Kumar K R	GM (IAC & Defence Projects)
7.	Smt. Anjana K R	GM (Design)
8.	Shri Jayan K Thampi	GM (Outfit & Outsourcing)
9.	Shri Shiraz V P	GM (IAC/ DP – Project Management) & Strategy
10.	Shri Sivaram Narayana Swamy	GM (BD–SB)
11.	Shri Subash A K	GM (HR & Trg.)
12.	Shri Deepu Surendran	GM (C-SAS)
13.	Shri Santhosh Philip	GM (Ship Repair)
14.	Shri Shibu John	GM (Finance)
15.	Shri Harikumar K	GM (Hull & Shops)
16.	Smt. Mary Ranjit Abraham	DGM (Internal Audit) – Head of Internal Audit
17.	Shri Sanil Peter	DGM (CKSRU) – Unit Head
18.	Shri Shyamkumar G	DGM (CMSRU) – Unit Head
19.	Shri Sreekanth Veerappan	DGM (CANSRU) – Unit Head
20.	Shri Syamkamal N	Company Secretary

During the financial year 2023-24, there were no changes in the senior management personnel except as stated below.

Sl. No.	Name	Remarks
1.	Shri Harikumar K	Inducted into senior management personnel category on April 17, 2023 consequent to the promotion to General Manager (GM) cadre.

Means of Communication

61. All price-sensitive information and matters that are material to shareholders are disclosed to the respective Stock Exchanges, where the securities of the Company are listed. All submission to the Exchanges is made through the respective electronic filing systems.

62. The financial results for the quarter/ half-year/ year were published as under:

Quarter/ half-year/ year	In the month of
Quarter ending June 30, 2023	August
Quarter/ half-year ending September 30, 2023	November
Quarter ending December 31, 2023	January
Year ending March 31, 2024	May

63. Quarterly/ half-yearly/ annual results, notices and information relating to General Meetings etc. are published in leading newspapers viz., Business Line/ Business Standard (all editions), Mathrubhumi (Kochi edition) and Jansatta (all editions) and are notified to the Stock Exchanges as required under the SEBI Listing Regulations.

64. The quarterly/ half-yearly/ annual financial results and other communication to shareholders and Stock Exchanges, inter alia including presentations to institutional investors & analysts, press releases etc., are made available in the Company's website www.cochinshipyard.in under 'INVESTORS' section. They are also filed with the National Stock Exchange of India Limited (NSE) through NSE Electronic Application Processing System (NEAPS) and with BSE Limited (BSE) through BSE online portal.

General Shareholder Information

65. Annual General Meeting for FY 2024

Date	Time	Venue
September 30, 2024	11:00 hrs.	Not Applicable since the meeting is being held through electronic mode

66. Financial Year: April 01, 2023 to March 31, 2024.

Dividend Payment

67. The final dividend for the year ended March 31, 2024, if approved at the AGM, will be paid, subject to deduction of tax at source, on or before October 29, 2024. The Company will be making the dividend payment by electronic mode wherever possible and by dividend warrants/ demand drafts in other cases.

68. The particulars of total dividend declared in the previous three financial years are given below:

(₹)

Financial Year	Final Dividend per Equity Share		Interim Dividend per Equity Share			
			01st		02nd	
	Amount	Face Value	Amount	Face Value	Amount	Face Value
2023-24	2.25	5	8.00	10	3.50	5
2022-23	3.00	10	7.00	10	7.00	10
2021-22	3.75	10	6.00	10	7.00	10

Listing of shares and stock code

69. The Company's equity shares are listed at the following Stock Exchanges and listing fees for the year 2023-24 has been paid to the Stock Exchanges.

Name and address of the Stock Exchange	Stock Code
BSE Limited Phiroze Jeejeebhoy Tower Dalal Street, Mumbai – 400 001	540678
National Stock Exchange of India Limited Exchange Plaza, 5th Floor Bandra – Kurla Complex, Bandra (East) Mumbai – 400 051	COCHINSHIP

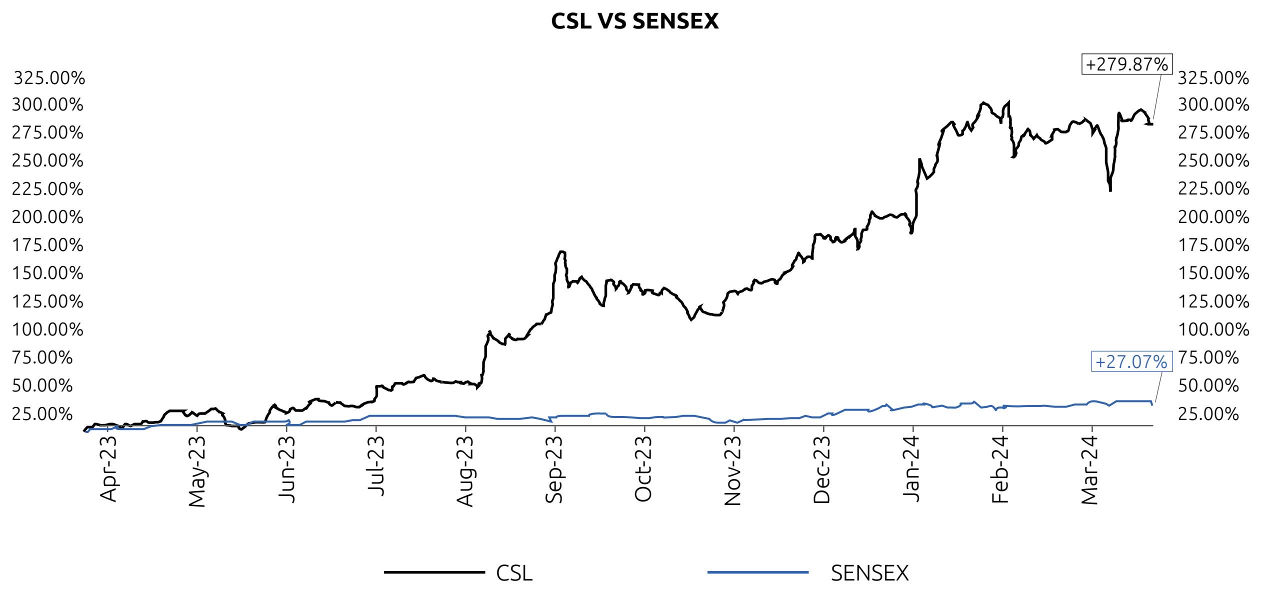
70. The International Securities Identification Number (ISIN) for the Company's shares has been changed from INE704P01017 to INE704P01025 w.e.f January 10, 2024 pursuant to the Sub-division/ Stock split.

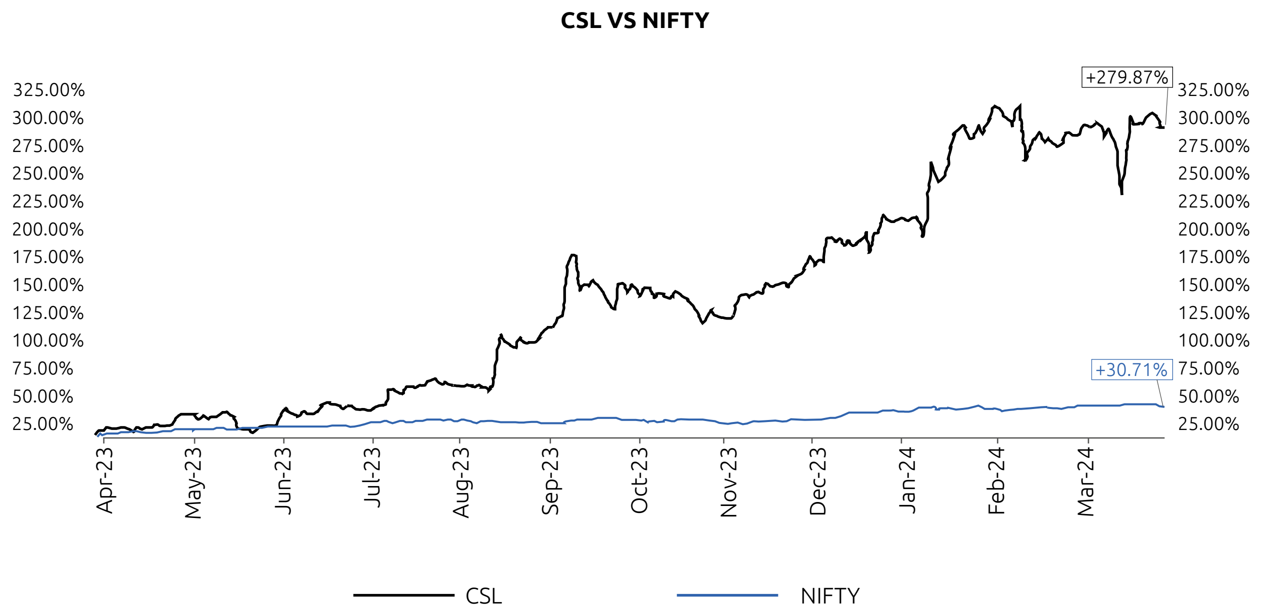
71. Market Price data – high, low during each month in the last financial year (i.e. year under review):

Price and volume of shares traded

Month/ Year	BSE Limited			National Stock Exchange of India Limited		
	High (₹)	Low (₹)	Volume (Nos. in Lakhs)	High (₹)	Low (₹)	Volume (Nos. in Lakhs)
Apr 2023	509.75	466.65	7.25	509.60	466.65	87.78
May 2023	565.70	469.05	9.04	566.25	468.95	177.08
Jun 2023	609.00	490.35	28.30	609.40	490.25	530.13
Jul 2023	717.00	555.10	30.65	717.00	555.80	725.98
Aug 2023	923.00	633.00	46.62	923.00	632.20	1190.90
Sep 2023	1258.00	893.00	59.49	1258.50	893.10	1160.78
Oct 2023	1104.65	871.50	24.62	1105.00	871.20	414.94
Nov 2023	1217.00	940.00	26.87	1218.00	940.00	531.15
Dec 2023	1409.00	1155.75	32.94	1408.85	1155.75	618.05
Jan 2024	1384.00	674.40	80.04	1383.90	675.10	1306.13
Feb 2024	941.05	791.10	33.46	941.95	790.00	498.45
Mar 2024	930.00	712.90	35.40	930.80	713.35	511.52

Performance in comparison to broad based indices





The Company had in January 2024 (Record Date: January 10, 2024), carried out the sub-division of equity shares in the ratio of 1:2 i.e., One Equity Share of face value of ₹10 each fully paid up was sub-divided/ split into Two Equity Shares of face value of ₹5 each fully paid up.

Details of securities suspended

Not applicable.

Registrar and Transfer Agents (RTA)

Link Intime India Private Limited
Surya, 35, Mayflower Avenue
Behind Senthil Nagar
Sowripalayam Road, Coimbatore
Tamil Nadu – 641028
Tel: +91 (422) 2314792, 2315792
E-mail: coimbatore@linkintime.co.in

Share Transfer System

72. The Company's shares being in the compulsory demat list, are transferable through the depository system.

Distribution of Shareholding

73. Distribution of shareholding based on number of folios as on March 31, 2024.

No. of shares held	Members		Shares	
	No.	%	No.	%
1-500	391704	97.05	21645811	8.23
501-1000	6823	1.70	5116902	1.94
1001-2000	2929	0.72	4430915	1.68
2001-3000	754	0.19	1923658	0.73
3001-4000	395	0.10	1456789	0.55
4001-5000	227	0.05	1049031	0.40
5001-10000	395	0.10	2817566	1.07
>10000	358	0.09	224640108	85.40
Total	**403585**	**100.00**	**263080780**	**100.00**

Dematerialization of shares and liquidity

74. The Company's shares are compulsorily traded in dematerialized form and are available on both the depositories viz., NSDL and CDSL.

    Percentage of shares held in

Physical form	:	0.00
Electronic form with NSDL	:	88.28
Electronic form with CDSL	:	11.72

75. The Company's equity shares are regularly traded on the BSE and NSE.

    Outstanding Global Depository Receipts (GDRs) or American Depository Receipts (ADRs) or warrants or any convertible instruments, conversion date and likely impact on equity

    None.

Foreign exchange risk and hedging of activities

76. The Company has formulated a Forex Risk Management Policy duly approved by the Board and the forex exposures are being hedged depending upon the market conditions.

77. The Company is also keeping a constant watch on the forex market fluctuations and has been exploring various options of foreign currency borrowings like buyer's credit etc. as part of effective working capital management. Status of the forex exposure and the hedging position is reviewed by the Audit Committee, Risk Management Committee and the Board.

Plant Locations

- CSL Kochi Main Unit – Shipbuilding & Ship Repair facility at Perumanoor P O, Kochi – 682015
- CSL International Ship Repair Facility (ISRF) at Cochin Port Premises, Willingdon Island, Kochi – 682003
- CSL Mumbai Ship Repair Unit (CMSRU) at Mumbai Port Premises, Mumbai – 400001
- CSL Kolkata Ship Repair Unit (CKSRU) at Syama Prasad Mookerjee Port Premises, Kolkata – 700024
- CSL Andaman & Nicobar Ship Repair Unit (CANSRU) at Marine Dockyard, Port Blair – 744101

Address for Correspondence

Company Secretary & Compliance Officer
Cochin Shipyard Limited
Administrative Building, Cochin Shipyard Premises
Perumanoor, Ernakulam, Kerala – 682015
Tel: +91 (484) 2501306
Email: secretary@cochinshipyard.in
Website: www.cochinshipyard.in

Credit Ratings

Instrument	ISIN	Rating
8.72% Tax Free Secured Redeemable Non-Convertible Bonds	INE704P07030	AAA by India Ratings and Research (Ind-Ra) and Care Ratings

8.51% Tax Free Secured Redeemable Non-Convertible Bonds (ISIN: INE704P07014) were redeemed on December 02, 2023.

Other Disclosures

Related Party Transactions

78. During the year under review, there were no materially significant related party transactions that had or may have conflict with the interest of the Company at large. The Company has a policy for related party transactions, which can be accessed at the link https://cochinshipyard.in/investor/investor_titles/68.

Non-compliance by the Company

79. BSE Limited has imposed a fine of ₹11,800 (incl. GST) on the Company in May 2024 for one working day delay in intimating the record date fixed in the month of November 2021 for payment of interest on the Company's 8.51% Tax Free, Secured Redeemable Non-Convertible Bonds (ISIN: INE704P07014). The Company has paid the fine within the prescribed time. Apart from the above, no penalties/ strictures have been imposed on the Company by the Stock Exchanges or Securities and Exchange Board of India (SEBI) or any other statutory authority on any matter relating to capital markets during the last three years.

Vigil Mechanism and Whistle Blower Policy

80. CSL had adopted a Whistle Blower Policy approved by the Board at its 198th meeting held on February 22, 2012, which was amended at the 228th Board meeting held on December 14, 2016. Further, in line with the Guidelines on Corporate Governance for Central Public Sector Enterprises issued by the Department of Public Enterprises, CSL had adopted a Fraud Prevention and Detection Policy at the 214th Board Meeting held on September 16, 2014. Since the larger objective of both policies was similar, CSL adopted a combined policy viz., Whistle Blower and Fraud Prevention Policy at the 252nd Board Meeting held on November 12, 2019. The said policy is available in the website of the Company at https://cochinshipyard.in/investor/investor_titles/68. CSL is a Government of India undertaking and follows Government guidelines on reporting of any illegal or unethical practices. Directors/ employees/ stakeholders/ representative bodies of employees are given freedom to report to their immediate Supervisor/ Chief Vigilance Officer or Chairman & Managing Director, details of any violation of rules, regulations and unethical conduct. The Directors and Senior Management are bound to maintain confidentiality of such reporting and ensure that the whistle blowers are afforded protection against any harassment and not subjected to any discriminatory practices. During the period under report no personnel has been denied access to the Audit Committee.

Code of Conduct for Prevention of Insider Trading

81. The Company has in place a Code of Conduct for Prevention of Insider Trading in compliance with the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015. The Code lays down guidelines, which advise on procedures to be followed and disclosures to be made, while dealing with the shares of the Company, and cautioning them of the consequences of violations. The Code of Conduct for Prevention of Insider Trading is hosted on the website of the Company and can be accessed at https://cochinshipyard.in/investor/investor_titles/68.

Mandatory Requirements

82. A comprehensive report on the status of compliance with all the applicable corporate laws, rules and regulations by the Company is placed before the Board on a quarterly basis for their information and review. The Company has complied with all the mandatory requirements of the Code of Corporate Governance as specified in Regulations 17 to 27 and Clauses (b) to (i) of Sub-regulation (2) of Regulation 46 of the SEBI Listing Regulations.

Non-Mandatory Requirements

83. The Company has complied with the following non-mandatory requirements of the SEBI Listing Regulations relating to Corporate Governance. The status of compliance with the non-mandatory requirements listed in Regulation 27(1) read with Part E of Schedule II of the SEBI Listing Regulations is as under:

- During the year under review, there is no audit qualification in the Company's financial statements. The Company continues to adopt best practices to ensure regime of unmodified audit position.

Subsidiary Company

84. Regulation 16 of the SEBI Listing Regulations defines a 'material subsidiary' as subsidiary, whose income or net worth exceeds 10% of the consolidated income or net worth respectively, of the listed entity and its subsidiaries in the immediately preceding accounting year. Under this definition, the Company does not have any unlisted material subsidiary incorporated in India.

85. Hooghly Cochin Shipyard Limited (HCSL) is a wholly owned subsidiary company of Cochin Shipyard Limited (CSL) which was incorporated as Joint Venture Company on October 23, 2017, venturing with Hooghly Dock & Port Engineers Limited. However, since November 01, 2019, HCSL is a wholly owned subsidiary of CSL. Further, the Company has taken over Tebma Shipyards Limited (TSL) through the statutory insolvency resolution process with effect from September 15, 2020. Accordingly, TSL has become a wholly owned subsidiary of CSL with effect from September 15, 2020. Subsequently, with effect from April 22, 2022 the name of TSL was changed to Udupi Cochin Shipyard Limited (UCSL).

86. Pursuant to the explanation under Regulation 16(1) (c) of the SEBI Listing Regulations, the Company has formulated a policy for determining 'material subsidiaries' which is disclosed on the Company's website at https://cochinshipyard.in/investor/investor_titles/68.

Details of compliance with the requirement of Corporate Governance guidelines

87. In terms of SEBI Listing Regulations and DPE Guidelines on Corporate Governance, certificate regarding Compliance of Corporate Governance Guidelines from Practicing Company Secretary is placed at **Annexure I** to this report.

Details of Presidential Directives issued by Central Government and their compliance during the year and also in the last three years

88. The Company has complied with all presidential directives issued by Central Government regarding the operation of PSUs.

89. Items of expenditure debited in books of accounts, which are not for the purposes of the business: Nil

90. Expenses incurred which are personal in nature and incurred for the Board of Directors and Top Management: Nil

91. The administrative and office expenditure of the Company for the year 2023-24 was 2.52% of the total expenditure as against 2.59% in 2022-23. Financial expenditure stood at 1.10% of the total expenditure in 2023-24, against 1.57% in the previous year.

92. A certificate from a Company Secretary in Practice, that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors of companies by the SEBI/ Ministry of Corporate Affairs or any such statutory authority, is placed at **Annexure II** to this report.

93. The Company has paid an amount of ₹30.25 Lakhs to M/s. Anand & Ponnappan, Statutory Auditors for the services provided to the Company and its subsidiaries.

Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

Number of complaints filed during the financial year 2023-24	2
Number of complaints disposed of during the financial year 2023-24	1
Number of complaints pending as on the end of the financial year 2023-24	1

Code of Conduct

94. The Board has prescribed a Code of Conduct for all the Board members and Senior Management of the Company. All Board members and Senior Management personnel have confirmed compliance with the Code of Conduct for the year 2023-24. The Code of Conduct is hosted on the website of the Company and can be accessed at https://cochinshipyard.in/investor/investor_titles/68.

95. A declaration signed by the Chairman & Managing Director of the Company is given below:

I hereby declare that all the members of the Board of Directors and Senior Management personnel have affirmed compliance with the Code of Conduct of the Board of Directors and Senior Management personnel in respect of the financial year 2023-24.

Madhu Sankunny Nair
Chairman & Managing Director
DIN: 07376798

CEO/ CFO Certification

96. The CEO/ CFO certification of the financial statements for the year is appended at **Annexure III** to this report.

Risk Management Process

97. CSL has put in place a comprehensive Risk Management Policy, approved by the Board of Directors at their 214th meeting held on September 16, 2014 and later amended at the 259th Board Meeting held on February 12, 2021. The salient features of the said policy are as follows:

    (i) Risk Management Vision Statement: Minimize the organizational risks to an acceptable level and adopt risk management practices which would help the Company to attain its goals and objectives while at the same time ensuring minimization of risks.

    (ii) Risk Management Policy:

    (a) The risk management process is implemented to improve the Company's ability to prevent risks and ensure timely detection of risk.

    (b) To identify risks and its mitigation.

    (c) Risk management process to be standardized.

    (d) Facilitate sharing of risk information.

98. The risk management policy intends to put in place an effective risk management framework and an appropriate reporting mechanism. The management of Cochin Shipyard would periodically identify the various risks and assess/ analyze their impact on the Company. Risk mitigation and management measures would be put in place to effectively manage these risks. The Board may approve changes to the policy from time to time in order to align it with the changes in business environment.

Risk Management System and Structure

99. The Board has constituted a Risk Management Committee to review the risk management system within CSL. The Board also discharge its responsibility of risk oversight by ensuring the review at periodical intervals. The CSL management comprising of CSL Board level and below Board level executives are entrusted with the implementation of the risk management process. In this respect, Risk Management Steering Committee and Functional Risk Management Committees have been constituted to implement the policy in CSL.

100. Due to the peculiar nature of business carried on by CSL, it avoids the risk relating to its commodities.

101. Exposure of the listed entity to commodity and commodity risks faced by the entity throughout the year:

    (a) Total exposure of the listed entity to commodities: ₹118.93 Crores.

    (b) Exposure of the listed entity to various commodities:

Commodity Name	Exposure in ₹ towards the particular commodity	Exposure in Quantity terms towards the particular commodity	% of such exposure hedged through commodity derivatives				
			Domestic market		International market		Total
			OTC	Exchange	OTC	Exchange	
Steel	₹118.93 Crores	14769.48 Tonnes	-	-	-	-	-

(c) In order to avoid risk relating to increase in input cost, the Company places order for all major inputs with staggered delivery at the time of signing of shipbuilding contract. The offers are checked with the estimates taken for arriving at the estimated cost. In the case of ship repair, major components are normally supplied to ship owners at cost plus basis as the components are normally of the owner's preference.

Shareholding pattern

102. The Company has 26,30,80,780 equity shares of face value of ₹5/- each, details of which as on March 31, 2024 are as follows:

Category of share holders	Number of share holders	Total number of shares	Percentage (%)
Central Government	1	191686928	72.8624
Clearing Members	15	2012	0.0008

Category of share holders	Number of share holders	Total number of shares	Percentage (%)
Other Bodies Corporate	926	4125779	1.5683
Directors & Key Managerial Personnel	2	2801	0.0011
Hindu Undivided Family	5356	1185743	0.4502
Mutual Funds	23	5597228	2.1276
Non-Nationalised Banks	2	1220	0.0005
Non-Resident Indians	4033	2344471	0.8912
Non-Resident (Non Repatriable)	2963	827060	0.3144
Public	390018	42508794	16.1581
Trusts	7	18338	0.007
Insurance Companies	16	753338	0.2864
Body Corporate – Limited Liability Partnership	74	180352	0.0686
Foreign Portfolio Investors (Individual)	3	8300	0.0032
Foreign Portfolio Investors (Corporate)	137	13746952	5.2254
NBFCs registered with RBI	6	20664	0.0079
Alternate Investment Funds – III	3	70800	0.0269
Total	**403585**	**263080780**	**100.0000**

Means of Communication

103. The quarterly/ half-yearly/ yearly financial results are posted on the websites of the BSE, NSE and the Company, after consideration and approval by the Board and are also published in one English national daily having all India circulation and at least in one Malayalam national daily, Kochi edition within 48 hours of its approval. These results have also been published in one Hindi national daily having all India circulation. The Annual Report of the Company is posted in the website viz., www.cochinshipyard.in. The website of the Company also displays all official news releases.

Audit Qualifications

104. The Report submitted by M/s. Anand & Ponnappan, Statutory Auditors of the Company does not contain any qualification, reservation or adverse remark or disclaimer.

105. The Report submitted by M/s. SVJS & Associates, Secretarial Auditors of the Company does not contain any qualification, reservation or adverse remark or disclaimer.

Training Board Members

106. The Board members of CSL are senior executives who have a very vast, wide and varied experience in the areas of education, industry, defence, management, human resource management and administration. CSL has benefited from their vision and knowledge. Presentations are made to the Board members on the Company's performance, business model, corporate plan and future outlook, on their induction in the Board. In addition, at the Board/ Committee/ other meetings, detailed presentations are made by the senior management personnel/ professionals/ consultants on business related issues, risk assessment, risk policy etc. The Directors are encouraged to identify and attend specific training programmes to improve their effectiveness. Further, the newly appointed Independent Directors are nominated for structured training programs organized by the DPE. The Board has also adopted a policy regarding training of Directors.

For and on behalf of the Board of Directors

Madhu Sankunny Nair
Chairman & Managing Director
DIN: 07376798

Kochi
August 27, 2024

Annexure I

CERTIFICATE ON CORPORATE GOVERNANCE

To
The Members
Cochin Shipyard Limited
Administrative Building
Cochin Shipyard Premises
Perumanoor, Cochin
Ernakulam, Kerala – 682015

1. We have examined the compliance of conditions of Corporate Governance by Cochin Shipyard Limited (hereinafter referred as "the Company") for the Financial Year ended March 31, 2024, as prescribed under Regulations 17 to 27, clauses (b) to (i) of Regulation 46(2) and paras C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as "Listing Regulations").

Management's Responsibility

2. The compliance of conditions of Corporate Governance is the responsibility of the Management. This responsibility includes the design, implementation and maintenance of internal control and procedures to ensure compliance with the conditions of the Corporate Governance stipulated in the Listing Regulations. Responsibility also includes collecting, collating and validating data and designing, implementing and monitoring of Corporate Governance process suitable for ensuring compliance with the above-mentioned Listing Regulations.

Our Responsibility

3. Pursuant to the Listing Regulations, it is our responsibility to provide a reasonable assurance whether the Company has complied with the conditions of Corporate Governance as stipulated in Listing Regulations for the year ended March 31, 2024.

4. We have examined the compliance of conditions of Corporate Governance by the Company for the period April 01, 2023 to March 31, 2024 as per the Listing Regulations. Our responsibility is limited to examining the procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of the Corporate Governance for the period April 01, 2023 to March 31, 2024. It is neither an audit nor an expression of opinion on the financial statements of the Company.

Opinion

5. Based on our examination of the relevant records and according to the information and explanations provided to us and the representations provided by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Regulations 17 to 27, clauses (b) to (i) of Regulation 46(2) and paras C, D and E of Schedule V to the Listing Regulations during the financial year ended March 31, 2024.

6. We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Restriction on use

7. The certificate is addressed and provided to the members of the Company solely for the purpose to enable the Company to comply with the requirement of the Listing Regulations, and it should not be used by any other person or for any other purpose.

For SEP & Associates
Company Secretaries
(Peer Review Certificate No. 3693/2023)

CS Syam Kumar R
Lead Partner
FCS: F6086 COP: 25735
UDIN: F006086F000436384

Place: Ernakulam
Date: 23.05.2024

CERTIFICATE ON CORPORATE GOVERNANCE

(Clause 8.2.1 of the Guidelines on Corporate Governance for Central Public Sector Enterprises 2010 issued by the Department of Public Enterprises, Government of India)

To
The Members
Cochin Shipyard Limited
Administrative Building
Cochin Shipyard Premises
Perumanoor, Cochin
Ernakulam, Kerala – 682015

We have examined the compliance of conditions of Corporate Governance by Cochin Shipyard Limited (hereinafter referred as "the Company") for the Financial Year ended March 31, 2024, as stipulated under Clause 8.2.1 of the Guidelines on Corporate Governance for Central Public Sector Enterprises ("CPSEs") 2010 issued by the Department of Public Enterprises ("DPE"), Government of India.

We state that compliance of conditions of Corporate Governance is the responsibility of the management, and our examination was limited to procedures and implementation thereof adopted by the Company for ensuring compliance with conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to our examination of the relevant records and the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned guidelines.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

This certificate is issued solely for the purposes of complying with the guidelines on Corporate Governance for Central Public Sector Enterprises ("CPSEs") 2010 issued by the Department of Public Enterprises ("DPE"), Government of India and may not be suitable for any other purpose.

For SEP & Associates
Company Secretaries
(Peer Review Certificate No. 3693/2023)

CS Syam Kumar R
Lead Partner
FCS: F6086 COP: 25735
UDIN: F006086F000436395

Place: Ernakulam
Date: 23.05.2024

Annexure II

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To
Cochin Shipyard Limited
Administrative Building
Cochin Shipyard Premises
Perumanoor, Cochin
Ernakulam, Kerala – 682015

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Cochin Shipyard Limited** having **CIN: L63032KL1972GOI002414** and having registered office at Administrative Building, Cochin Shipyard Premises, Perumanoor, Cochin, Ernakulam, Kerala – 682015 (hereinafter referred as "the Company"), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C clause 10(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2024 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

Sl. No.	Name of Directors	DIN	Date of Appointment
1.	Madhu Sankunny Nair	07376798	01/01/2016
2.	Bejoy Bhasker	08103825	05/04/2018
3.	Valiyaparambil Jacob Jose	08444440	01/08/2019
4.	Sreejith Katayamkot Narayanan	09543968	21/07/2022
5.	Rajesh Sinha Kumar	05351383	21/11/2022
6.	Biju Prabhakar	03093072	02/01/2023
7.	Amrapali Prashant Salve	09415405	26/11/2021
8.	Nahar Singh Maheshwari	09419082	01/12/2021
9.	Ashok Kumar Sharma	09414565	26/11/2021
10.	Prithiviraj Harichandan*	01351097	22/11/2021
11.	Mani Venkatesan	07667728	22/11/2021
12.	Abhijit Biswas	09419083	01/12/2021

*Prithiviraj Harichandan ceased to be Director of the Company w.e.f May 02, 2024, consequent to his resignation on account of him contesting for the Odisha Legislative Assembly.

Ensuring the eligibility for the appointment/ continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For SEP & Associates
Company Secretaries
(Peer Review Certificate No. 3693/2023)

CS Syam Kumar R
Lead Partner
FCS: F6086 COP: 25735
UDIN: F006086F000436373

Place: Ernakulam
Date: 23.05.2024

Annexure III

CEO/CFO Certificate

To
The Board of Directors
Cochin Shipyard Limited
Kochi – 682015

Dear Sirs,

1. We have reviewed the financial statements and the cash flow statement for the year ended March 31, 2024 and that to the best of our knowledge and belief:

    (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

    (ii) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

2. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent or illegal or violative of the Company's code of conduct.

3. We accept responsibility for establishing and maintaining internal controls for financial reporting. We have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies, if any.

4. We have indicated to the Auditors and the Audit Committee that:

    (i) There has not been any significant change in internal control over financial reporting during the year;

    (ii) There has not been any significant change in accounting policies during the year requiring disclosure in the notes to the financial statements; and

    (iii) We are not aware of any instance during the year of significant fraud with involvement therein of the management or an employee having a significant role in the Company's internal control system over financial reporting.

5. We further certify that the funds disbursed for Corporate Social Responsibility (CSR) activities have been utilised by the Company for the purposes and in the manner as approved by the Board of Directors from time to time and also in accordance with the provisions of Section 135 of the Companies Act, 2013 and the Rules made there under.

Jose V J
Director (Finance) and CFO
DIN: 08444440

Madhu Sankunny Nair
Chairman & Managing Director
DIN: 07376798

May 24, 2024

Management Discussion and Analysis Report

Forward Looking Statements

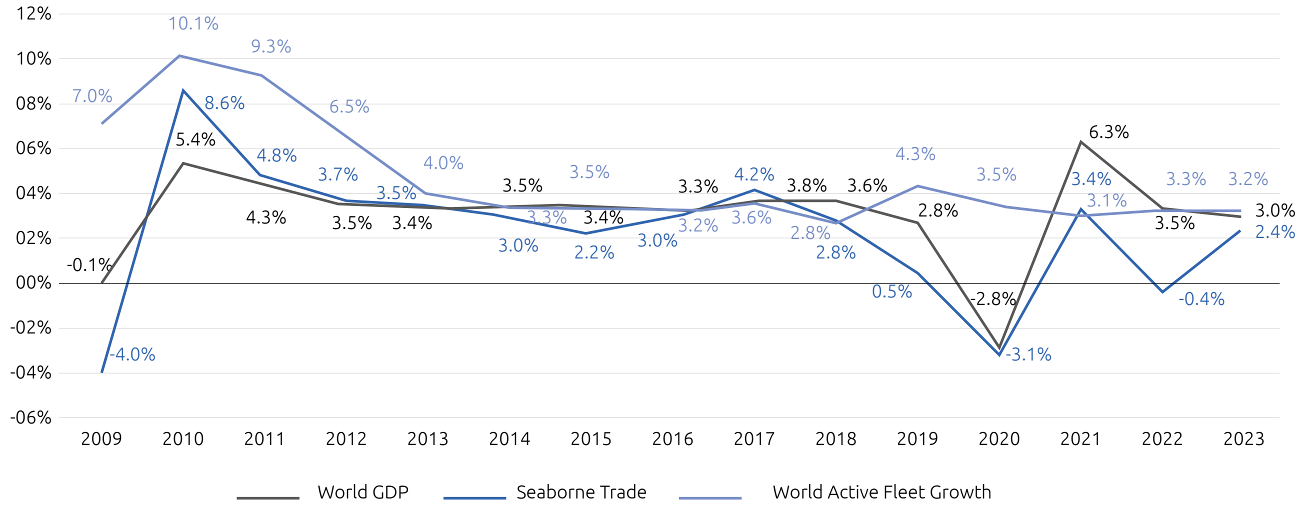
1. Statements in this Management Discussion and Analysis of financial condition and results of operations of the Company describing the Company's objectives, expectations or predictions may be forward looking within the meaning of applicable securities laws and regulations. Forward looking statements are based on certain assumptions and expectations of future events. The Company cannot guarantee that these assumptions and expectations are accurate or will be realised. The Company assumes no responsibility to publicly amend, modify or revise forward looking statements on the basis of any subsequent developments, information or events. Actual results may differ materially from those expressed in the statement. Important factors that could influence the Company's operations include government's strategy relating to acquisition of naval platforms, changes in government regulations, tax laws, economic developments within the country and such other factors globally. The financial statements are prepared under historical cost convention, on accrual basis of accounting and in accordance with the provisions of the Companies Act, 2013 and comply with the Accounting Standards specified under Section 133 of the said Act. The Company has used estimates and judgements relating to the financial statements on a prudent and reasonable basis, in order that the financial statements reflect in a true and fair manner, the state of affairs for the year.

2. The following discussions on our financial condition and result of operations should be read together with our audited financial statements and the notes to these statements included in the annual report.

Shipbuilding Industry

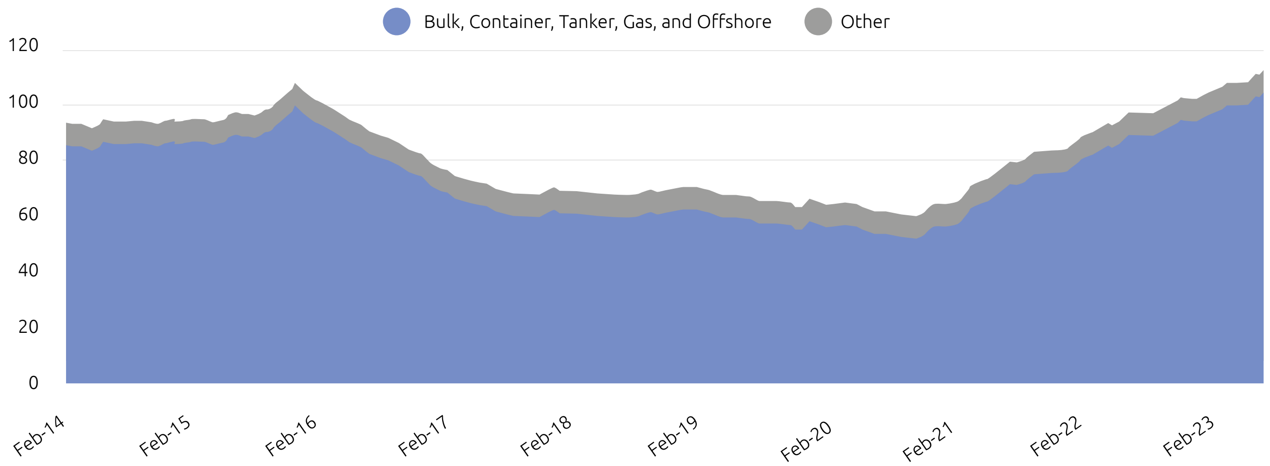
Global Shipbuilding Industry

3. Global economic growth slowed to 2.7% down from 3.5% in 2022 which is well below the historical (2000–19) average of 3.8%. Further, it is expected to slow down to 2.4% in 2024. The major causes could be resurgent inflation and the negative impact of persistent sanctions and geopolitical tensions amid the ongoing war in Ukraine and the one which started brutally in the Middle East and which now threatens to expand.



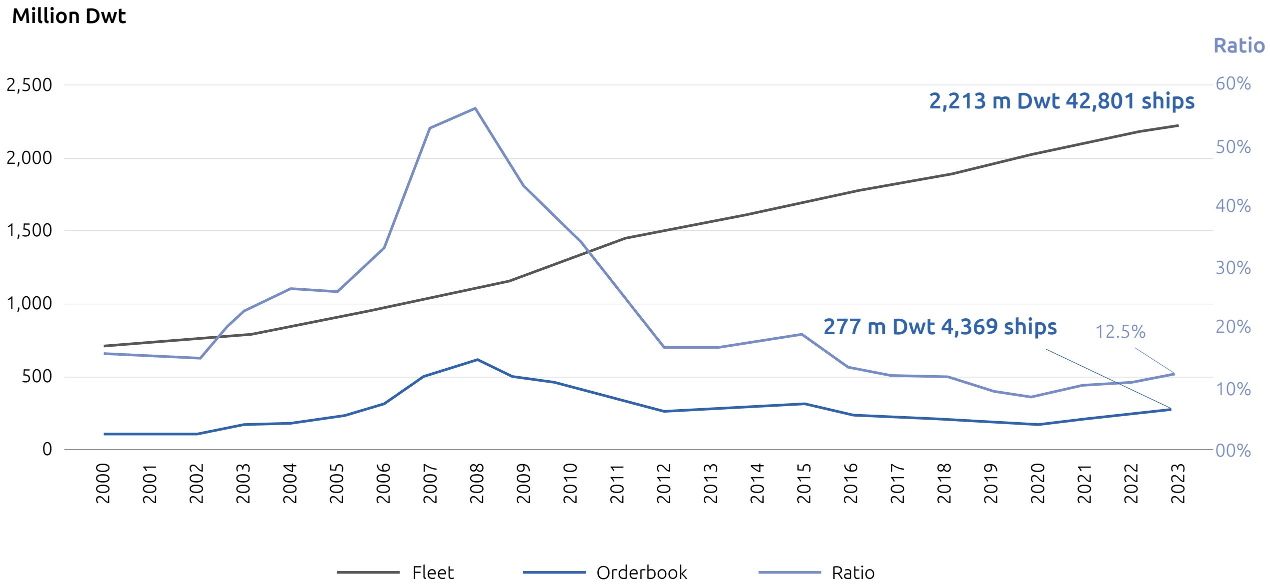
4. Despite this subdued economic environment, maritime trade fared reasonably well with increased ton-miles as trade flows grown by 4.1% y-o-y in 2023. Indeed, 2023 saw more and more ships deviating from their established trade routes in order to avoid attacks in the Red Sea or because of insufficient waters in the Panama Canal. This signifies the importance of flexible shipping in a global context.

5. In 2023, new building orders increased from 100.5 million Dwt to 116.5 million Dwt. If the shipyards had profited on a container carrier boom in 2021 and 2022, the relative contraction of the container market in 2023 was an opportunity for them to focus on the more traditional segments of tankers and bulkers. The present order book is 10% more than the previous peak of 2015 and provides significant resilience to the global shipyards to look long term for further capacity additions and revival of idling yards. Presently, there are approximately 300 operational shipbuilding facilities globally. These yards have either secured new contracts or successfully delivered tonnage within the year. This current count represents about 40% of the peak number observed in 2007 when there were about 700 active facilities. After several years of capacity reduction, last year we saw several attempts to reopen some facilities. The expected deliveries in 2024 could reach a range around 90 to 95 million Dwt.



Sources: MB Shipbrokers Insights, S&P Global Market Intelligence

Fleet and Orderbook Evolution

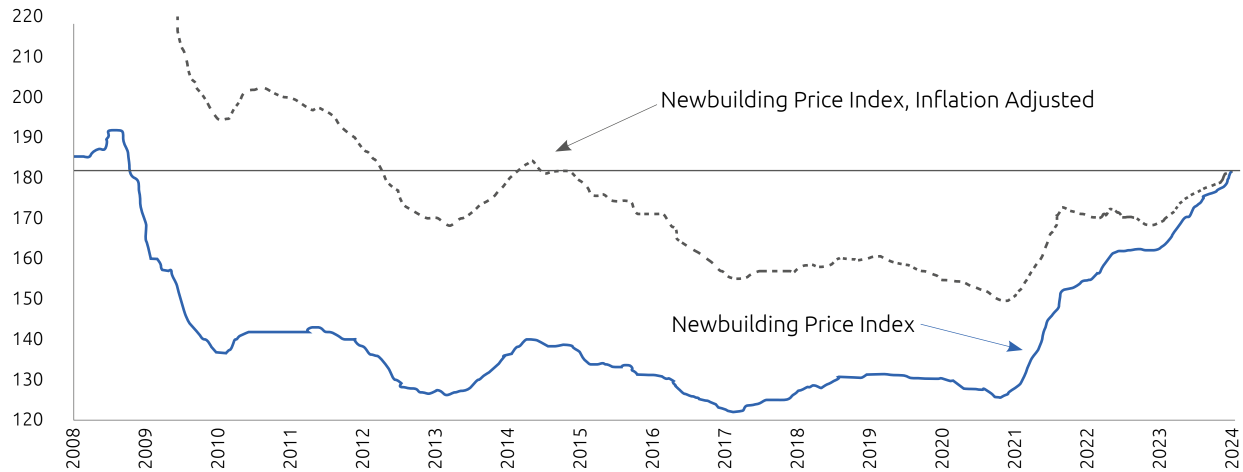


6. In 2023, China, Korea, Japan and Europe accounted for 126.1 m Gt, 66.0 m Gt, 26.4 m Gt and 9.9 m Gt of the global order book, respectively. In million Dwt terms, the equivalent figures were 161.1, 65.2, 37.4 and 4.7 million Dwt. The three Asian shipbuilding giants China, Korea and Japan together accounting for about 95% of the global order-book by deadweight, continued to fight fiercely while trying to focus their efforts on high value transaction. India strengthened their return into the international shipbuilding market which was initiated in 2022. Among countries other than big three and Europe, the Indian order book moved from the sixth position to fourth with 48 ships in its order book against 30 in 2022.

7. Fitch Ratings maintains its negative outlook for the shipping sector on the earnings, mainly reflecting the continuing challenges for the container shipping, which could lead to year-on-year (yoy) worsening of the results. The main risks include the potential for weaker-than-expected global GDP growth or geo-political developments causing adverse dislocations. A potential increase in trade protectionism (or "friend-shoring") could also see changes in trade flows and limit demand across a few high-margin or critical products.

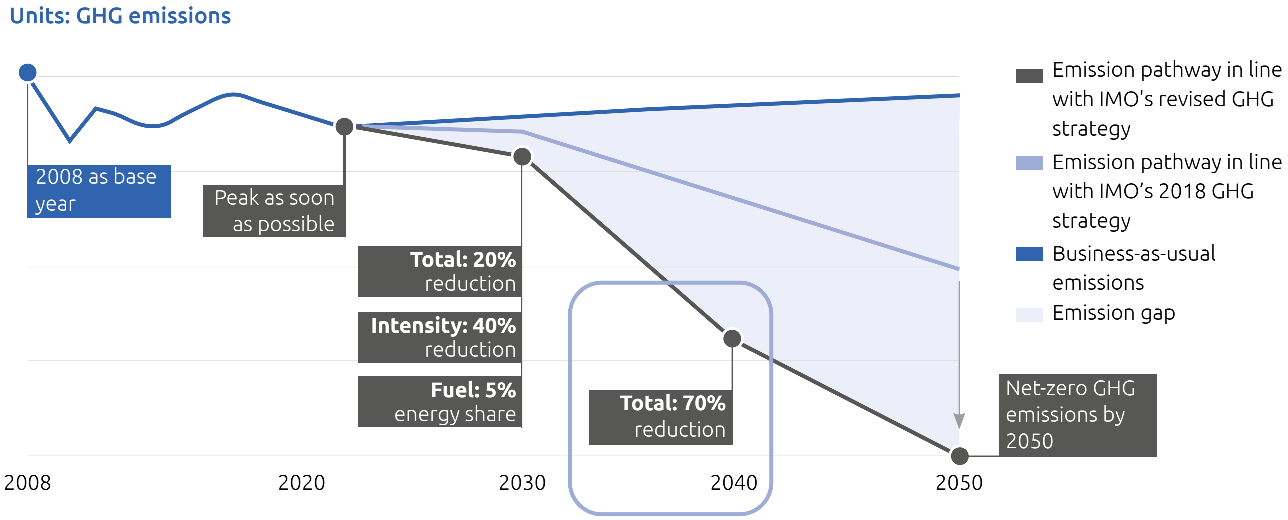
8. However, Shipbuilding activity is likely to show robust performance due to the present healthy order book and the need for new tonnage meeting new rules and regulations, replace an ageing fleet (above 14 years), the need to cope with additional ton miles that exploded in 2023, the need to reduce speed to comply with intermediate requirements (CII for instance) and the potential for a new super cycle in the shipbuilding industry to replace all the ships that were delivered in large numbers between 2005 and 2010, suggest a very similar global figure to last year. New building prices increased across segments in 2023 and is likely to see further increases in 2024.

Newbuilding Price Index



Green Shipping – Transition towards Green Shipping/ Low-carbon Shipping

9. To accelerate efforts on climate change mitigation, the IMO came out with a new revised GHG Strategy as well as on mid-term measures, including some that are market-based. At the EU level, EU admitted shipping also the EU Emission Trading Scheme which could have important implications for both intra and extra EU trade. With developments at IMO and the EU amongst others, the regulatory and policy framework being evolved reflects almost 50% of new build orders (by GT) is with alternative fuelled technology. The fillip due to the prospects of large ageing fleet replacements and new regulatory restrictions impact positively on long term basis driving new ship acquisition investments. CSL is strongly engaged in this segment and with strong track record, further demonstrated the capability by piloting a hydrogen fuel cell ferry project. CSL was successful in bagging orders from European clients for construction of new generation green technology vessels. This is a sunrise segment opening multiple opportunities for the Company.



Total: Well-to-wake GHG emissions; Intensity: CO_2 emitted per transport work; Fuel: Uptake of zero or near-zero GHG technologies, fuels and/or energy sources

10. The policy measures impacted the green vessel building order books with more than 50% of world orders account for vessels with green technology and 65% for CSL.

Indian Shipbuilding Industry and Government Initiatives

11. The healthy order book positions in the international market resulted in build-up of enquiries to Indian yards. The diminished capacity due to collapse of many private shipyards and with no shipbuilding financing mechanism in place, India still is not considered as a serious contender in the main merchant fleet ships. However, on the smaller short sea market, the country could make some inroads with many overseas contracts bagged by Indian yards and accounting for more than 20% of total order placed in this segment. The total new orders added in 2023 is 48 ships and Indian rank improved to 4th place among countries other than big three (China, Korea, Japan) and EU.

12. In continuation to the 'Maritime India Vision 2030 (MIV 2030)', the Government further came with various vision documents such as:

    (a) Maritime Amrit Kaal Vision 2047 for Shipping Sector;

    (b) Harit Nauka – Inland Vessels Green Transition Guidelines; and

    (c) Green Tug Transition Programme (GTTP) for Port Tugs.

13. The above documents clearly set out targets such as to make India the 5th largest shipbuilding nation by 2047 and to make India a leading shipbuilding country towards green transition in maritime segment.

14. The enhanced Shipbuilding Financial Assistance Policy (SBFA) for green ships indicates Government commitment towards supporting green initiatives in the segment.

Some Key Sectors focused by CSL

Defence Shipbuilding

15. The Indian defence shipbuilding industry is having a huge outlay and CSL is very much involved in many of the future projects which are under discussions.

Short sea/ Coastal and Inland

16. Udupi Cochin Shipyard Limited (USCL) and Hooghly Cochin Shipyard Limited (HCSL), the wholly owned subsidiaries of the Company are fully operational and bagged orders in this segment. The Company is fully focussed and equipped to tap this potential segment.

17. The Company's pilot project of a hydrogen fuel cell powered catamaran vessel is in the process of undergoing trials at Varanasi. Similar projects are under discussion and it is expected to generate huge demand.

18. The new generation vessels with alternate fuels and green technologies are indicating huge potential in the replacement market of ageing short sea European shipping segment. Company was successful in bagging such projects with innovative technologies to meet the new regulations.

Tugs, Dredgers and Port Craft

19. The policy of the Ministry of Ports, Shipping and Waterways (MoPSW), which stipulates all the service requirement of Tugs for the major ports to be reserved to Indian Built Indian Flag Tugs only continued to show improved demand for the building of harbour tugs and the Company through its wholly owned subsidiaries viz., UCSL and HCSL are actively working to bag many more orders. Further, with the new GTTP program on green tugs, the Company is ready to roll our green tugs meeting the GTTP tugs.

20. The Government is focussed on improving the port and inland water infrastructure. This enhances the opportunity for the Indian yards to participate in this market with improved demands. The Company after bagging the contract of country's largest Trailer Suction Hopper Dredger (TSHD) of 12000 cubic metres for Dredging Corporation of India (DCI) in partnership with the market leader IHC, Netherlands is ready to meet any market demands in this segment.

Renewables and Offshore Wind Segment

21. The renewable energy mix in the overall power generation is expected to increase exponentially in the world energy segment due to the compelling reasons to meet the sustainable non-fossil green energy mix targets. Huge investments are happening around the globe for creating large offshore wind farm infrastructure in deep ocean. This translates to greater demand for various types of vessels to support the development, operations and maintenance of infrastructure for offshore wind farms. Company after its prestigious contract to build two nos. of high-end Commissioning Service Operation Vessels (CSOV) is likely to further enhance the order book in this segment with many more such projects.

Ship Repair Industry

India & the Global Ship Repair Industry

22. The current Global ship repair market is expected to reach $40 billion+ by 2030. Asia-Pacific (APAC) dominates the ship repair and maintenance services market because of the increased sea-borne trade activities within the region. Shipyards in China, Singapore, Korea and Middle East largely due to the availability of skilled workforce and latest technology has always been in the forefront of the Ship repair industry. The global market for ship repair and maintenance service is expected to witness significant growth, supported by developments in the markets in South East Asia and India. Europe is also expected to witness significant growth during the forecast period of 2024 to 2029 due to the improvements in region. Though India's share in global ship repair is currently less than 1%, the country is favourably located in respect of the major trade routes/ shipping routes with 7 to 9% of the global trade passing within 300 NM of the coastline. Additionally, India is poised well to offer repair services in the Defence segment providing an array of ship repair services catering to both the Indian defence and the International Navies as more significance has been accorded to the Indian Ocean Region (IOR) being the important sea route to be protected.

23. India's annual ship repair market is estimated to be around ₹2,000 Crores, with an overall estimated potential of ₹6,000 Crores. However, more than 30% of the commercial ship repair is conducted outside India catering this market. Nevertheless, over the next 10 years, India has the potential to create ₹14,000+ Crores Ship repair market which is critical to indigenize the ship repair business in the country.

24. India has a strong workforce that can potentially cater to the labour-intensive ship repair industry. However, the untapped potential in the Indian ship repair market can be attributed to the presence of competing international ship repair yards on major trade routes and a capability gap of Indian yards in repairing certain types of vessels. Other reasons for the cost disadvantage include high financing costs, lack of readily available ship spares in India, insufficient ancillary support, and technology-related issues that increase the ship repair execution cycle time.

25. To address these gaps, the Government of India, under the MIV 2030 initiative, is actively supporting the industry through multiple initiatives. These include channelising domestic demands by leveraging the 'AatmaNirbhar Bharat' (Self-Reliant India) policy, developing infrastructure through better access to financial instruments, and providing better opportunities for overall development and enhanced business in the industry by creating free trade depots and maritime clusters.

CSL initiatives in Ship repair

26. With the new International Ship Repair Facility (ISRF), CSL ship repair infrastructure has been made world class enabling to take up additionally about 100 vessels a year. This facility at Willingdon Island, Kochi which would host a state-of-the-art ship lift system with six independent work stations. Presently, four work stations and afloat repair berths have been made operational. Construction works pertaining to the balance two more work stations are progressing in full swing and is targeted for completion by September 2024. This new Greenfield facility, in close

proximity to the Southern Naval Command in Kochi is scheduled to be up and running shortly and would be capable of accommodating vessels up to 130 Mtr. length & 6000 T displacement.

27. CSL Ship repair business has grown leaps and bounds. In addition to the ship repair facilities at Kochi, the Company has also established ship repair units at Mumbai, Kolkata and Port Blair. The Ship Repair Division is focusing on increased business volumes. The Yard is also focussing on entering new areas of ship repair market such as weapons platforms, offshore fabrications, conversions etc.

28. With GOI, MIV 2030 in place and fuelled with various initiatives including government's initiative for setting up of ship repair clusters in India, CSL is well poised for vibrant ship repair business times in the future.

Operations

29. The total turnover of the Company is ₹ 3645.28 Crores as against the previous year of ₹ 2330.46 Crores. The shipbuilding income during the year is ₹ 2638.91 Crores as against the previous year income of ₹ 1766.45 Crores. The ship repair income during the year is ₹ 1006.37 Crores as against the previous year income of ₹ 564.01 Crores. During the year, the Hon'ble Prime Minister Shri Narendra Modi flagged off India's first indigenously built Hydrogen Fuel Cell Ferry. Further, CSL successfully delivered five nos. of Hybrid Electric Catamaran Hull vessels to Kochi Metro Rail Limited (KMRL). Furthermore, CSL also delivered 2 nos. of Hybrid Electric Catamaran Passenger Vessels to Inland Waterways Authority of India (IWAI).

Financial Information

30. The financial information of the Company pertaining to the last decade is given below:

(Amount in ₹ Crores unless otherwise stated)

Year	Paid up capital	Nominal value of shares (₹ per share)	Capital employed	Net worth	Profit Before Tax	Tax on Profits	Net Profits	EPS (₹)	Dividend	Payout ratio
23-24	131.54	5	4971.89	5025.87	1093.62	280.52	813.10	30.91	256.50	0.32
22-23	131.54	10	4480.05	4423.42	448.51	114.02	334.49	25.43	223.62	0.67
21-22	131.54	10	4355.75	4359.18	794.39	207.82	586.57	44.59	220.33	0.38
20-21	131.54	10	3964.27	3977.57	810.59	200.49	610.10	46.38	203.89	0.33
19-20	131.54	10	3748.78	3731.80	863.43	225.74	637.69	48.48	218.75	0.34
18-19	131.54	10	3327.72	3332.08	751.38	270.20	481.18	35.72	171.00	0.35
17-18	135.94	10	3271.03	3255.87	604.86	208.11	396.75	31.03	163.12	0.41
16-17	113.28	10	2062.02	2028.58	493.40	171.85	321.55	28.39	101.61	0.32
15-16	113.28	10	1749.31	1814.33	419.65	145.86	273.79	24.07	86.65	0.32
14-15	113.28	10	1585.68	1561.07	367.56	132.49	235.07	20.75	16.99	0.07

Key Financial Ratios

Sl. No.	Particulars	FY 2023-24	FY 2022-23	Change (in %) as compared to FY 2022-23	Detailed explanation for change of 25% or more
1.	Debtors Turnover	8.13	4.75	71.25	Due to increase in turnover and reduction in trade receivables
2.	Inventory Turnover	5.57	7.30	-23.68	NA
3.	Interest Coverage	15.49	6.95	122.76	Due to increase in Earnings before Interest and Taxes
4.	Current Ratio	1.32	1.39	-4.72	NA
5.	Debt Equity Ratio	0.00	0.03	-83.90	Due to redemption of Tax-free bonds of ₹ 100 Crores in December 2023.
6.	Operating Profit Margin (%)	30.87	18.04	71.09	Due to increase in Profit before Tax
7.	Net Profit Margin (%)	22.31	14.35	55.41	Due to increase in Profit after Tax

Return on Net Worth

Particulars	FY 2023-24	FY 2022-23	Change (in %) as compared to FY 2022-23	Detailed explanation for change
Return on Networth (%)	16.18	7.56	114.02	Due to increase in Net profit after Taxes

Proposed/ Declared Dividend

31. As per Office Memorandum F.No.5/2/2016-Policy dated May 27, 2016 issued by Department of Investment and Public Asset Management (DIPAM), every CPSE have to pay a minimum annual dividend of 30% of PAT or 5% of the net-worth, whichever is higher. Accordingly, your Directors are pleased to recommend a final dividend of ₹ 2.25/- per share on the 26,30,80,780 fully paid equity shares of ₹ 5/- each. Earlier, first interim dividend of ₹ 8/- per equity share of face value ₹ 10/- each and post-split of equity shares, second interim dividend of ₹ 3.50/- per equity share of face value ₹ 5/- each had been paid to the shareholders during 2023-24. Thus, the total dividend for the year 2023-24 is 195% per equity share, amounting to ₹ 257 Crores.

Segment-wise/ Product-wise Performance

32. The Company is engaged in two major activities viz., shipbuilding and repair of ships/ offshore rigs etc. Segment wise analysis has been made on the above basis and amounts allocated on a reasonable basis. The segment wise performance is given below:

(₹ Lakhs)

Particulars	As at 31.03.2024	As at 31.03.2023
Segment Assets		
Shipbuilding	570597.30	404756.57
Ship Repair	303008.95	282191.99
Unallocated	314420.86	303128.91
Total	**1188027.11**	**990077.47**
Segment Liabilities		
Shipbuilding	414480.77	314853.40
Ship Repair	47383.19	48998.81
Unallocated	223576.06	183883.39
Total	**685440.02**	**547735.60**
Segment Revenue		
Shipbuilding	263891.24	176645.19
Ship Repair	100636.73	56400.69
Unallocated	30738.25	20648.88
Total	**395266.22**	**253694.76**
Segment Result		
Shipbuilding	59920.68	20777.90
Ship Repair	36320.76	9548.18
Unallocated	13120.96	14524.58
Total	**109362.40**	**44850.66**

33. The Company has two major business segments – "shipbuilding" and "ship repair". Revenue under shipbuilding includes ₹ 230672.72 Lakhs (previous year: ₹ 155800.89 Lakhs) from one customer (previous year: one customer) having more than 87% revenue of the total revenue, and for ship repair includes ₹ 63351.17 Lakhs (previous year: ₹ 37770.68 Lakhs) from two customers (previous year: two customers) having more than 63% revenue of the total revenue.

SWOT

Strengths:

(a) Highly trained, motivated and knowledgeable manpower with an average of 15 years of experience at all levels of hierarchy resulting in extremely high quality workmanship;

(b) 'State-of-the-art' facilities with well-planned and laid out shipyard enabling smooth work flow and efficient production;

(c) Pan India presence with seven units spread across the country thus providing more flexibility to meet the market demands;

(d) A modern 'state-of-the-art' design centre manned by highly trained, experienced and competent naval architects/ engineers, draftsman etc.;

(e) Highly evolved shipbuilding processes and practices permitting modular construction of ships;

(f) A very good product mix compatibility comprising of defence ships, commercial ships and offshore ships; and

(g) Availability of quality sub-contractors and good supply chain network.

Weaknesses:

(a) Virtually non-existent indigenous ancillary industries and consequently non-availability of major equipment/ raw materials in India;

(b) Difficulty to arrange long term project finance to ship owners which is offered by other overseas shipbuilding countries;

(c) Higher finance costs and logistics costs resulting in higher input costs for production;

(d) Comparatively higher social and employee overheads and certain restrictive labour practices especially for contracting labour; and

(e) Governmental system induced procedural delays.

Opportunities:

(a) Projected increase in requirement of ships for the domestic commercial segment, owing to the Government of India's policy to encourage 'Make in India'/ restrictions on older ships;

(b) Projected demand in the defence sector;

(c) New generation vessels with green technology to meet new regulations;

(d) First mover advantage for introducing complete indigenous solutions for Hydrogen Fuel Cell Technology integration in vessel building in collaboration with Indian partners;

(e) Strategic partnerships with global technology segments in maritime space;

(f) Vessels to support offshore wind industry;

(g) Emerging opportunities in the inland waterways and coastal shipping sector in India;

(h) Fishing vessels for both domestic and overseas market; and

(i) Huge demand – supply gap for the repair of commercial and defence ships and virtually no competition in India.

Threats:

(a) Distress pricing policies of competitors;

(b) Adverse reputational impact on the Indian shipbuilding industry due to under performance by Indian yards;

(c) Rising cost of labour and materials;

(d) Non-flexible government regulations on procurement policies delaying the product delivery timelines and cost; and

(e) Adverse events on account of natural disasters and climate changes like increase in temperature and resultant rise in sea level.

CRUISE 2030

34. CSL has embarked on a bold transformation programme, CRUISE 2030 in March 2019 to achieve breakout growth along with globally competitive operations to profitably achieve the growth. CRUISE 2030 exercise clearly mandates the need to tap new revenue generation streams beyond the current Shipbuilding & Ship Repair portfolios and a new division by name 'C-SAS' (CSL Strategic & Advanced Solutions) has already been formed. CRUISE 2030 had focused strongly on building the new businesses such as deep sea fishing vessels and electronic control systems, strengthening the operations maturity through 'Shipyard 4.0' and Project Management initiatives. The programme also focused on CSL's breakthrough into the Dredging and Inland Barges, and structured cost reduction initiatives across fishing vessels and other businesses. The Company is also working towards building capability in advanced technologies to tap business potential in new emerging vessel segments such as autonomous, hybrid/ electric vessels and alternative fuels. CSL has formed a dedicated Centre of Excellence team to drive digital transformation across the value chain, i.e. Planning, Design, Procurement and Operations.

CSL Strategic & Advanced Solutions (C-SAS)

35. Expanding beyond our core Shipbuilding and Ship Repair portfolios, CSL has established a dedicated division named CSL Strategic & Advanced Solutions (C-SAS) to venture

into the arena of strategic and knowledge-driven future technologies in the maritime sector. C-SAS has been actively engaged in identifying and developing sustainable and future-oriented business models. Some of the key initiatives undertaken by the C-SAS Division during the financial year 2023-24 are as follows:

- System Integration of India's first fully Indigenous High Endurance Autonomous Underwater Vehicle (HEAUV): The C-SAS team collaborated with the Naval Science and Technological Laboratory (NSTL) for the integration of the Carrier-1 vehicle. Further, the surface trials of the Carrier-2 vehicle were conducted at the Sea Keeping and Maneuvering Basin of NSTL. The Carrier-2 vehicle was then fully integrated at CSL, and open water trials were carried out at the ISRF Basin in Kochi. As part of this project, C-SAS also applied for patent for the design and development of a Rotary Assisted Load Stabilization System, which has potential applications in both marine and non-marine sectors. Additionally, C-SAS successfully delivered three sets of Integration Jigs and Trussels.

- Commissioning of India's First Indigenously Developed Hydrogen Fuel Cell-based Vessel: CSL has recently completed the commissioning of India's first indigenously developed Hydrogen Fuel Cell-based vessel. The Fuel Cell System, including the Fuel Cell Engine and Compressed Hydrogen Storage System (CHSS), were developed in collaboration with the technology partner, KPIT Technologies Limited. The C-SAS team was responsible for the marine classification of the Fuel Cell System, working closely with the Indian Register of Shipping (IRS). The C-SAS team contributed to the development of the control logic for the Vessel Automation System (VAS) and played a pivotal role in the development of the DC switchboard. Other major co-development partners for the project include Marine Electricals India Limited (DC systems), M/s Cadillac (vessel automation system), and Peenya Industrial Gases Private Limited (temporary H2 dispensing station). The IRS class surveys have been completed, and the vessel is currently undergoing technology demonstration trials at CSL Kochi for the fine-tuning of the various technologies involved.

- Submersible Temperature Measurement Systems for NPOL, DRDO: The C-SAS team has completed the development and delivery of 40 Submersible Temperature Measurement Systems to the Naval Physical and Oceanographic Laboratory (NPOL), DRDO Kochi. The testing and trials of these units were successfully conducted at the NPOL test facility, and they are now awaiting vehicle-related trials.

- UV-C-based Air Purification System for Naval Ships: In collaboration with a technology partner, the C-SAS team successfully implemented a pilot project for a UV-C-based air purification system aboard a naval ship. The effectiveness of the UV-C System has been conclusively demonstrated, leading the CSIR to recommend its usage in other naval ships or Indian Navy facilities, as well as in locations with poor HVAC systems or inadequate ventilation.

- Digital Twin Implementation for INS Vikrant (IAC): C-SAS has undertaken the Digital Twin implementation on board INS Vikrant (IAC) for the Indian Navy. The Digital Twin software is procured from M/s. GE, and the implementation will be completed by the financial year 2025.

- Autonomous Surface Vessel Pilot Project: C-SAS is currently working on a fully indigenous autonomous surface vessel pilot project. The orders for the joint development of critical sensors/ subsystems with strategic partners, including MSMEs and startups, are being finalized. The high-level design of various subsystems is also progressing with the collaboration of a classification partner.

- Electric Vessel Shore Chargers for IWAI: CSL has finished supplying, installing, and commissioning two DC shore chargers for the electric vessels provided to the Inland Waterways Authority of India (IWAI) in the city of Ayodhya.

Risks and Concerns

36. The risks for the Company arise from the inherent nature of the shipbuilding industry. An indispensable portion of the Company's revenue over the years is from the commercial shipbuilding which is highly cyclical in nature. The commercial shipbuilding industry prospects are dependent on world trade and the cyclicity of oil, natural gas, shipping, transportation and other trade related industries. The Yard being located at coastal areas due to the inherent nature of the industry may be affected by the rise in sea level due to change in climate conditions and global warming.

37. Substantial portion of the Company's activities involve the fabrication and refurbishment of large steel structures and its erection which would entail the operation of cranes and other heavy machinery and other operating hazards. The operational risks faced by the Company also could result

in fires and explosions etc. Though the losses caused on such eventualities are covered under a standard fire and special perils policy, CSL do not have insurance for business interruption. These risks could expose the Company to substantial liability for personal injury, wrongful death, product liability, property damage, pollution and other environmental damages.

38. Another high risk area for the Company is the availability and price fluctuations of major raw materials. The major raw materials include steel (the grade and quality of which, in each project, depends on the applicable classification rules) and other materials, equipment and other components such as pumps, propellers and engines. In fiscals 2022, 2023 and 2024 respectively, the Company's material consumption costs constituted 60.67%, 51.29% and 56.87% of its total costs, respectively. In particular, bought out components accounted for around 95% of our total raw material cost in these recent fiscals.

39. Shortages in the supply of raw materials may result in an increase in the price of these raw materials. For example, there are supply-side constraints in relation to steel in India which we expect will continue in future. The Indian steel industry has been unable to compete globally due to which the GOI has imposed significant duties on the import of steel from other countries such as China to protect the domestic steel industry. This has adverse impacts when CSL is unable to source steel economically. In addition, the cost of certain raw materials, such as steel, aluminium, copper etc., may fluctuate in line with any changes in their global supply and demand and thus impacting the material cost.

40. In the event that the price of the Company's raw materials increase, the Company will not be able to pass these price increases to its customers on its existing fixed contracts and its business, financial condition and results of operations can be adversely affected.

41. Changes in currency exchange rates may influence our results of operations. Globally, a substantial part of all worldwide ship sales transactions and purchase of offshore structures is generally conducted in USD and Euro. To mitigate this risk, the Company hedges the net forex exposure on the export receivables. However, in the case of import components in respect of shipbuilding/ ship repair contracts denominated in Rupee terms, CSL is exposed to exchange rate fluctuation risk unless the contract with the ship owner provides for an exchange variation reimbursement clause. Currently, some of the shipbuilding contracts do not contain such provision. Hence, adverse fluctuation in the currency rates will affect and influence our results of operations.

Product Diversification

42. As the Company is presently on the cusp of transformational growth, CSL is undertaking transformative efforts on the innovative and new technology front including that on green energy, alternate fuels, autonomy, etc. In line with the Government of India's green vision, CSL in collaboration with indigenous partners and under the aegis of the Ministry of Ports, Shipping and Waterways (MoPSW) designed, developed and constructed India's first fully indigenous hydrogen fuel cell catamaran ferry vessel as a pilot project to demonstrate the technology for the maritime sector. Fuel cell powered vessel is having zero emission, zero noise and is energy efficient which in turn reduce the effect of global warming. India's first indigenously built Hydrogen Fuel Cell Ferry was flagged off by the Hon'ble Prime Minister Shri Narendra Modi. The inauguration of this project shall provide impetus for using Hydrogen in marine application as envisaged under National Green Hydrogen Mission and early adoption of hydrogen fuel cell technology in the marine sector will provide CSL a global competitive advantage whereby meeting sustainable green energy aspiration of our nation for net zero emission.

43. Further, CSL is building 23 Hybrid Electric Catamaran Hull vessels for the Kochi Water Metro Project, which is one of its kind, modern, technologically advanced, energy efficient and environment friendly boat and is expected to integrate the urban water transport system for the seamless transportation requirements of the Kochi citizenry. A total of 14 boats for the Kochi Water Metro Project have been delivered as on the date of this report. Further, CSL also received the order for 8 nos. of Hybrid Electric Catamaran Passenger Vessels for Inland Waterways Authority of India (IWAI), out of which 2 vessels have already been delivered.

44. During the financial year, CSL has bagged an international order for constructing 1 no. of Hybrid Service Operation Vessel (SOV) from a European Client. The vessel is designed and built for the service, maintenance and operational needs of the offshore wind farm industry in the European market where sustainable energy solutions are in high demand.

45. CSL is developing an indigenous Autonomous Surface Vessel (ASV), 'SWAYAT' to demonstrate CSL's capability in autonomous domain. Additionally, the Company is also developing a High Endurance Autonomous Underwater Vehicle (HEAUV). The maiden surface run of HEAUV meeting all the mission parameters were carried out successfully at CSL International Ship Repair Facility (ISRF) Jetty, Kochi. The Board of Directors at their 271st

Meeting held on April 29, 2023 has set aside an amount of ₹ 35 Crores towards Research & Development/ Innovation initiatives fund for the development of the pilot ASV Project.

46. CSL has also conceived a start-up engagement framework which was unveiled by the Hon'ble Minister for Ports, Shipping & Waterways at the inaugural function of the Company's Golden Jubilee celebrations held on April 30, 2022. With this framework CSL has committed to invest an initial corpus of ₹ 50 Crores in start-up companies engaged in maritime sector. The start-up framework is envisaged to augment Government of India's initiatives to develop an ecosystem in India to support maritime start-ups from technical, regulatory, financial and marketing point of view by bringing stakeholders together. The framework will provide a platform for the young and talented entrepreneurs to develop the products/ services in the marine space with financial support provided by CSL. One of the key parts for operationalization of the framework is engaging appropriate Review and Recommending Agencies (RRA) who shall inter alia be involved in selection of start-ups for investment, mobilising various stakeholders for the selected start-ups, monitoring and reviewing their progress etc. CSL has appointed Indian Institute of Management Kozhikode LIVE (IIMK LIVE) and Indian Institute of Technology Madras (IITM) as the Review and Recommending Agencies under the framework.

Internal Control

47. The Company has in place adequate internal control systems. The internal audit function is carried out by an independent firm of Chartered Accountants who carry out an in-depth review of internal control systems in critical areas based on the audit programme approved by the Board level Audit Committee headed by an Independent Director.

Human Resource Development and Industrial Relations

48. The details regarding Human Resource Development and Industrial Relations are more specifically covered in the Directors' Report.

Women Empowerment

49. CSL has constituted Internal Complaints Committees, chaired by senior women executives, in accordance with the guidelines and norms prescribed by Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH Act). The Certified Standing Orders applicable to workmen include sexual harassment as an act constituting misconduct. The Internal Complaints Committees are empowered to enquire into such complaints as per the procedure laid down in the Certified Standing Orders and Industrial Employment (Standing Orders) Acts and Rules.

50. An in-house awareness session on Prevention of Sexual Harassment of Women at Workplace was conducted by AGM (Legal), for all executives up to Manager level in 3 batches in the month of July 2023.

51. In connection with World Heart Day September 29, 2023, a health talk on the topic 'Cardiology and healthy diet' was organized in CSL exclusively for all women employees. The session was conducted by medical experts from Amritha Institute of Medical Sciences – Women's Heart Centre, Kochi.

52. A one day training program called 'Marching towards excellence' was organized in September 2023, for women managers to develop their core competencies so as to empower them to achieve organizational excellence.

53. In support to increasing women workforce participation on 'Women in Workforce for Viksit Bharat', organized by Ministry of Women and Child Development, Government of India, CSL has encouraged its women employees to participate in the online Employers Rating Survey, to gauge the effectiveness of women friendly policies and culture in the workplace.

54. CSL has celebrated International Women's Day on March 08, 2024 in a very engaging manner. A full day programme was organized which is including inaugural session by the chief guest followed by an awareness session on Cyber Crimes and yet another mindful and motivational session on the theme 'Inspire Inclusion/ To invest in women: Accelerate progress'. The talents of CSL women workforce were also showcased as part of celebration of the International Women's Day. The Company has a woman Welfare Officer specifically to promote women empowerment activities and to formulate and implement welfare measures according to the needs of women employees of the Company.

55. CSL has also provided training for 9 numbers of women managers for leadership development, managerial effectiveness, problem solving and decision making and in other specialized streams at premium national institutes like IIMs. Through such programs CSL ensures continuous learning for our women managers to promote their career growth and development by enhancing their skills and competencies.

56. The Company ensures the participation of women in various forum including Joint Council, Shop Council, Central Safety Council, Shop Safety Council, Employees Contributory Provident Fund Trust, Employees Cochin Shipyard Recreation Club, Employees Cochin Shipyard Consumer Society etc.

Micro, Small and Medium Enterprises (MSME) as per the Public Procurement Policy 2012

57. CSL is making all possible efforts to enhance the procurement of goods and services from MSEs. For the financial year 2023-24, the Company has achieved a total indigenous procurement of 46.79% from MSEs, 0.79% from SC/ ST and 2.18% from Women entrepreneurs against the MoU targets of 25%, 4% and 3% respectively. CSL has also succeeded in giving business opportunities to 44 women entrepreneurs and 24 SC/ ST entrepreneurs during the year and the efforts are being continued to enhance the participation of SC/ ST and Women MSEs, so as to meet the targets of 4% and 3% respectively.

58. During the year 2023-24, CSL has conducted various Vendor Development Programmes (VDPs) for MSEs including SC/ ST and Women in association with MSME DFO, Thrissur, Kerala and agencies like Federation of Indian Chamber of Commerce & Industry (FICCI), Coimbatore District Small Industries Association (CODISSIA), Coimbatore SIDCO Industrial Estate Manufacturers Welfare Association (COSIEMA), Dalit Indian Chamber of Commerce and Industry (DICCI), Kochi etc. The details of such programmes conducted in FY 2023-24 are :

    (a) Vendor Development Programme, B2B meetings & Exhibition for MSMEs on May 11, 2023, at Coimbatore in co-ordination with CODISSIA. This event was useful for interaction with all categories of MSME vendors and there was a participation of around 70 MSMEs including 8 women entrepreneurs.

    (b) Vendor Development Programme, B2B meetings & Exhibition for MSMEs at Coimbatore on August 11 and 12, 2023, in association with COSEIMA. Approx. 100 MSME entrepreneurs attended the VDP and visited CSL stall and familiarized on CSL requirements also.

    (c) Vendor Development Programme and B2B for MSMEs of Kerala, conducted at Thrissur on September 29, 2023, in association with MSME DFO, Thrissur. More than 85 MSMEs attended the programme, visited CSL stall and had interactions on business possibilities.

    (d) Exclusive Vendor Development Programme for SC/ ST and Women entrepreneurs at Kochi on December 07, 2023 in co-ordination with DICCI, Kochi. The event had a participation of around 150 SC/ ST vendors including women category.

    (e) MSME Exposure visit to CSL, in association with FICCI and SIDBI was conducted on August 03, 2023 to familiarise the nature of material/ services required for CSL's ship building and repair activities. About 35 local MSEs across Kerala have utilized the opportunity.

59. Other initiatives include, making CSL website user-friendly for MSME vendors, regular uploading of procurement data and other details in "MSME SAMBANDH" portal, ensuring no vendor complaint is pending in "MSME SAMADHAAN" portal on delayed payment monitoring system which implies payments to MSME vendors are effected without delay, On-boarding of around 300 MSME vendors in TReDS platform etc.

Other Information

60. The details regarding the Company's CSR activities, environment protection and conservation initiatives, technology absorption and upgradation efforts, forays into renewable energy, foreign exchange conservation etc., are provided in the Directors' Report and the Annexure thereon.

Cautionary statement

61. Statement in this 'Management Discussion and Analysis Report' describing the objectives, expectations, assumptions or predictions of the Company may be forward looking statements within the meaning of applicable rules and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the operations of the Company include economic conditions affecting demand/ supply, price conditions in the domestic and international markets, Government policies and regulations, statutes and other incidental factors.

For and on behalf of the Board of Directors

Madhu Sankunny Nair
Chairman & Managing Director
DIN: 07376798

Kochi
August 27, 2024

Business Responsibility and Sustainability Report

SECTION A: GENERAL DISCLOSURES

I. Details of the Listed Entity

1	Corporate Identity Number (CIN) of the Listed Entity	L63032KL1972GOI002414
2	Name of the Listed Entity	**Cochin Shipyard Limited**
3	Year of incorporation	1972
4	Registered office address	Cochin Shipyard Limited, Administrative Building, Cochin Shipyard Premises, Perumanoor, Kochi – 682015, Kerala, India
5	Corporate address	Cochin Shipyard Limited, Administrative Building, Cochin Shipyard Premises, Perumanoor, Kochi – 682015, Kerala, India
6	E-mail	secretary@cochinshipyard.in
7	Telephone	0484 2501306
8	Website	www.cochinshipyard.in
9	Financial year for which reporting is being done	2023-2024
10	Name of the Stock Exchange(s) where shares are listed	BSE Limited and National Stock Exchange of India Limited
11	Paid-up Capital	₹1,31,54,03,900
12	Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report	Syamkamal N Tel: 0484 2501306 E-mail: secretary@cochinshipyard.in
13	Reporting boundary - Are the disclosures under this report made on a standalone basis (i.e. only for the entity) or on a consolidated basis (i.e. for the entity and all the entities which form a part of its consolidated financial statements, taken together)	Standalone
14	Name of assurance provider	Not Applicable
15	Type of assurance obtained	Not Applicable

II. Products/services

16. Details of business activities (accounting for 90% of the turnover)

Sr. No.	Description of Main Activity	Description of Business Activity	% of Turnover of the entity
1.	Manufacturing	Ship Building	72.39
2.	Service	Ship Repair	27.61

17. Products/Services sold by the entity (accounting for 90% of the entity's Turnover):

Sr. No.	Product/Service	NIC Code	% of total Turnover contributed
1.	Ship Building	301	72.39
2.	Ship Repair	331	27.61

III. Operations

18. Number of locations where plants and/ or operations/ offices of the entity are situated:

Sr. No.	Location	Number of Plants	Number of Offices	Total
1	National	5	0	5
2	International	0	0	0

19. Markets served by the entity:

a. Number of locations

Sr. No.	Locations	Number
1	National (No. of states)[1]	11
2	International (No. of countries) [2]	8

[1] Due to the inherent nature of our business of ship building/ship repair, the Company generally caters to the requirements of the Country's coastal states and states having national waterways as well as Country's defence requirements.

[2] The Company has provided its services across the world viz., Norway, Netherlands, Cyprus, USA, Germany, Denmark/Bahamas, Saudi Arabia and UAE.

b. What is the contribution of exports as a percentage of the total turnover of the entity?

6.35%

c. A brief on types of customers

Cochin Shipyard Limited (CSL) is a key player in the domestic and international ship building market. Our key shipbuilding clients on the domestic front include the Indian Navy, Ministry of Home Affairs, Dredging Corporation of India Limited, various Ports, Inland Waterways Authority of India (IWAI) and A&N Administration. On the international front, CSL has exported 47 vessels to some of the most demanding clients in Norway, Netherlands, Cyprus, USA, Germany, Denmark/ Bahamas, Saudi Arabia and UAE. CSL has also undertaken repairs of various types of vessels including upgradation of ships of the oil exploration industry as well as periodical maintenance, repairs and life extension of ships.

IV. Employees

20. Details as at the end of Financial Year:

a. Employees and workers (including differently abled):

Sr. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B/A)	No. (C)	% (C/A)
			EMPLOYEES			
1	Permanent (D)	637	558	87.60	79	12.40
2	Other than Permanent (E)	168	133	79.17	35	20.83
3	**Total Employees (D+E)**	**805**	**691**	**85.84**	**114**	**14.16**
			WORKERS			
4	Permanent (F)	1496	1363	91.11	133	8.89
5	Other than Permanent (G)	1099	1044	95.00	55	5.00
6	**Total Workers (F+ G)**	**2595**	**2407**	**92.76**	**188**	**7.24**

b. Differently abled Employees and workers:

Sr. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B/A)	No. (C)	% (C/A)
			Differently-abled Employees			
1	Permanent (D)	10	9	90.00	1	10.00

Sr. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B/A)	No. (C)	% (C/A)
2	Other than Permanent (E)	1	1	100.00	0	0.00
3	**Total differently abled employees (D+E)**	**11**	**10**	**90.91**	**1**	**9.09**
		Differently-abled Workers				
4	Permanent (F)	43	37	86.05	6	13.95
5	Other than Permanent (G)	8	8	100.00	0	0.00
6	**Total differently abled workers (F+G)**	**51**	**45**	**88.24**	**6**	**11.76**

21. Participation/Inclusion/Representation of women:

Particulars	Total (A)	No. and percentage of Females	
		No. (B)	% (B/A)
Board of Directors	12	1	8.33
Key Management Personnel	5	0	0

22. Turnover rate for permanent employees and workers:

(Disclose trends for the past 3 years)

Particulars	FY 2024 (Turnover rate in current FY)			FY 2023 (Turnover rate in previous FY)			FY 2022 (Turnover rate in the year prior to the previous FY)		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees	5.63	2.65	5.27	5.78	4.00	5.56	8.49	1.49	7.64
Permanent Workers	1.27	0.78	1.22	2.09	1.83	2.06	2.85	3.03	2.86

V. Holding, Subsidiary and Associate Companies (including joint ventures)

23. a. Names of holding/ subsidiary/ associate companies/ joint ventures

Sr. No.	Name of the holding/ subsidiary/ associate companies/ joint ventures (A)	Indicate whether holding/ Subsidiary/ Associate/ Joint Venture	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
1.	Hooghly Cochin Shipyard Limited	Subsidiary	100	No
2.	Udupi Cochin Shipyard Limited	Subsidiary	100	No

VI. CSR Details

24. i. Whether CSR is applicable as per section 135 of Companies Act, 2013: (Yes/No)

Yes

ii. Turnover (in ₹)

36,45,27,96,855.60

iii. Net worth (in ₹)

50,25,87,09,125.96

VII. Transparency and Disclosures Compliances

25. Complaints/ Grievances on any of the principles (Principles 1 to 9) under the National Guidelines on Responsible Business Conduct

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/No) (If Yes, then provide web-link for grievance redress policy)	FY 2024 (Current Financial Year)			FY 2023 (Previous Financial Year)		
		Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Communities	Yes, https://cochinshipyard.in/grievance-cell	14	0	-	8	0	-
Investors (other than shareholders)	Yes, https://cochinshipyard.in/grievance-cell	0	0	-	0	0	-
Shareholders	Yes, https://cochinshipyard.in/grievance-cell	17	2	-	17	0	-
Employees and workers	Yes, CSL Intranet	0	0	-	0	0	-
Customers	Yes, https://cochinshipyard.in/grievance-cell	0	0	-	0	0	-
Value Chain Partners	Yes, https://cochinshipyard.in/grievance-cell	0	0	-	0	0	-

26. Overview of the entity's material responsible business conduct issues

Please indicate material responsible business conduct and sustainability issues pertaining to environmental and social matters that present a risk or an opportunity to your business, rationale for identifying the same, approach to adapt or mitigate the risk along-with its financial implications, as per the following format

Sr. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/ opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
1	Climate Change	Risk	Majority of the ship building projects undertaken by CSL are fuelled by fossil fuels.	CSL has already embarked on Green Shipping initiatives. CSL has already built and delivered India's first indigenously built Hydrogen Fuel Cell vessel. Further CSL has also built and delivered 2 Autonomous Electric Vessels for ASKO Maritime AS, Norway. The 67 Mtr. Long vessels were delivered as Full-Electric Transport Ferries powered by 1846 kWh capacity battery.	Negative implication

Sr. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/ opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
			The increasing awareness of climate change across the globe will reduce the demand for such vessels and affect the operations of CSL.	CSL is building 23 Hybrid Electric Catamaran Hull Vessels for the Kochi Water Metro Project, which is one of its kind, modern, technologically advanced, energy efficient and environment friendly vessel. Further CSL is also building 2 Commissioning Service Operation Vessels, 2 Zero Emission Feeder Container Vessels and 2 Hybrid Service Operation Vessels for various European clients.	
2	Climate Change	Opportunity	Increase in demand for zero emission vessels	Aligned with the global shift toward maritime green transitions, the company has developed and built India's first indigenous hydrogen-fuelled electric vessel, a pioneering project funded by the Ministry of Ports, Shipping, and Waterways (MoPSW). This pilot project, based on Low Temperature Proton Exchange Membrane (LT-PEM) technology - also known as Fuel Cell Electric Vessel (FCEV) was spearheaded by CSL's C-SAS division in collaboration with KPIT Technologies Limited, which handled the technological aspects of the design, development, and construction. This initiative is part of India's broader efforts to embrace innovative, sustainable, and cost-effective alternative fuel technologies. The project was executed in collaboration with Indian partners. The Ministry of Ports, Shipping, and Waterways has already initiated several measures toward this objective, with CSL leading the charge in Green Shipping initiatives to reduce marine pollution. As part of these green initiatives, CSL is constructing 23 Hybrid Electric Catamaran Hull Vessels for the Kochi Water Metro Project. This project represents a modern, technologically advanced, energy-efficient, and environmentally friendly solution that will enhance the urban water transport system, providing seamless transportation for Kochi's citizens. CSL's dedication to green initiatives is further evidenced by its delivery of two Autonomous Electric Vessels to ASKO Maritime AS, Norway. Additionally, CSL is building two Commissioning Service Operation Vessels, two Zero Emission Feeder Container Vessels, and two Hybrid Service Operation Vessels for various European clients.	Positive implication

SECTION B: MANAGEMENT AND PROCESS DISCLOSURES

Policy and Management Processes

1. a. Whether your entity's policy/ policies cover each principle and its core elements of the NGRBCs. (Yes/No)

P1	P2	P3	P4	P5	P6	P7	P8	P9
Yes	Yes	Yes	Yes	Yes	Yes	-	Yes	Yes

b. Has the policy been approved by the Board? (Yes/No)

P1	P2	P3	P4	P5	P6	P7	P8	P9
Yes	Yes	Yes	Yes	Yes	Yes	-	Yes	Yes

The Policies have been approved by the Board/ relevant Competent Authority as per the delegated powers of the Board.

c. Web Link of the Policies, if available

P1	P2	P3	P4	P5	P6	P7	P8	P9
https://cochinshipyard.in/investor/investor_titles/68								

2. Whether the entity has translated the policy into procedures. (Yes/No)

P1	P2	P3	P4	P5	P6	P7	P8	P9
Yes	Yes	Yes	Yes	Yes	Yes	-	Yes	Yes

3. Do the enlisted policies extend to your value chain partners? (Yes/No)

P1	P2	P3	P4	P5	P6	P7	P8	P9
Yes	Yes	Yes	Yes	Yes	Yes	-	Yes	Yes

4. Name of the national and international codes/ certifications/ labels/ standards (e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustea) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.

P1	Model Code of Business Conduct and Ethics for Board Members and Senior Management, Conduct Discipline And Appeal Rules, Central Vigilance Commission Guidelines And Manual.
P2	ISO 9001:2015 Quality Management System, ISO 14001:2015 Environmental Management System and ISO 45001:2018 Health and Safety Management System standards.
P3	ISO 45001:2018 Health and Safety Management System Standards, Employee Welfare and Skill Development Measures as More Specifically Mentioned In Directors' Report.
P4	The Government of India's directives on reservation for Scheduled Caste (SC), Scheduled Tribes (ST), Other Backward Classes (OBC), Economically Weaker Sections (EWS), and Persons with Benchmark Disabilities (PwBD). For further information, please refer to the Directors' Report.
P5	CSL is aligned with all the applicable national laws, principles and norms with regard to human rights.

P6	ISO 14001:2015 Environmental Management System.
P7	Not Applicable.
P8	CSL's CSR projects aim at benefitting the community from low socio-economic strata across the nation. For more details please refer to CSR section annexed to Directors' Report.
P9	ISO 9001:2015 Quality Management System, ISO 14001:2015 Environmental Management System and ISO 45001:2018 Health and Safety Management System Standards.

5. Specific commitments, goals and targets set by the entity with defined timelines, if any.

P1	P2	P3	P4	P5	P6	P7	P8	P9
CSL is setting up a wind-solar hybrid power plant with a total capacity of about 17 MW and is expanding rooftop solar installations from 1.5 MWp to 4 MWp in a phased manner. This project aims to generate around 40 million units of green energy annually, exceeding CSL's present average annual energy consumption of 33.5 million units. By transitioning to renewable energy, CSL plans to operate on 100% green energy, ensuring a stable energy supply, meeting its energy needs, and supporting its commitment to sustainable energy practices. This move will help CSL reduce its carbon footprint and contribute to a more sustainable future.								

6. Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met.

P1	P2	P3	P4	P5	P6	P7	P8	P9
CSL monitors key parameters and use it for augmenting the policies, wherever found necessary.								

Governance, Leadership & Oversight

7. Statement by director responsible for the business responsibility report, highlighting ESG related challenges, targets and achievements (listed entity has flexibility regarding the placement of this disclosure)

CSL is committed to addressing the environmental, social, and governance (ESG) challenges facing the industry and aligning with India's goal of achieving carbon neutrality by 2070. As a CPSU under the Ministry of Ports, Shipping, and Waterways, CSL has taken significant steps to contribute to sustainable development.

CSL is advancing sustainable maritime solutions through various initiatives. We have delivered India's first hydrogen-fuelled electric vessel to the Inland Waterways Authority of India (IWAI) and have so far delivered 15 out of 23 Hybrid Electric Catamaran Hull Vessels for the Kochi Water Metro Project. Additionally, we have delivered two Autonomous Electric Vessels to Norway and are currently constructing vessels for European clients, including Commissioning Service Operation Vessels, Zero Emission Feeder Container Vessels, and Hybrid Service Operation Vessels. Furthermore, we are building eight Hybrid Electric Catamaran Hull Vessels for IWAI, of which two have already been delivered. All these vessels are designed for electric propulsion, reducing their environmental impact.

In our commitment to renewable energy, CSL is setting up a wind-solar hybrid power plant with a total capacity of about 17 MW. This project will generate more green energy than our current average annual consumption, enabling CSL to operate entirely on renewable energy and significantly reduce our carbon footprint.

These efforts reflect CSL's dedication to sustainable practices and our role in driving the maritime industry's green transition.

8. Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy(ies).

Shri Madhu Sankunny Nair (DIN: 07376798), Chairman and Managing Director.

9. Does the entity have a specified Committee of the Board/ Director responsible for decision making on sustainability related issues? (Yes/ No). If yes, provide details.

Yes, Shri Madhu Sankunny Nair (DIN: 07376798), Chairman and Managing Director is the decision making authority with regard to sustainability related issues.

10. Details of Review of NGRBCs by the Company

	Principles	Performance against above policies and follow up action	Compliance with statutory requirements of relevance to the principles and rectification of any non-compliances
Indicate whether review was undertaken by Director/ Committee of the Board/ Any other Committee	P1, P2, P3, P4, P5, P6, P7, P8, P9	Director	CSL is in compliance with the extant regulations as applicable.
Frequency (Annually/ Half yearly/ Quarterly/ Any other – please specify)	P1, P2, P3, P4, P5, P6, P7, P8, P9	Quarterly	A Statutory Compliance Certificate on applicable laws is provided by the CMD & Director (Finance) to the Board of Directors.

11. Has the entity carried out independent assessment/ evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide name of the agency.

P1	Yes, the compliance with the CVC Guidelines are evaluated by the Vigilance Department headed by a Chief Vigilance Officer, appointed by the Government of India.
P2	Yes, ISO 9001:2015 Quality Management System, ISO 14001:2015 Environmental Management System and ISO 45001:2018 Health and Safety Management System standards are evaluated by DNV-GL on an annual basis.
P3	Yes, ISO 45001:2018 Health and Safety Management System standard is evaluated by DNV-GL on an annual basis.
P4	Yes, CSL is in compliance with the Presidential directives and guidelines on reservation for Scheduled Caste (SC)/ Scheduled Tribes (ST)/ Other Backward Classes (OBC)/ Economically Weaker Sections (EWS) and Persons with Benchmark Disabilities (PwBD) issued by the Government of India from time to time, which is audited by the Comptroller and Auditor General of India.
P5	Yes, CSL is in compliance with all the applicable national laws, principles and norms with regard to Human Rights, which is monitored by the Comptroller and Auditor General of India.

P6	Yes, ISO 14001:2015 Environmental Management System standard is evaluated by DNV-GL on an annual basis.
P7	Not Applicable.
P8	Yes, CSL's CSR projects are audited by both statutory auditors of the Company as well as the Comptroller and Auditor General of India.
P9	Yes, ISO 9001:2015 Quality Management System, ISO 14001:2015 Environmental Management System and ISO 45001:2018 Health and Safety Management System standards are evaluated by DNV-GL on an annual basis.

12. If answer to question (1) above is "No" i.e. not all Principles are covered by a policy, reasons to be stated:

Not Applicable.

SECTION C: PRINCIPLE WISE PERFORMANCE DISCLOSURE

Principle 1

Businesses should conduct and govern themselves with integrity, and in a manner that is Ethical, Transparent and Accountable.

Essential Indicators

1. Percentage coverage by training and awareness programmes on any of the principles during the financial year:

Segment	Total number of training and awareness programmes held	Topics/ principles covered under the training and its impact	% of persons in respective category covered by the awareness programmes
Board of Directors	5	1*^	58.33
Key Managerial Personnel	1	1^	100.00
Employees other than BoD and KMPs	1	1^	100.00
Workers	1	1^	100.00

* Capacity Building Program for Directors- Enterprise Risk Management at IIM Bangalore;

* Familiarisation programme for Independent Directors by Indian Institute of Corporate Affairs (IICA);

* Orientation programme for capacity building of functional Directors by the Department of Public Enterprises (DPE);

^ Awareness programs were provided as part of observance of Vigilance Awareness Week 2023 in CSL during October 30, 2023 to November 05, 2023.

2. **Details of fines/ penalties/punishment/ award/ compounding fees/ settlement amount paid in proceedings (by the entity or by directors/ KMPs) with regulators/ law enforcement agencies/ judicial institutions, in the financial year, in the following format**

(Note: the entity shall make disclosures on the basis of materiality as specified in Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as disclosed on the entity's website):

Monetary					
Sr. No.	**NGRBC Principle**	**Name of the regulatory/ enforcement agencies/ judicial institutions**	**Amount (In INR)**	**Brief of the Case**	**Has an appeal been preferred? (Yes/No)**
Nil	N.A.	Nil	Nil	N.A.	N.A.

Non-Monetary				
Sr. No.	**NGRBC Principle**	**Name of the regulatory/ enforcement agencies/ judicial institutions**	**Brief of the Case**	**Has an appeal been preferred? (Yes/No)**
Nil	N.A.	Nil	N.A.	N.A.

3. **Of the instances disclosed in Question 2 above, details of the Appeal/ Revision preferred in cases where monetary or non-monetary action has been appealed:**

Sr. No.	**Case Details**	**Name of the regulatory/ enforcement agencies/ judicial institutions**
Nil	N.A.	Nil

4. **Does the entity have an anti-corruption or anti-bribery policy? If yes, provide details in brief and if available, provide a web-link to the policy.**

The Vigilance Department of Cochin Shipyard Limited performs various activities with regard to preventive and pro-active vigilance, undertakes investigation in cases related to punitive vigilance and conducts surveillance and detection initiatives. Vigilance department strives to ensure transparency, equity and competitiveness in all procurement. Important CVC guidelines are discussed with Heads of Departments for its strict compliance. For more details, please refer to the following web-link. https://cochinshipyard.in/Vigilance

5. **Number of Directors/ KMPs/ employees/ workers against whom disciplinary action was taken by any law enforcement agency for the charges of bribery/ corruption:**

	FY 2024 (Current Financial Year)	**FY 2023 (Previous Financial Year)**
Directors	0	0
KMPs	0	0
Employees	0	0
Workers	0	0

6. Details of complaints with regard to conflict of interest:

	FY 2024 (Current Financial Year)		FY 2023 (Previous Financial Year)	
	Number	Remarks	Number	Remarks
Number of complaints received in relation to issues of Conflict of Interest of the Directors	0		0	
Number of complaints received in relation to issues of Conflict of Interest of the KMPs	0		0	

7. Provide details of any corrective action taken or underway on issues related to fines/ penalties/ action taken by regulators/ law enforcement agencies/ judicial institutions, on cases of corruption and conflicts of interest.

Not applicable.

8. Number of days of accounts payables ((Accounts payable *365) / Cost of goods/ services procured) in the following format:

	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
Number of days of accounts payables	91	69

9. Openness of business

Provide details of concentration of purchases and sales with trading houses, dealers, and related parties along-with loans and advances & investments, with related parties, in the following format:

Parameter	Metrics	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
Concentration of Purchases	a. Purchases from trading houses as % of total purchases	6.05	14.32
	b. Number of trading houses where purchases are made from	8470	7016
	c. Purchases from top 10 trading houses as % of total purchases from trading houses	50.13	39.68
Concentration of Sales	a. Sales to dealers/ distributors as % of total sales	Nil	Nil
	b. Number of dealers/ distributors to whom sales are made	NA	NA
	c. Sales to top 10 dealers/ distributors as % of total sales to dealers/ distributors	NA	NA
Share of RPTs in	a. Purchases (Purchases with related parties/ Total Purchases)	0.68%	2.40%
	b. Sales (Sales to related parties/ Total Sales)	0.00%	0.05%
	c. Loans & advances (Loans & advances given to related parties/ Total loans & advances)	42.83%	45.28%
	d. Investments (Investments in related parties/ Total Investments made)	99.96%	99.97%

Principle 2 Businesses should provide goods and services in a manner that is sustainable and safe

Essential Indicators

1. **Percentage of R&D and capital expenditure (capex) investments in specific technologies to improve the environmental and social impacts of product and processes to total R&D and capex investments made by the entity, respectively**

	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)	Details of improvements in environmental and social impacts
R & D	68.13	54.97	Green shipping initiatives expected to result in reduction of emissions.
Capex	0.14	0.35	Considerable energy savings achieved.

2. a. **Does the entity have procedures in place for sustainable sourcing? (Yes/No)**

   Yes

   b. **If yes, what percentage of inputs were sourced sustainably?**

   100 percent.

   The Company has been following approved criteria for the selection of vendors to ensure sustainable sourcing which inter alia includes vendors having ISO 9000 certification, vendors approved by regulatory bodies, various authorized dealers of the manufacturer, ability to provide materials as per laid down specification and other requirements, ability to supply materials as per stipulated delivery period. Annual evaluation of the orders placed on a vendor is completed to decide the average performance. A vendor is removed/ suspended from approved vendor list based on his average performance over the period of evaluation. Vendors list is reviewed and updated once in a year.

3. **Describe the processes in place to safely reclaim your products for reusing, recycling and disposing at the end of life, for:**

   a. **Plastics (including packaging)** — Wastes are disposed off through government authorised external agency.

   b. **E-waste** — Wastes are disposed off through government authorised external agency.

   c. **Hazardous waste** — Wastes are disposed off through government authorised external agency.

   d. **Other waste** — Wastes are disposed off through government authorised external agency.

4. **Whether Extended Producer Responsibility (EPR) is applicable to the entity's activities (Yes/ No). If yes, whether the waste collection plan is in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Boards? If not, provide steps taken to address the same**

   No. Extended Producer Responsibility (EPR) is not applicable to CSL.

Principle 3 Businesses should respect and promote the well-being of all employees, including those in their value chains

Essential Indicators

1. a. **Details of measures for the well-being of employees:**

Category	Total (A)	Health insurance Number (B)	Health insurance % (B/A)	Accident insurance Number (C)	Accident insurance % (C/A)	Maternity benefits Number (D)	Maternity benefits % (D/A)	Paternity benefits Number (E)	Paternity benefits % (E/A)	Day Care facilities Number (F)	Day Care facilities % (F/A)
Permanent employees											
Male	558	558	100.00	558	100.00	N.A.	N.A.	558	100.00	558	100.00
Female	79	79	100.00	79	100.00	79	100.00	N.A.	N.A.	79	100.00
Total	**637**	**637**	**100.00**	**637**	**100.00**	**79**	**100.00**	**558**	**100.00**	**637**	**100.00**
Other than Permanent employees											
Male	133	133	100.00	133	100.00	N.A.	N.A.	133	100.00	133	100.00
Female	35	35	100.00	35	100.00	35	100.00	N.A.	N.A.	35	100.00
Total	**168**	**168**	**100.00**	**168**	**100.00**	**35**	**100.00**	**133**	**100.00**	**168**	**100.00**

b. **Details of measures for the well-being of workers:**

Category	Total (A)	Health insurance Number (B)	Health insurance % (B/A)	Accident insurance Number (C)	Accident insurance % (C/A)	Maternity benefits Number (D)	Maternity benefits % (D/A)	Paternity benefits Number (E)	Paternity benefits % (E/A)	Day Care facilities Number (F)	Day Care facilities % (F/A)
Permanent workers											
Male	1363	1363	100.00	1363	100.00	N.A.	N.A.	1363	100.00	1363	100.00
Female	133	133	100.00	133	100.00	133	100.00	N.A.	N.A.	133	100.00
Total	**1496**	**1496**	**100.00**	**1496**	**100.00**	**133**	**100.00**	**1363**	**100.00**	**1496**	**100.00**
Other than Permanent workers											
Male	1044	1044	100.00	1044	100.00	N.A.	N.A.	1044	100.00	1044	100.00
Female	55	55	100.00	55	100.00	55	100.00	N.A.	N.A.	55	100.00
Total	**1099**	**1099**	**100.00**	**1099**	**100.00**	**55**	**100.00**	**1044**	**100.00**	**1099**	**100.00**

c. **Spending on measures towards well-being of employees and workers (including permanent and other than permanent) in the following format:**

	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
Cost incurred on wellbeing measures as a % of total revenue of the company	0.15	0.30

2. Details of retirement benefits, for Current FY and Previous FY.

Sr. No.	Benefits	FY 2024 Current Financial Year			FY 2023 Previous Financial Year		
		No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)
1	PF	100.00	100.00	Y	100.00	100.00	Y
2	Gratuity	100.00	100.00	Y	100.00	100.00	Y
3	ESI	0.00	0.00	N.A.	0.00	0.00	N.A.
4	Insurance Linked Post Retirement Medical Scheme	100.00	100.00	Y	100.00	100.00	Y

3. Accessibility of workplaces

Are the premises/ offices of the entity accessible to differently abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016? If not, whether any steps are being taken by the entity in this regard.

Yes

4. Does the entity have an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016? If so, provide a web-link to the policy.

Equity, inclusivity and fairness has been imbibed in all the employee processes like recruitment, job selection, transfer, rotation, training, promotion, appraisals and compensation and benefits and the HR policies of the Company can be accessed by employees on CSL intranet. Further, the Company does not discriminate and gives equal opportunities to all individuals irrespective of gender, religion, caste, race, age, community, physical ability or sexual orientation, etc. The Company also follows the directives and guidelines issued by the Government of India on the subject from time to time.

5. Return to work and Retention rates of permanent employees and workers that took parental leave.

Gender	Permanent employees		Permanent Workers	
	Return to work rate	Retention Rate	Return to work rate	Retention Rate
Male	100	92	100	98.59
Female	100	100	100	100
Total	**100**	**93.10**	**100**	**98.65**

6. Is there a mechanism available to receive and redress grievances for the following categories of employees and worker? If yes, give details of the mechanism in brief.

	Yes/No (If Yes, then give details of the mechanism in brief)
Permanent Workers	Yes, CSL has a 5 stage grievance redressal mechanism, beginning from the reporting officer at the first stage till the CMD of the Company at the fifth stage with specific timelines at each stage to resolve the grievance. The detailed framework of this mechanism is available in CSL intranet.
Other than Permanent Workers	
Permanent Employees	
Other than Permanent Employees	

7. Membership of employees and worker in association(s) or Unions recognised by the listed entity:

Category	FY 2024 (Current Financial Year)			FY 2023 (Previous Financial Year)		
	Total employees/ workers in respective category(A)	No. of employees/ workers in respective category, who are part of association(s) or Union(B)	%(B/A)	Total employees/ workers in respective category(C)	No. of employees/ workers in respective category, who are part of association(s) or Union(D)	% (D/C)
Total Permanent Employees	**637**	**637**	**100.00**	**635**	**635**	**100.00**
Male	558	558	100.00	555	555	100.00
Female	79	79	100.00	80	80	100.00
Total Permanent Workers	**1496**	**1496**	**100.00**	**1315**	**1315**	**100.00**
Male	1363	1363	100.00	1198	1198	100.00
Female	133	133	100.00	117	117	100.00

8. Details of training given to employees and workers:

Category	FY 2024 (Current Financial Year)					FY 2023 (Previous Financial Year)				
	Total (A)	On Health and Safety measures		On Skill Upgradation		Total (D)	On Health and Safety measures		On Skill Upgradation	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
Employees										
Male	691	72	10.42	417	60.35	684	139	20.32	256	37.43
Female	114	18	15.79	70	61.40	101	13	12.87	51	50.50
Total	**805**	**90**	**11.18**	**487**	**60.50**	**785**	**152**	**19.36**	**307**	**39.11**
Workers										
Male	2407	312	12.96	175	7.27	2156	2156	100.00	142	6.59
Female	188	59	31.38	24	12.77	180	106	58.89	17	9.44
Total	**2595**	**371**	**14.30**	**199**	**7.67**	**2336**	**2262**	**96.83**	**159**	**6.81**

9. Details of performance and career development reviews of employees and worker:

Category	FY 2024 (Current Financial Year)			FY 2023 (Previous Financial Year)		
	Total (A)	No.(B)	% (B/A)	Total (C)	No.(D)	% (D/C)
Employees						
Male	691	691	100.00	684	684	100.00
Female	114	114	100.00	101	101	100.00
Total	**805**	**805**	**100.00**	**785**	**785**	**100.00**
Workers						
Male	2407	2407	100.00	2156	2156	100.00
Female	188	188	100.00	180	180	100.00
Total	**2595**	**2595**	**100.00**	**2336**	**2336**	**100.00**

10. Health and safety management system:

a. Whether an occupational health and safety management system has been implemented by the entity? (Yes/ No). If yes, the coverage such system?

Yes, CSL is certified to ISO 45001:2018 Health and Safety Management System standard.

b. What are the processes used to identify work-related hazards and assess risks on a routine and non-routine basis by the entity?

Hazard Identification and Risk Assessment (HIRA) is the tool used by Cochin Shipyard Limited to identify and assess the hazards and risks associated with routine and non-routine works carried out in the yard. This process include listing out all the activities and taking each activities through the HIRA work sheet. The HIRA Work sheet perform quantitative approach of risk calculation and prioritising the activities based on risk value to Low, Medium and High risk activities. Control measures for mitigating the risks and reducing the risk levels from high and medium to low risk is described in standard operating procedures and operational control procedures tagged to each activities.

c. Whether you have processes for workers to report the work related hazards and to remove themselves from such risks? (Yes/ No)

Yes

d. Do the employees/ worker of the entity have access to non-occupational medical and healthcare services? (Yes/ No)

Yes, CSL has a full-fledged medical centre premised at Kochi, headed by a Chief Medical Officer. Further, CSL has a medical assistance scheme for employees by empanelling various hospitals (Super-speciality/ Multi-speciality/ Speciality and other-speciality hospitals) in Ernakulam District for the treatment of CSL employees and their eligible dependent family members. The expenses towards the inpatient/ day care treatment availed at these empanelled hospitals shall be settled directly by CSL to the hospital. Medical ID Cards with details of employees and dependents has been issued to all employees for the purpose of identification at empanelled hospitals. In the case of hospitals outside Ernakulam district, the admissible treatment expenses shall be reimbursed to the employees.

11. Details of safety related incidents, in the following format:

Safety Incident/ Number	Category	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
Lost Time Injury Frequency Rate (LTIFR) (per one million person-hours worked)	Employees	0	0
	Workers	0.2777	0.2667
Total recordable work-related injuries	Employees	8	0
	Workers	354	364
No. of fatalities	Employees	0	0
	Workers	0	0
High-consequence work-related injury or ill health (excluding fatalities)	Employees	1	0
	Workers	4	4

* Including in the contract workforce

12. Describe the measures taken by the entity to ensure a safe and healthy work place.

The Occupational Health and Safety Management System at Cochin Shipyard, known as the HSE Governance System, fosters a positive safety culture by encouraging employees to adhere to safe work practices. To reinforce this commitment, employees are rewarded monthly and on National Safety Day for their safe actions. Each employee group selects a Field Safety Representative (FSR) to oversee workplace safety. Additionally, a dedicated team of approximately 250 Safety and Fire staff continuously monitor activities on vessels, workshops, and skids. These staff members are responsible for issuing work permits as needed and issuing violation tokens when unsafe practices are observed.

The commitment of top management to safety is further demonstrated through weekly walk-throughs and monthly pep talks at worksites by Section Heads, General Managers, and Chief General Managers. CSL meticulously evaluates its subcontractors based on their HSE performance and mandates adherence to our rigorous HSE policies and standards. We collaborate closely with our subcontractors, ensuring they are equipped with the requisite resources and training to execute their tasks safely. Continuously monitoring their HSE performance, we provide constructive feedback to facilitate improvement.

Recognizing the significance of subcontractors' HSE performance, we have implemented a robust evaluation process to ensure alignment with our HSE standards and regulations. The HSE Star rating represents the annual performance of CSL subcontractors in terms of Health, Safety, and Environment aspects. Additionally, an HSE and sustainability management supplier code of conduct has been published for suppliers.

13. Number of Complaints on the following made by employees and workers:

Category	FY 2024 (Current Financial Year)			FY 2023 (Previous Financial Year)		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Working Conditions	0	0	-	0	0	-
Health & Safety	1532	291	Refer note below	550	42	Refer note below

Note: These are the observations reported by the workforce as part of our ongoing efforts to improve and uphold a safe working environment. The observations are appropriately addressed through a robust HSE Governance System at CSL.

14. Assessments for the year:

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Health and safety practices	100
Working Conditions	100

15. Provide details of any corrective action taken or underway to address safety-related incidents (if any) and on significant risks/ concerns arising from assessments of health & safety practices and working conditions.

Corrective actions will arise from 3 member committee (Committee including concerned officer of that area, Safety committee member of that area and Safety officer of that area) or board of enquiry (members nominated by occupier/ factory manager/ CSO for critical incidents) for safety related incidents. Other corrective actions from HSE observations/ suggestions will be generated by HSE Coordinator/ Safety Officer of particular area.

Principle 4

Businesses should respect the interests of and be responsive to all its stakeholders

Essential Indicators

1. Describe the processes for identifying key stakeholder groups of the entity.

The key stakeholders identified in consultation with the company's management are: customers, employees, shareholders, academic institutions, suppliers, industry bodies such as Indian Shipbuilders Association, Indo Japan Chamber of Commerce, Confederation of Indian Industry (CII), Cochin Chamber of Commerce and Industry, All India Management Association, The Federation of Indian Chambers of Commerce and Industry (FICCI), Standing Conference of Public Enterprises (SCOPE) and Society of Indian Defence Manufacturers (SIDM), governments, NGOs, local communities, regulators and society at large.

2. List stakeholder groups identified as key for your entity and the frequency of engagement with each stakeholder group.

Sr. No.	Stakeholder Group	Whether identified as Vulnerable & Marginalized Group (Yes/ No)	Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website, Other)	Frequency of engagement (Annually/ Half yearly/ Quarterly/ others – please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
1	Customers	No	Project-related calls, e-mails and meetings; project management reviews; top executive meetings and briefings; customer visits; responses to RFPs and other tenders etc. newsletters; brochures	Continuous basis	Shipbuilding and Ship Repair Project execution
2	Shareholders	No	Press releases; email advisories; in-person meetings; investor conference calls etc	Quarterly: Financial statements in IndAS; earnings call; exchange notifications; Continuous: Investors page on the CSL website Annual: Annual General Meeting; Annual Report	Helping investors voice their concerns regarding company policies, reporting, strategy, etc. Understanding shareholder expectations
3	Employees	No	Intranet, e-mail and meetings	Continuous basis	Informing about various orders, directives, schemes etc.
4	Academic Institutions	No	Academic and Training Programs; and meetings	As and when needed	Training and development
5	Industry bodies, government and Regulators	No	Conferences and seminars; surveys; and other meetings	As and when needed	Ensure 100% compliance to all applicable laws.
6	NGOs, local communities and society at large	No	Meetings; social media; surveys; and press releases	As and when needed	Execution of CSR project, intimation of important events and happenings.

Principle 5 Businesses should respect and promote human rights

Essential Indicators

1. **Employees and workers who have been provided training on human rights issues and policy(ies) of the entity, in the following format:**

Category	FY 2024 (Current Financial Year)			FY 2023 (Previous Financial Year)		
	Total (A)	No. of employees/ workers covered (B)	% (B/A)	Total (C)	No. of employees/ workers covered (D)	% (D/C)
Employees						
Permanent	637	73	11.46	635	21	3.31
Other than permanent	168	0	0	150	0	0
Total Employees	**805**	**73**	**9.07**	**785**	**21**	**2.68**
Workers						
Permanent	1496	12	0.80	1315	0	0
Other than permanent	1099	0	0	1021	0	0
Total Workers	**2595**	**12**	**0.46**	**2336**	**0**	**0**

2. **Details of minimum wages paid to employees and workers, in the following format:**

Category	FY 2024 (Current Financial Year)					FY 2023 (Previous Financial Year)				
	Total (A)	Equal to Minimum Wage		More than Minimum Wage		Total (D)	Equal to Minimum Wage		More than Minimum Wage	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
Employees										
Permanent	**637**	**0**	**0**	**637**	**100**	**635**	**0**	**0**	**635**	**100**
Male	558	0	0	558	100	555	0	0	555	100
Female	79	0	0	79	100	80	0	0	80	100
Other than permanent	**168**	**0**	**0**	**168**	**100**	**150**	**0**	**0**	**150**	**100**
Male	133	0	0	133	100	129	0	0	129	100
Female	35	0	0	35	100	21	0	0	21	100
Workers										
Permanent	**1496**	**0**	**0**	**1496**	**100**	**1315**	**0**	**0**	**1315**	**100**
Male	1363	0	0	1363	100	1198	0	0	1198	100
Female	133	0	0	133	100	117	0	0	117	100
Other than permanent	**1099**	**0**	**0**	**1099**	**100**	**1021**	**0**	**0**	**1021**	**100**
Male	1044	0	0	1044	100	958	0	0	958	100
Female	55	0	0	55	100	63	0	0	63	100

3. **a. Details of remuneration/ salary/ wages, in the following format:**

	Male		Female	
	Number	Median remuneration/ salary/ wages of respective category (in ₹)	Number	Median remuneration/ salary/ wages of respective category (in ₹)
Board of Directors (BoD)	11	4468708	1	-
Key Managerial Personnel	5	4402347	0	-
Employees other than BoD and KMP	686	1290929	114	1241937
Workers	2407	606740	188	612323

b. Gross wages paid to females as % of total wages paid by the entity:

	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
Gross wages paid to females as % of total wages	10.69	11.53

4. Do you have a focal point (Individual/ Committee) responsible for addressing human rights impacts or issues caused or contributed to by the business? (Yes/ No)

Yes

5. Describe the internal mechanisms in place to redress grievances related to human rights issues.

CSL has established comprehensive human resource policies that address all aspects of human rights for its employees and those associated with its operations, including subsidiaries. The company is committed to upholding the dignity of women employees and has implemented a policy to protect against sexual harassment in the workplace, including mechanisms for prevention and redressal.

CSL ensures compliance with human rights practices across all subsidiaries and stakeholders. The grievance redressal system is overseen by a Whole Time Director, ensuring that complaints related to integrity, fairness, and transparency are addressed promptly. A dedicated grievance portal is available for reporting issues, accessible at CSL Grievance Portal (https://cochinshipyard.in/grievance-cell).

6. Number of Complaints on the following made by employees and workers:

	FY 2024 (Current Financial Year)			FY 2023 (Previous Financial Year)		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Sexual Harassment	2	1	-	0	0	-
Discrimination at workplace	0	0	-	0	0	-
Child Labour	0	0	-	0	0	-
Forced Labour/ Involuntary Labour	0	0	-	0	0	-
Wages	0	0	-	0	0	-
Other human rights related issues	0	0	-	0	0	-

7. Complaints filed under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, in the following format:

	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
Total Complaints reported under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)	2	0
Complaints on POSH as a % of female employees/ workers	0.66	0
Complaints on POSH upheld	1*	0

*The proceedings w.r.t the other complaint is going on.

8. Mechanisms to prevent adverse consequences to the complainant in discrimination and harassment cases.

Concerns on discrimination and harassment are dealt with confidentially. CSL does not tolerate any form of retaliation against anyone reporting good faith concerns. Anyone involved in targeting such a person raising such complaints will be subject to disciplinary action.

9. Do human rights requirements form part of your business agreements and contracts? (Yes/ No)

Yes

10. Assessments for the year

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Child Labour	100
Forced Labour/ Involuntary Labour	100
Sexual Harassment	100
Discrimination at Workplace	100
Wages	100

11. Provide details of any corrective actions taken or underway to address significant risks/ concerns arising from the assessments at Question 10 above.

Not Applicable

Principle 6 Businesses should respect and make efforts to protect and restore the environment

Essential Indicators

1. Details of total energy consumption (in Joules or multiples) and energy intensity, in the following format:

Parameter	FY 2024 (Current Financial Year)		FY 2023 (Previous Financial Year)	
	Value	Unit	Value	Unit
From renewable sources				
Total electricity consumption (A)	9852.94	GJ	7811.01	GJ
Total fuel consumption (B)	0	GJ	0	GJ
Energy consumption through other sources (C)	0	GJ	0	GJ
Total energy consumed from renewable sources (A+B+C)	9852.94	GJ	7811.01	GJ
From non-renewable sources				
Total electricity consumption (D)	114729.02	GJ	111807.87	GJ

Parameter	FY 2024 (Current Financial Year)		FY 2023 (Previous Financial Year)	
	Value	Unit	Value	Unit
Total fuel consumption (E)	16598.63	GJ	8236.93	GJ
Energy consumption through other sources (F)	0	GJ	0	GJ
Total energy consumed from non-renewable sources (D+E+F)	131327.65	GJ	120044.8	GJ
Total energy consumed (A+B+C+D+E+F)	141180.59	GJ	127855.81	GJ
Energy intensity per rupee of turnover (Total energy consumed/ Revenue from operations)	0.000003872970091	GJ/rupee	0.000005486293364	GJ/rupee
Energy intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total energy consumed/ Revenue from operations adjusted for PPP)	0.00007831145524	GJ/rupee	0.00011093285182	GJ/rupee
Energy intensity in terms of physical output	Not Applicable	-	Not Applicable	-

Note: Indicate if any independent assessment/ evaluation/ assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

No, CSL internally monitors the energy consumption.

2. **Does the entity have any sites/ facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India? (Y/N) If yes, disclose whether targets set under the PAT scheme have been achieved. In case targets have not been achieved, provide the remedial action taken, if any.**

Not Applicable

3. **Provide details of the following disclosures related to water, in the following format:**

Parameter	FY 2024 (Current Financial Year)		FY 2023 (Previous Financial Year)	
	Value	Unit	Value	Unit
Water withdrawal by source (in kilolitres)				
(i) Surface water	-	Kilolitres	-	Kilolitres
(ii) Groundwater	6228.2	Kilolitres	823.25	Kilolitres
(iii) Third party water	616776.4	Kilolitres	1077620	Kilolitres
(iv) Seawater/ desalinated water	452.02	Kilolitres	74	Kilolitres
(v) Others	-	Kilolitres	1843	Kilolitres
Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)	623456.62	Kilolitres	1080360.25	Kilolitres
Total volume of water consumption (in kilolitres)	609744.62	Kilolitres	1058886.75	Kilolitres
Water intensity per rupee of turnover (Total water consumption/ Revenue from operations)	0.000016726963981	Kilolitres/ rupee	0.0000454368363	Kilolitres/ rupee
Water intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total water consumption/ Revenue from operations adjusted for PPP)	0.000338219211696	Kilolitres/ rupee	0.000918732829986	Kilolitres/ rupee
Water intensity in terms of physical output	Not Applicable	-	Not Applicable	-

Note: Indicate if any independent assessment/ evaluation/ assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

No, CSL internally monitors the water consumption.

4. Provide the following details related to water discharged:

Parameter	FY 2024 (Current Financial Year) Value	FY 2023 (Previous Financial Year) Value
Water discharge by destination and level of treatment (in kilolitres)		
(i) To surface water	20	327.5
- No treatment	20	262.5
- Primary treatment	0	65
- Secondary treatment	0	0
- Tertiary treatment	0	0
(ii) To Groundwater	6200	12450
- No treatment	0	0
- With treatment	6200	12450
- Primary treatment	6200	12450
- Secondary treatment	0	0
- Tertiary treatment	0	0
(iii) To Seawater	7512	8382
- No treatment	0	16
- With treatment	7512	8366
- Primary treatment	0	57
- Secondary treatment	7512	8309
- Tertiary treatment	0	0
(iv) Sent to third-parties	0	135
- No treatment	0	0
- With treatment	0	135
- Primary treatment	0	135
- Secondary treatment	0	0
- Tertiary treatment	0	0
(v) Others	0	0
- No treatment	0	0
- With treatment	0	0
- Primary treatment	0	0
- Secondary treatment	0	0
- Tertiary treatment	0	0
Total water discharged (in kilolitres)	**13732**	**21294.5**

Note: Indicate if any independent assessment/ evaluation/ assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency

No, CSL internally monitors the water discharge.

5. Has the entity implemented a mechanism for Zero Liquid Discharge? If yes, provide details of its coverage and implementation:

No

6. **Please provide details of air emissions (other than GHG emissions) by the entity, in the following format:**

Parameter	FY 2024 (Current Financial Year)		FY 2023 (Previous Financial Year)	
	Value	Please specify unit	Value	Please specify unit
NOx	0	MT	0	MT
SOx	0	MT	0	MT
Particulate matter (PM)	0	MT	0	MT
Persistent organic pollutants (POP)	0	MT	0	MT
Volatile organic compounds (VOC)	0	MT	0	MT
Hazardous air pollutants (HAP)	0	MT	0	MT

Note: Indicate if any independent assessment/ evaluation/ assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

No, CSL does not have significant air emissions other than GHG emissions.

7. **Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity, in the following format:**

Parameter	Unit	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
Total Scope 1 Emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	Metric tonnes of CO2 equivalent	2211.21	546.96
Total Scope 2 Emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	Metric tonnes of CO2 equivalent	28920.51	28488.68
Total Scope 1 and Scope 2 emission intensity per rupee of turnover (Total Scope 1 and Scope 2 GHG emissions/ Revenue from operations)	Metric tonnes of CO2 equivalent/rupee	0.000000854028333	0.000001232852259
Total Scope 1 and Scope 2 emission intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total Scope 1 and Scope 2 GHG emissions/ Revenue from operations adjusted for PPP)	Metric tonnes of CO2 equivalent/rupee	0.000017268452893	0.000024928272677
Total Scope 1 and Scope 2 emission intensity in terms of physical output	-	Not Applicable	Not Applicable

Note: Indicate if any independent assessment/ evaluation/ assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

No, CSL internally monitors the GHG emissions.

8. Does the entity have any project related to reducing Green House Gas emission? If yes, then provide details

CSL is setting up a wind-solar hybrid power plant with a total capacity of about 17 MW and is expanding rooftop solar installations from 1.5 MWp to 4 MWp in a phased manner. This project aims to generate around 40 million units of green energy annually, exceeding CSL's present average annual energy consumption of 33.5 million units. By transitioning to renewable energy, CSL plans to operate on 100% green energy, ensuring a stable energy supply, meeting its energy needs, and supporting its commitment to sustainable energy practices. This move will help CSL reduce its carbon footprint and contribute to a more sustainable future.

9. Provide details related to waste management by the entity, in the following format:

a. Total Waste generated

Parameter	FY 2024 (Current Financial Year) Value	FY 2023 (Previous Financial Year) Value
Total Waste generated (in metric tonnes)		
Plastic waste	5.87	1.1
E-waste	47.37	126.46
Biomedical waste	0.0306	0.0081
Construction and demolition waste	740	40
Battery waste	784.19	548.1
Radioactive waste	0	0
Other Hazardous waste		
Glass Waste	0.032	0.041
Used or Spent Oil	0.6	0
Waste or Residue Containing Oil	175.9	479.68
Process Waste or Residue	0	0
Oil & Grease skimming	0	0
Equipment Retiral Waste	2.04	0.02
Paint Sludge	0.12	1
Anode	1.51	6.18
Waste Oil	2.4	74.12
Copper Cables	10	0
Used Copper Slag	6916.50	7644.17
Empty Paint Tin	10.21	0.3
Empty Oil Barrel	0	0
Other Non-hazardous waste		
Food Waste	3.8	92.24
Metal Waste	0	205.97
Paper and Cardboard Waste	0.4014	0.6759
Aluminium Waste	4.2	1
Miscellaneous Waste	40	600.2
Steel Scrap	4016.39	968.79
Industrial Waste	2909.47	1831.66
Total Waste Generated	15671.03	12621.72
Waste intensity per rupee of turnover (Total waste generated/ Revenue from operations)	0.000000429899	0.000000541598
Waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total waste generated/ Revenue from operations adjusted for PPP)	0.00000869255778	0.00001095111156
Waste intensity in terms of physical output	Not Applicable	Not Applicable

b. For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)

Total Waste

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of waste: Total Waste		
(i) Recycled	6.32	0.0048
(ii) Re-used	0	0
(iii) Other recovery operations	2.76	35.05
Total	**9.08**	**35.06**

Category-wise breakdown

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of waste: Plastic waste		
(i) Recycled	5.72	0.0048
(ii) Re-used	0	0
(iii) Other recovery operations	0	0
Total	**5.72**	**0.0048**

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of waste: E-waste		
(i) Recycled	0	0
(ii) Re-used	0	0
(iii) Other recovery operations	0	0
Total	**0**	**0**

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of waste: Biomedical waste		
(i) Recycled	0	0
(ii) Re-used	0	0
(iii) Other recovery operations	0	0
Total	**0**	**0**

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of waste: Construction and demolition waste		
(i) Recycled	0	0
(ii) Re-used	0	0
(iii) Other recovery operations	0	0
Total	**0**	**0**

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of waste: Battery waste		
(i) Recycled	0	0
(ii) Re-used	0	0
(iii) Other recovery operations	0	0
Total	**0**	**0**

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of waste: Radioactive waste		
(i) Recycled	0	0
(ii) Re-used	0	0
(iii) Other recovery operations	0	0
Total	**0**	**0**

Other Hazardous waste

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of waste: Glass Waste		
(i) Recycled	0	0
(ii) Re-used	0	0
(iii) Other recovery operations	0	0
Total	**0**	**0**

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of waste: Used or Spent Oil		
(i) Recycled	0.6	0
(ii) Re-used	0	0
(iii) Other recovery operations	0	0
Total	**0.6**	**0**

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of waste: Waste or Residue Containing Oil		
(i) Recycled	0	0
(ii) Re-used	0	0
(iii) Other recovery operations	0	0
Total	**0**	**0**

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of waste: Process Waste or Residue		
(i) Recycled	0	0
(ii) Re-used	0	0
(iii) Other recovery operations	0	0
Total	**0**	**0**

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of waste: Oil & Grease skimming		
(i) Recycled	0	0
(ii) Re-used	0	0
(iii) Other recovery operations	0	0
Total	**0**	**0**

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of waste: Equipment Retiral Waste		
(i) Recycled	0	0
(ii) Re-used	0	0
(iii) Other recovery operations	0	0
Total	**0**	**0**

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of waste: Paint Sludge		
(i) Recycled	0	0
(ii) Re-used	0	0
(iii) Other recovery operations	0	0
Total	**0**	**0**

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of waste: Anode		
(i) Recycled	0	0
(ii) Re-used	0	0
(iii) Other recovery operations	0	0
Total	**0**	**0**

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of waste: Waste Oil		
(i) Recycled	0	0
(ii) Re-used	0	0
(iii) Other recovery operations	0	0
Total	**0**	**0**

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of waste: Copper Cables		
(i) Recycled	0	0
(ii) Re-used	0	0
(iii) Other recovery operations	0	0
Total	**0**	**0**

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of waste: Used Copper Slag		
(i) Recycled	0	0
(ii) Re-used	0	0
(iii) Other recovery operations	0	0
Total	**0**	**0**

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of waste: Empty Paint Tin		
(i) Recycled	0	0
(ii) Re-used	0	0
(iii) Other recovery operations	0	0
Total	**0**	**0**

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of waste: Empty Oil Barrel		
(i) Recycled	0	0
(ii) Re-used	0	0
(iii) Other recovery operations	0	0
Total	**0**	**0**

Other Non-hazardous waste

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of waste: Food Waste		
(i) Recycled	0	0
(ii) Re-used	0	0
(iii) Other recovery operations	2.7	35.05
Total	**2.7**	**35.05**

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of waste: Metal Waste		
(i) Recycled	0	0
(ii) Re-used	0	0
(iii) Other recovery operations	0	0
Total	**0**	**0**

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of waste: Paper and Cardboard Waste		
(i) Recycled	0	0
(ii) Re-used	0.06	0
(iii) Other recovery operations	0	0
Total	**0.06**	**0**

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of waste: Civil Waste		
(i) Recycled	0	0
(ii) Re-used	0	0
(iii) Other recovery operations	0	0
Total	**0**	**0**

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of waste: Aluminium Waste		
(i) Recycled	0	0
(ii) Re-used	0	0
(iii) Other recovery operations	0	0
Total	**0**	**0**

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of waste: Miscellaneous Waste		
(i) Recycled	0	0
(ii) Re-used	0	0
(iii) Other recovery operations	0	0
Total	**0**	**0**

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of waste: Steel Scrap		
(i) Recycled	0	0
(ii) Re-used	0	0
(iii) Other recovery operations	0	0
Total	**0**	**0**

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of waste: Industrial Waste		
(i) Recycled	0	0
(ii) Re-used	0	0
(iii) Other recovery operations	0	0
Total	**0**	**0**

c. **For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)**

Total Waste

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste: Total Waste		
(i) Incineration	0	0
(ii) Landfilling	719	0
(iii) Other disposal operations	20963.94	17095.55
Total	**21682.94**	**17095.55**

Category-wise breakdown

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste: Plastic waste		
(i) Incineration	0	0
(ii) Landfilling	0	0
(iii) Other disposal operations	0	0
Total	**0**	**0**

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste: E-waste		
(i) Incineration	0	0
(ii) Landfilling	0	0
(iii) Other disposal operations	47.37	126.46
Total	**47.37**	**126.46**

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste: Biomedical waste		
(i) Incineration	0	0
(ii) Landfilling	0	0
(iii) Other disposal operations	0.0306	0.0081
Total	**0.0306**	**0.0081**

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste: Construction and demolition waste		
(i) Incineration	0	0
(ii) Landfilling	0	0
(iii) Other disposal operations	719	0
Total	**719**	**0**

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste: Battery waste		
(i) Incineration	0	0
(ii) Landfilling	0	0

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
(iii) Other disposal operations	0	0
Total	**0**	**0**

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste: Radioactive waste		
(i) Incineration	0	0
(ii) Landfilling	0	0
(iii) Other disposal operations	0	0
Total	**0**	**0**

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste: Glass Waste		
(i) Incineration	0	0
(ii) Landfilling	0	0
(iii) Other disposal operations	0	0
Total	**0**	**0**

Other Hazardous waste

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste: Used or Spent Oil		
(i) Incineration	0	0
(ii) Landfilling	0	0
(iii) Other disposal operations	0	0
Total	**0**	**0**

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste: Waste or Residue Containing Oil		
(i) Incineration	0	0
(ii) Landfilling	0	0
(iii) Other disposal operations	0	0
Total	**0**	**0**

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste: Process Waste or Residue		
(i) Incineration	0	0
(ii) Landfilling	0	0
(iii) Other disposal operations	0	0
Total	**0**	**0**

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste: Oil & Grease skimming		
(i) Incineration	0	0
(ii) Landfilling	0	0
(iii) Other disposal operations	0	0
Total	**0**	**0**

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste: Equipment Retiral Waste		
(i) Incineration	0	0
(ii) Landfilling	0	0
(iii) Other disposal operations	2.04	0
Total	**2.04**	**0**

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste: Paint Sludge		
(i) Incineration	0	0
(ii) Landfilling	0	0
(iii) Other disposal operations	0.12	0
Total	**0.12**	**0**

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste: Anode		
(i) Incineration	0	0
(ii) Landfilling	0	0
(iii) Other disposal operations	0.12	0
Total	**0.12**	**0**

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste: Waste Oil		
(i) Incineration	0	0
(ii) Landfilling	0	0
(iii) Other disposal operations	2.4	339.2
Total	**2.4**	**339.2**

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste: Copper Cables		
(i) Incineration	0	0
(ii) Landfilling	0	0
(iii) Other disposal operations	0	195.75
Total	**0**	**195.75**

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste: Used Copper Slag		
(i) Incineration	0	0
(ii) Landfilling	0	0
(iii) Other disposal operations	6916.5	9640.72
Total	**6916.5**	**9640.72**

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste: Empty Paint Tin		
(i) Incineration	0	0
(ii) Landfilling	0	0
(iii) Other disposal operations	9099.13	44.06
Total	**9099.13**	**44.06**

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste: Empty Oil Barrel		
(i) Incineration	0	0
(ii) Landfilling	0	0
(iii) Other disposal operations	500	0
Total	**500**	**0**

Other Non-hazardous waste

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste: Food Waste		
(i) Incineration	0	0
(ii) Landfilling	0	0
(iii) Other disposal operations	216.22	115.92
Total	**216.22**	**115.92**

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste: Metal Waste		
(i) Incineration	0	0
(ii) Landfilling	0	0
(iii) Other disposal operations	8.35	0
Total	**8.35**	**0**

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste: Paper and Cardboard Waste		
(i) Incineration	0	0
(ii) Landfilling	0	0
(iii) Other disposal operations	0	0.06
Total	**0**	**0.06**

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste: Civil Waste		
(i) Incineration	0	0
(ii) Landfilling	719	0
(iii) Other disposal operations	0	0
Total	**719**	**0**

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste: Aluminium Waste		
(i) Incineration	0	0
(ii) Landfilling	0	0
(iii) Other disposal operations	0	0
Total	**0**	**0**

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste: Miscellaneous Waste		
(i) Incineration	0	0
(ii) Landfilling	0	0
(iii) Other disposal operations	0	0
Total	**0**	**0**

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste: Steel Scrap		
(i) Incineration	0	0
(ii) Landfilling	0	0
(iii) Other disposal operations	1262.2	1003.53
Total	**1262.2**	**1003.53**

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste: Industrial Waste		
(i) Incineration	0	0
(ii) Landfilling	0	0
(iii) Other disposal operations	2909.47	5629.78
Total	**2909.47**	**5629.78**

Note: Indicate if any independent assessment/ evaluation/ assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

No, CSL internally monitors the waste management.

10. Briefly describe the waste management practices adopted in your establishments. Describe the strategy adopted by your company to reduce usage of hazardous and toxic chemicals in your products and processes and the practices adopted to manage such wastes

CSL has an operating Memorandum of Understanding (MoU) with Kerala Enviro Infrastructure Limited (KEIL), an authorized agency of Kerala State Pollution Control Board (KSPCB). CSL is disposing its industrial wastes through Kerala Enviro Infrastructure Limited in compliance with applicable statutory requirements promulgated by Pollution Control Board from time to time.

11. If the entity has operations/ offices in/ around ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests, coastal regulation zones etc.) where environmental approvals/ clearances are required, please specify details in the following format:

Sr. No.	Location of operations/ offices	Type of operations	Whether the conditions of environmental approval/ clearance are being complied with? (Y/N) If no, the reasons thereof and corrective action taken, if any.
1.	CSL, Perumanoor, Kochi, Kerala	Shipbuilding and Ship Repair	Y
2.	ISRF, Willingdon Island, Kochi, Kerala	Ship Repair	Y
3.	CMSRU, Mumbai, Maharashtra	Ship Repair	N, No environmental approval/ clearance is required.
4.	CKSRU, Kolkata, West Bengal	Ship Repair	N, No environmental approval/ clearance is required.
5.	CANSRU, Andaman & Nicobar Islands	Ship Repair	N, No environmental approval/ clearance is required.

12. Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial year:

Sr. No.	Name and brief details of project	EIA Notification No.	Date	Whether conducted by independent external agency (Yes/ No)	Results communicated in public domain (Yes/ No)	Relevant Web link
	Nil					

13. Is the entity compliant with the applicable environmental law/ regulations/ guidelines in India; such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment Protection Act and rules thereunder (Y/N). If not, provide details of all such non compliances, in the following format:

Sr. No.	Specify the law/ regulation/ guidelines which was not complied with	Provide details of the noncompliance	Any fines/ penalties/ action taken by regulatory agencies such as pollution control boards or by courts	Corrective action taken, if any
	Not Applicable			

Principle 7 Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent

Essential Indicators

1. a. Number of affiliations with trade and industry chambers/ associations.

14

b. List the top 10 trade and industry chambers/ associations (determined based on the total members of such body) the entity is a member of/ affiliated to

Sr. No.	Name of the trade and industry chambers associations	Reach of trade and industry chambers/ associations (State/National)
1	Indo Japan Chamber of Commerce – Kerala (INJACK)	International
2	Indian Shipbuilders' Association (ISBA)	National
3	Confederation of Indian Industry (CII)	National
4	All India Management Association	National
5	Standing Conference of Public Enterprises (SCOPE)	National
6	Society of Indian Defence Manufacturers (SIDM)	National
7	Indian Institute of Welding	National
8	Associated Chambers of Commerce and Industry of India (ASSOCHAM)	National
9	Federation of Indian Chamber of Commerce and Industry (FICCI)	National
10	National Safety Council	National

2. **Provide details of corrective action taken or underway on any issues related to anti-competitive conduct by the entity, based on adverse orders from regulatory authorities**

Name of authority	Brief of the case	Corrective action taken
	Not Applicable	

Principle 8 Businesses should promote inclusive growth and equitable development

Essential Indicators

1. **Details of Social Impact Assessments (SIA) of projects undertaken by the entity based on applicable laws, in the current financial year.**

Sr. No.	Name and brief details of project	SIA Notification No	Date of notification	Whether conducted by independent external agency (Yes/ No)	Results communicated in public domain (Yes/ No)	Relevant Web link
1.	Jija Mata Primary Health Centre, Aurangabad – Supported in construction of Jija Mata Hospital and Women's Health Care Centre.	-	-	Yes	Yes	https://cochinshipyard.in/uploads/Jijamatha.pdf

Sr. No.	Name and brief details of project	SIA Notification No	Date of notification	Whether conducted by independent external agency (Yes/ No)	Results communicated in public domain (Yes/ No)	Relevant Web link
2.	THALIR Anganwadi Project - Set up smart anganwadi in each Block Panchayaths such as Kalpetta, Sultan Bathery, Mananthavadi, Panamaram. The project aims at attracting children to the anganwadis, help the holistic development of child, providing health awareness classes to pregnant and lactating mothers and thereby decrease the maternal child death rates, identify severely malnourished children and timely introduction of complementary foods at six months and children at the age of 6 – 24 months. Creating awareness for hygienic feeding practices, full immunization and vitamin supplementation with de-worming. It can also act as sub-centre of health services.	-	-	Yes	Yes	https://cochinshipyard.in/uploads/Thalir.pdf

2. **Provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your entity, in the following format:**

Sr. No.	Name of Project for which R&R is ongoing	State	District	No. of Project Affected Families(PAFs)	% of PAF covered by R&R	Amounts paid to PAFs in the FY (In INR)
Not Applicable						

3. **Describe the mechanisms to receive and redress grievances of the community**

CSL's grievance redressal system is headed by a Whole Time Director and the complaints involving issues of integrity, fairness and transparency in dealing with CSL will be addressed and attended to in a time bound manner. Towards this the Company has put in place a grievance portal which can be accessed at https://cochinshipyard.in/grievance-cell

4. **Percentage of input material (inputs to total inputs by value) sourced from suppliers:**

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
Directly sourced from MSMEs/ small producers	9.87	30.18
Directly from within India	18.32	53.02

5. Job creation in smaller towns – Disclose wages paid to persons employed (including employees or workers employed on a permanent or non-permanent/ on contract basis) in the following locations, as % of total wage cost

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
Rural	0.60	0.74
Semi-urban	0.00	0.00
Urban	95.18	94.93
Metropolitan	4.22	4.33

(Place to be categorized as per RBI Classification System - rural/ semi-urban/ urban/ metropolitan))

Principle 9 Businesses should engage with and provide value to their consumers in a responsible manner

Essential Indicators

1. Describe the mechanisms in place to receive and respond to consumer complaints and feedback.

All the contracted vessels are conducted with a customer satisfaction survey and feedbacks are taken from owners willing to share their experience. The surveys are conducted by an independent third party firm in order to have open & genuine feedback from the customer.

2. Turnover of products and/ services as a percentage of turnover from all products/ service that carry information about:

	As a percentage to total turnover
Environmental and social parameters relevant to the product	100
Safe and responsible usage	100
Recycling and/ or safe disposal	NA

3. Number of consumer complaints in respect of the following:

	FY 2024 (Current Financial Year)			FY 2023 (Previous Financial Year)		
	Received during the year	Pending resolution at the end of year	Remarks	Received during the year	Pending resolution at the end of year	Remarks
Data privacy	0	0	-	0	0	-
Advertising	0	0	-	0	0	-
Cyber-security	0	0	-	0	0	-
Delivery of essential services	0	0	-	0	0	-
Restrictive Trade Practices	0	0	-	0	0	-
Unfair Trade Practices	0	0	-	0	0	-
Other	0	0	-	0	0	-

4. Details of instances of product recalls on account of safety issues:

	Number	Reasons for recall
Voluntary recalls	0	N.A.
Forced recalls	0	N.A.

5. **Does the entity have a framework/ policy on cyber security and risks related to data privacy? (Yes/No) If available, provide a web-link of the policy.**

   CSL has put in place a detailed Information Security Policy, and the same is available in CSL Intranet.

6. **Provide details of any corrective actions taken or underway on issues relating to advertising, and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty/ action taken by regulatory authorities on safety of products/ services**

   Not Applicable.

7. **Provide the following information relating to data breaches:**

   a. **Number of instances of data breaches**

      Nil

   b. **Percentage of data breaches involving personally identifiable information of customers**

      Nil

   C. **Impact, if any, of the data breaches**

      Nil

Independent Auditors' Report

To
The Members of **Cochin Shipyard Limited**
Report on Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying Standalone Financial Statements of Cochin Shipyard Limited (referred to as the "Company") which comprises the Balance Sheet as at March 31,2024, the Statement of Profit and Loss (including other comprehensive income), Statement of Cash Flows and Statement of Changes in Equity for the year then ended, and notes to the standalone financial statements, including material accounting policy information and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us the aforesaid standalone financial statements give the information, in the manner so required, and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Companies Act 2013 read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the company as at March 31,2024, the Profit including other comprehensive income, changes in equity and its cashflows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the financial statements.

Emphasis of Matters:

1. **Research and Development Project-Hydrogen Fuel Cell Electric Vessel:**

   Attention is drawn to Note No. 13 to the Standalone Financial Statements, wherein, the Company has constructed a Hydrogen Fuel Cell Electric Vessel during the year amounting to ₹1,399.74 lakhs out of the Total estimated cost including demonstration and operation & maintenance cost for two years of ₹1,750.00 lakhs.

   Research Committee of Ministry of Ports, Shipping and Waterways (MoPSW) has provided ₹1,015.88 lakhs as grant out of sanctioned grant of ₹1,312.50 lakhs.

   Subsequently, company has entered into a Memorandum of Understanding with Inland Waterways Authority of India (IWAI) for Develop, Design, Construct and Supply of 1 No' Hydrogen Fuel Cell Vessel. The Company intends to transfer the tittle and ownership of the said vessel through a separate contract, which is currently under advanced stage of discussion.

   The Company has classified the said developed vessel under "Other Non-Current Assets" by reducing the amount received ie., "Amount payable to Ministry/GoI" on account of the intended transfer of asset to IWAI.

2. **Non-Factoring of Liquidated Damages for 2 Nos 1200 Passenger Ships:**

   Attention is drawn to Note No. 34.4 to the Standalone Financial Statements, on shipbuilding contract for construction of 2 Nos 1200 Passenger Ships. The contractual delivery date (as extended) for both the ships are already expired. At the request of the customer for reallocation of the ships for other prospective buyers, the delivery of ship has been abated with minor progress. The Company has provided for the liquidated damages for the delay upto 29th April,2023 and 30th Oct,2023 in respect of these ships. Since the Company has a valid contract, it has not recognized further liquidated damages in the financials beyond the dates mentioned above.

3. **Change in Accounting Policy on Measurement of Inventories:**

   Attention is drawn to Note No. 2.6.B to the Standalone Financial Statements, wherein the Company has changed its accounting policy with regard to measurement of Raw Materials and Components classified under "Note No.14 - Inventories" to the Standalone Financial Statements.

The said change in measurement is treated as "Change in Accounting Policy" of the Company as per Ind AS 8 and does not have any impact in the Standalone Financial Statements.

Necessary disclosures as required under Ind AS 8 to the extent practicable, were duly made in the Note No. 2.6.B & 14 to the Standalone Financial Statements.

Our opinion is not modified in respect of these matters.

Key Audit Matters:

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements for the year ended March 31,2024. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

1. **Recognition of Revenue- Ship Building and Ship Repair activities:**

   (Refer Note No.3.10(a),34 and 45 to the Standalone Financial Statements)

   The Company enters into shipbuilding and ship repair contracts with customers, where revenue is recognised over time in accordance with the Output Method.

   There are significant accounting judgements involved in estimating contract revenue to be recognised on shipbuilding and ship repair contracts with customers, including determination of physical progress of completion as on the reporting date.

   The physical progress of completion is ascertained as per the in-house procedures developed by the management. The procedure and the assumptions therein are based on certain judgements made by the management based on inputs from the technical departments of the company. Further, the ascertainment of the actual physical completion of each sub-activity on reporting date also involves management estimation.

   Significant judgements are involved in determining the expected losses, when such losses become probable based on the expected total contract cost. Cost contingencies are included in these estimates to take into account specific risks of uncertainties or disputed claims against the Company, arising within each contract. These contingencies are reviewed by the Management on a regular basis throughout the life of the contract and adjusted where appropriate. The revenue on contracts may also include variable consideration (variations and claims). Variable consideration is recognised when the recovery of such consideration is highly probable.

   During the year, the company has updated its measurement of progress in applying the Output Method for recognition of revenue in respect of Shipbuilding Contracts in order to have a more faithful depiction in the company's performance towards satisfaction of the performance obligations in the said segment, based on the change in circumstances and characteristics of the contracts entered thereon.

   Due to the nature of the contracts, revenue recognition involves usage of percentage of completion method (ie., physical progress of completion) which is determined by survey of work performed , which involves technical expertise, significant judgments, identification of contractual obligations and the Company's rights to receive payments for performance completed till date, changes in scope and consequential revised contract price and recognition of the liability for loss making contracts/onerous obligations.

   Auditing management's measurement of revenue recognised over time involves significant judgements and estimations made in measuring the physical progress of completion, we presumed there are inherent audit risks in the recognition of revenue and therefore determined this to be a key audit matter.

   Our Audit approach and procedures included but were not limited to:

   - Obtained an understanding of the policies and procedures that the company applies in recognising revenue from contract with customers, using the output method and the underlying assumptions and estimates thereon.

   - Evaluated the appropriateness of the Company's revenue recognition policies, including those related to variable considerations by comparing with the Ind AS 115-Revenue from Contract with Customers.

   - Tested the effectiveness of controls relating to the evaluation of performance obligations and identification of those that are distinct; estimation of costs to complete each of the performance obligations including the contingencies in respect thereof, as work progresses and the impact thereon as a consequence of change orders; the impact of change orders on the transaction price of the related contracts; and evaluation of the impact of variable consideration on the transaction price.

- Selected of sample of contracts with customers and performed the following procedures:
    - Obtained and read contract documents for each selection, change orders and other documents that were part of the agreement/arrangement.
    - Identified significant terms and deliverables in the contract to assess management's conclusions regarding the (i) identification of distinct performance obligations; (ii) changes to costs to complete as work progresses and as a consequence of change orders; (iii) the impact of change orders on the transaction price; and (iv) the evaluation of the adjustment to the transaction price on account of variable consideration.
    - Compared costs incurred with Company's estimates of costs incurred to date to identify significant variations and evaluated whether those variations have been considered appropriately in estimating the remaining costs to complete the contract.
    - Tested the estimate for consistency with the status of delivery of milestones and customer acceptance to identify possible delays in achieving milestones, which require changes in estimated costs or efforts to complete the remaining performance obligation
- Performed analytical audit procedures for reasonableness of revenues disclosed by type and nature of service.
- Substantial reliance was placed on the technical and activity-based assessment made by the management in determination of percentage of physical progress completion and assessed the reasonableness of management's assumptions and estimates
- Assessed appropriateness of the relevant disclosures made by the company in accordance with IND AS 115.

We concluded that based on the procedures performed above, we did not find any material exceptions with regards to adoption of IND AS 115 and timing of revenue recognition.

Information Other than the Standalone Financial Statements and Auditor's Report Thereon:

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Directors' Report and Management Discussion and Analysis, but does not include the consolidated financial statements, standalone financial statements and our auditor's report thereon.

Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

When we read the Annual Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

As on the date of this report, the other information was not made available to us by the management. Accordingly, we are unable to comment on this matter.

Responsibility of Management for the Standalone Financial Statements:

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate implementation and maintenance of accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatements, whether due to fraud or error.

In preparing the Standalone financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the company's financial reporting process.

Auditor's Responsibility for the Audit of the Standalone Financial Statements:

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatements, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

a. Identify and assess the risks of material misstatements of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;

b. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether company has adequate internal financial controls system in place and the operating effectiveness of such controls;

c. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management;

d. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern;

e. Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation;

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work: and (ii) to evaluate the effect of any identified misstatements in the standalone financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matters:

For the year ended 31st March,2024, the company has initiated the obtaining of balance confirmations, whereas we have received few confirmations of balances from Trade receivables, Trade Payables and Bank balances. Wherever confirmations not received by us, we have performed alternative audit procedures by verifying the contract documents, invoices raised and communications made for follow up action etc.,

Our opinion is not modified in respect of this matter.

Report on Other Legal and Regulatory Requirements:

1. As required under the directions and sub-directions issued by the Comptroller and Auditor General of India in terms of Sub-section (5) of Section 143 of the Companies Act 2013, we are enclosing our report in **"Annexure A"**.

2. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") as amended, issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable our report thereon is enclosed as **"Annexure B"**.

3. As required by Section 143(3) of the Act, we report that:

   a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;

   b. In our opinion, proper books of account as required by law have been kept by the company so far as it appears from our examination of those books and proper adequate returns have been received from all the regional offices of the company;

   c. The Company's Balance Sheet, the Statement of Profit and Loss (incl. Other Comprehensive income), the Statement of Cash Flows and the Statement of Changes in Equity dealt with by this report are in agreement with the books of accounts;

   d. In our opinion, the aforesaid standalone financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with The Companies (Indian Accounting Standards) Rules, 2015, as amended thereon.

   e. The provisions of Section 164(2) of the Act in respect of disqualification of directors are not applicable to the Company, being a Government Company in terms of notification no. G.S.R.463 (E) dated 5th June, 2015 issued by Ministry of Corporate Affairs, Government of India;

   f. With respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate Report in **"Annexure C"**. Our report expresses **unmodified opinion** on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting;

   g. With respect to the other matters to be included in the Auditors' Report in accordance with the requirements of section 197(16) of the Act, as amended:

      The provisions of Section 197 read with Schedule V of the Act, relating to managerial remuneration are not applicable to the Company, being a Government Company, in terms of Ministry of Corporate Affairs Notification no. G.S.R. 463 (E) dated 5th June, 2015;

   h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

      i. The company has disclosed the impact of pending litigations on its financial position in its standalone financial statements- Refer Note No.48 to the Standalone Financial Statements;

      ii. The company has made provision, as required under applicable law or accounting standards, for material foreseeable losses, if any on long-term contracts including derivative contracts;

      iii. There were no amounts which were required to be transferred, to the Investor Education and Protection Fund by the Company;

      iv. a. The management has represented that, to the best of it's knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall,

         - directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or

         - provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

b. The management has represented, that, to the best of it's knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall,

- directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or

- on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

c. Based on such audit procedures as considered reasonable and appropriate in these circumstances, nothing has come to our notice that has caused them to believe that the representations under sub-clause (i) and (ii) contain any material mis-statement.

v. The dividend declared/paid by the Company during the year is in compliance with section 123 of the Companies Act, 2013;

vi. Based on our examination carried out in accordance with the Implementation Guidance on Reporting on Audit Trail under Rule 11(g) of the Companies (Audit and Auditors) Rules,2014 (Revised 2024 Edition) issued by the Institute of Chartered Accountants of India, which included test checks, except the instances mentioned below, we report that the company has used an accounting software ie.,SAP S/4HANA, for maintaining its books of accounts, which has a feature of security audit log and recording audit trail (edit log) facility for all relevant transactions recorded in the software:

a. The feature of recording audit trail (edit log) facility were enabled for identified database tables to log data changes for the accounting software used for maintaining the books of account. However, any direct data change to SAP database tables are not being carried out;

b. Security audit log was enabled in the ERP from 2022 onwards. The feature of recording audit trail (edit log) facility of the accounting software was enabled on March, 2024;

Further, for the periods where audit trail (edit log) facility was enabled and operated, we did not come across any instance of audit trail feature being tampered with during the course of our audit.

Our examination of the audit trail was in the context of an audit of financial statements carried out in accordance with the Standard of Auditing and only to the extent required by Rule 11(g) of the Companies (Audit and Auditors) Rules,2014. We have not carried out any audit or examination of the audit trail beyond the matters required by the aforesaid Rule 11(g) nor have we carried out any standalone audit or examination of the audit trail.

For Anand and Ponnappan
Chartered Accountants
FRN000111S

Y. Banuteja
Partner
Membership No :250129

Place: Kochi
Date: 24.05.2024
UDIN: 24250129BKKRRB1141

Annexure – A to the Auditors' Report

Referred to in Paragraph 1 under "Report on Other Legal and Regulatory Requirements" section of our report to the Members of the Company of even dated

Report on Directions issued by the Comptroller and Auditor General of India under section 143(5) of the Companies Act, 2013)

PART-I- DIRECTIONS

1. **Whether the company has system in place to process all the accounting transactions through IT system? If yes, the implications of processing of accounting transactions outside IT system on the integrity of the accounts along with the financial implications, if any, may be stated**

   Yes. The company has a system in place to process all the accounting transactions through IT system. Based on our audit procedures on test check basis, wherever accounting transactions arises outside the IT system, no instances of lack of integrity of the accounts along with the financial implications has been noted.

2. **Whether there is any restructuring of an existing loan or cases of waiver/write off of debts/loans/interest etc. made by a lender to the company due to the company's inability to repay the loan? If yes, the financial impact may be stated.**

   Whether such cases are properly accounted for? (In case, lender is a government company, then this direction is also applicable for statutory auditor of Lender Company).

   No. According to the information & explanations given to us, there is no restructuring of an existing loan or cases of waiver/write off of debts/loans/interest etc. made by a lender. As such, there is no financial implication involved.

3. **Whether funds (grants/subsidy etc.) received/receivable for specific schemes from Central/State Government or its agencies were properly accounted for/utilized as per its term and conditions? List the cases of deviation.**

   Yes. Based on our examination of Books of Accounts of the company and as per the information & explanations given to us, the company has received a sum of ₹708.64 lakhs during the year, totaling to ₹1,102.39 lakhs out of the sanction of ₹1312.50 lakhs under the Research and Development Project namely "Hydrogen Fuel Cell Ferry Vessel" from Ministry of Ports, Shipping and Waterways under Research and Development (R&D) Shipping Scheme.

   Out of the funds received, the company has utilized ₹1,015.88 lakhs and has unutilized limits of ₹86.51 lakhs as on 31st March,2024, lying under Central Nodal Account maintained by Sagarmala Development Corporation Limited (SDCL).

   The funds were properly accounted and utilized as per the terms and conditions of the order and no deviations are observed by us.

PART-II- SUB-DIRECTIONS

Whether the company reviewed the changes in Accounting Policy for the method of measurement of Stores and Spares and Goods-in-transit. If yes, whether the necessary disclosure as per Ind AS 8 was made in the accounts.

Yes. During the year, the company reviewed the accounting policy with respect to the Inventories including method of measurement of Stores & Spares and Goods in Transit. On considering the practices and principles followed by the peers in the industry, the existing accounting policy with respect to measurement of Stores & Spares and Goods-in-Transit at weighted average cost and cost respectively were treated to be appropriate. Refer Note No.14 to the Standalone Financial Statements.

For Anand and Ponnappan
Chartered Accountants
FRN000111S

Y. Banuteja
Partner
Membership No :250129

Place: Kochi
Date: 24.05.2024
UDIN: 24250129BKKRRB1141

Annexure - B to the Auditors' Report

Referred to in Paragraph 2 under "Report on Other Legal and Regulatory Requirements" section of our report to the Members of the Company of even dated

Based on the audit procedures performed and information and explanations given to us, we report that:

i. In respect of the Company's Property, Plant and Equipment,

a. The company has maintained proper records showing full particulars w.r.t

A. Property, Plant and Equipment including quantitative details and situation thereon and relevant details of right-of-use assets;

B. Intangible Assets;

b. The company has an existing practice of conducting physical verification of property, plant and equipment's every year based on a program designed by the management.

During the year, the company has changed the existing practice of verification of all property, plant and equipment's on yearly basis to once in every three years, which in our opinion are reasonable, having regard to the size and the magnitude of the company.

Accordingly, no physical verification of Property, Plant and Equipment was carried out by the management. Hence, we have not commented on the material discrepancies under this clause.

c. The company has clear tittle deeds of immovable properties held in its name, measuring 75.92 Hectares in aggregate; However, with regard to leasehold properties, where company is lessee which are tabulated below are pending registration/ execution of lease agreements:

Description of Property	Area (in Hectares)	Gross carrying Value (₹in Lakhs)	Held in the name of	Whether promoter, director or their relative or employee	Period held since (year)	Reason for not being held in name of company
Leasehold lands- Right to Use Assets						
ISRF Project Land-Phase-I	Land- 8.12		Cochin Port Authority	No	2012	Taken as a Part of "Right to Develop & Operate- ISRF". Pending Registration.
	Adjoin Water body- 15					
ISRF Project Land-Phase-II	Land-8.134	27,261.53	Cochin Port Authority	No	2017	For Phase-II, lease agreement is to be executed.
Bed of backwaters-Reclaimed Land	Land/Water Area-1.914		Cochin Port Authority	No	1977	Yet to executed Lease Agreement.
CSL-Mumbai Ship Repair Unit (CMSRU)-Berth No.5,6,7 & 8 of Indira Docks*	HDD- 2.961 Open Land Area-1.135 Water Area-1.8	21,014.01	Mumbai Port Authority	No	2018	In the Opinion of the company, the Concessionaire Arrangement/ Agreements does not require registration.
CSL-Kolkata Ship Repair Unit (CKSRU)-Berth No.6 at Netaji Subhas Dock*	Land & Dry Dock Area-2.532	10.92	Syama Prasad Mookerjee Port Authority (Formerly Known as Kolkata Port Trust)	No	2019	

*Lease Rentals are factored in the Annual Fees as determined in Concessionaire Agreement

d. During the year, the company has not revalued its Property, Plant and Equipment (Inc. Right to Use assets) or Intangible Assets or both. Accordingly reporting under this clause does not arise.

e. The Company does not hold any benami property. Accordingly, reporting under this clause does not arise.

ii. In respect of the Inventories:

a. The company has regular program in physical verification of inventories, which is carried out annually. During the year, the management has formed a technical committee for carrying out the physical verification.

Based on documents and reports made available to us and considering the size and nature of industry, the physical verification conducted by the management and policies adopted thereon are reasonable. However, we have not come across any significant deficiencies (ie., more than 10%) in this regard;

b. The Company has been sanctioned aggregate Non-Fund based limits in excess of ₹5 Crores by the multiple banks, which are availed as and when required. It has also been sanctioned aggregate Fund Based limits in excess of ₹5 Crores by multiple banks which have not been availed by the Company. The Company is not required to file any quarterly returns or statements with the banks.

iii. The Company has made an investment by way of right issue subscription in its wholly owned subsidiary companies, namely M/s Hooghly Cochin Shipyard Limited and M/s Udupi Cochin Shipyard Limited (formerly known as Tebma Shipyards Limited) amounting to ₹4,400.00 lakhs and ₹1,800.00 lakhs respectively during the year. Further, the company has also given advance to its directors during the year on the same terms and conditions at which it is given to other employees of the company.

a. The aggregate amount during the year and the balance outstanding at the balance sheet date with respect to such loans, guarantees and securities to subsidiaries, joint ventures and associates and to parties other than subsidiaries, joint ventures and associates are as under:

(₹ in lakhs)

Particulars	**Guarantees**	**Security**	**Loans**	**Advance in nature of loans**
Aggregate amount granted/provided during the year				
- Subsidiaries	-	-		-
- Joint Ventures	-	-		-
- Associates	-	-		-
- Others	-	-		0.60
Balance outstanding (gross) as at the balance sheet date in respect of the above cases				
- Subsidiaries	-	-	500.00	-
- Joint Ventures	-	-		-
- Associates	-	-		-
- Others	-	-		0.14

b. The investments made, guarantees provided, security given and the terms and conditions of the grant of all the above-mentioned loans and guarantees provided, security given during the year are, in our opinion, prima facie, not prejudicial to the Company's interest;

c. In respect of loans and advances in the nature of loans, the company has stipulated the schedule of repayment of principal and payment of interest and the repayments or receipts are regular;

d. In respect of loans and advances in the nature of loans granted by the Company, there is no overdue amount remaining outstanding as at the balance sheet date;

e. No loan or advance in the nature of loan granted by the Company which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdue of existing loans given to the same parties;

f. The company has not granted the any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment to Promoters, related parties as defined in clause (76) of section 2 of the Companies Act, 2013;

iv. The company has complied with the provisions of section 185 and 186 of the Companies Act 2013 in respect of loans granted, investments made and guarantees and securities provided, as applicable.

v. The company has not accepted any deposits from the public, hence the directives issued by the Reserve Bank of India and the provisions of Section 73 to 76 of the Companies Act, 2013 and the rules framed there under, are not applicable.

vi. The company is maintaining the cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act.

We have broadly reviewed the cost records maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended prescribed by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013 and are of the opinion that, prima facie, the prescribed cost records have been made and maintained.

We have, however not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

vii. In respect of statutory dues:

a. The company is generally been regular in depositing undisputed applicable statutory dues including provident fund, employees' state insurance, income-tax, sales tax, and service tax, duty of customs, duty of excise, GST, cess and any other statutory dues applicable to it with the appropriate authorities;

There were no outstanding of aforesaid statutory dues as on March 31,2024 for a period of more than six months from the date they became payable.

b. There were no dues of GST, Income Tax, value added tax, duty of customs, duty of excise and cess which have not been deposited on account of any dispute except in the cases provided as **Annexure-D**;

viii. We have not come across any transactions that are not recorded in the books of account have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961. Hence, the recording of unrecorded income in the books of accounts does not arise.

ix. a. The company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender (ie., banks, financial institutions, Government and other lenders).

b. To the extent of our knowledge, the company has not been declared willful defaulter by any bank or financial institution or government or any government authorities.

c. The company has not availed any term loans during the year. Accordingly, reporting for this clause does not arise.

d. On overall examination of the financial statements of the company, during the year no funds has been raised the company on short term basis. Hence, the point of reporting on utilization and usage of funds for long term purposes by the company will not arise.

e. The Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries.

Further, the company does not have any associates or joint ventures. Accordingly, reporting with regard to borrowal of money in order to meet the obligations of associates or joint ventures does not arise.

f. The Company has not raised loans during the year on the pledge of securities held in its subsidiaries.

Further, the company does not have any associates or joint ventures. Accordingly, reporting with relating to raising loans on pledge of securities held in its associates or joint ventures does not arise.

x. a. The Company has not raised money by way of initial public offer or further public offer (including debt instrument) during the year. Accordingly, reporting under this clause does not arise.

b. During the year, company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures. Therefore, reporting under this clause is not applicable to the company.

xi. To the best of our knowledge,

a. No fraud by the company or on the company has been noticed or reported during the year.

b. No report has been filed by us or the predecessor auditors of the company or cost auditors secretarial auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government in accordance with section 143(12) of the Companies Act,2013 during the year and upto the date of issuance of this report.

c. As represented to us by the management, there are no whistle blower complaints received by the company during the year.

xii. The company is not a Nidhi company. Hence, the reporting under the provisions of clause (xii) (a), (b) and (c) of the order are not applicable.

xiii. In our opinion, all the related party transactions during the financial year are in compliance with Section 177 and 188 of Companies Act, 2013 and the details of the said transactions have been disclosed appropriately in the standalone financial statements in accordance with applicable Ind AS.

xiv. a. In our opinion and based on our examination, the company has an adequate internal audit system commensurate with the size and nature of its business.

b. We have obtained the internal audit reports for the period under audit on a timely manner and duly considered by us, in determining the nature, timing and extent of our audit procedures.

xv. In our opinion, the company has not entered into any non-cash transactions with directors or persons connected with its directors during the year and hence provisions of Section 192 of the Companies Act, 2013 are not applicable to the company.

xvi. The company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1935.

Accordingly, the reporting under the provisions of clause (xvi) (b) and (c) of the order does not arise.

Further, in our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under this clause is not applicable to the company.

xvii. The company has not incurred any cash losses in the financial year and in the immediately preceding financial year.

xviii. There has been no resignation of the statutory auditors during the year and accordingly reporting under this clause does not arise.

xix. On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements of the company, our knowledge of the Board of Directors and management plans and based on our examination of the evidences supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date.

We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.

xx. With regard to Corporate Social Responsibility obligation of the company, the Board of Directors of the Company has approved ₹12.59 Crores (ie., ₹1,259.01 lakhs) to be spent for the year, after setting off the ₹110 lakhs excess spent during the previous financial year. Accordingly, the Corporate Social Responsibility Committee has identified and recommended the various projects amounting to ₹1,499.00 lakhs for year and ₹457.60 lakhs for the FY 2024 to FY 2027, which were duly approved by the Board of Directors. However, during the year, the company has spent a sum of ₹1,444.38 lakhs as against its obligation of ₹1,369.01 lakhs. Accordingly, the company is eligible to carry forward the excess spent of ₹185.37 lakhs. However, the company has carry-forwarded ₹ 170.00 lakhs, which is treated as asset in the standalone financial statements.

Further, in our opinion:

a. There are no unspent amount in respect of other than ongoing projects, to a Fund specified in Schedule VII to the Companies Act, 2013 till the date of our report. However, the time period for such transfer i.e. six months of the expiry of the financial year as permitted under the second proviso to sub-section (5) of section 135 of the Act, has not elapsed till the date of our report.

b. There are no amount remaining unspent to the extent of its statutory obligation, in respect of ongoing projects. Further, the company is not required to transferred the amount remaining unspent in respect of ongoing projects, to a Special Account as permitted under the sub-section (6) of section 135 of the Act.

xxi. The reporting under this clause is not applicable in respect of audit of standalone financial statements. Accordingly, no comment in respect of this clause has been included in this report.

For Anand and Ponnappan
Chartered Accountants
FRN000111S

Y. Banuteja
Partner
Membership No :250129

Place: Kochi
Date: 24.05.2024
UDIN: 24250129BKKRRB1141

Annexure – C to the Auditors' Report

Referred to in Paragraph 3(f) under "Report on Other Legal and Regulatory Requirements" section of our report to the Members of the Company of even dated.

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the Internal Financials Controls over Financial Reporting of Cochin Shipyard Limited (referred to as the "Company") for the year ended March 31,2024, in conjunction with our audit of the Standalone Financial Statements of the company.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the ICAI and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide us for our audit opinion on the company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of standalone financial statements for external purposes in accordance with generally accepted accounting principles.

A company's internal financial control over financial reporting includes those policies and procedures that:

a. Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

b. Provide reasonable assurance that transactions are recorded as necessary to permit preparation of standalone financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and

c. Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the standalone financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the company has in all material respects, maintains adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31,2024, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Anand and Ponnappan
Chartered Accountants
FRN000111S

Y. Banuteja
Partner
Membership No :250129

Place: Kochi
Date: 24.05.2024
UDIN: 24250129BKKRRB1141

Annexure – D to the Auditors' Report- CARO 2020

Referred to in Clause vii (b) of Annexure-B to the Auditors' Report of our report to the Members of the Company of even dated.

Name of the Statute	Nature of Dues		Amount (In Lakhs)		Period to which the amount relates	Forum where dispute is pending
			Disputed	Deposited		
Employees State Insurance Act, 1948	Contribution		35.82	-	April 2008 to May 2010	Hon'ble Insurance Court, Alappuzha
	Claim for Damages & Interest for belated remittance		19.84	1.00	June 2010 to July 2013	
Finance Act,1994 (Service Tax)	Amount received from Indian Navy for Design and Development of IAC	Service Tax	1,647.47	123.56	2004-05	CESTAT, Bangalore
		Interest	5,766.94			
		Penalty	1,647.57			
	Amount received from Indian Navy for construction of IAC accounted under the head Management Fee/handling charges on IAC P-71	Service Tax	323.04	24.23	2009-10	
		Interest	920.71			
		Penalty	323.14			
	1. RCM on towing the barge along with security services;	Service Tax	279.46	20.96	2012-13 to 2016-17	
	2. Salavge operations;	Interest	472.35			
	3. RCM on guaranteed Repairs obligations for the period 2012-13 to 2016-17	Penalty	279.56			
	1. Differential Turnover for Ship Repair activities (incl. adoption of lesser assessable value);	Service Tax	150.57	11.29	2015-16	Commissioner (Appeals)
	2. Disallowance of CENVAT credit availed and utilized;	Interest	183.34			
		Penalty	15.06			
	Levy of Service Tax on the Training fee received by the yard from the Marine Engineering Training Institute (METI) run by the Company	Service Tax	51.24	3.87	2016-17 to 2017-18 (upto June 2017)	
		Interest	50.62			
		Penalty	5.10			
Kerala Value Added Tax Act,2003 $	Additions in Taxable Turnover	Tax	787.32	-	AY 2015-16	Deputy Commissioner of State Tax, Ernakulam
		Interest	582.62			
The Customs Act,1962	Classification of Drawings & Plan for Indigenous Aircraft Carrier	Duty	269.30	323.67	March 2016 to Dec 2016	CESTAT, Bangalore
		Duty	103.97	104.79	April 2017	
		Duty	306.97	309.37	April 2017	
		Duty	789.71	795.88	April 2017	
		Duty	762.48	768.43	April 2017	
		Duty	1,790.93	293.46	April 2017	
		Duty	230.54	526.81	Nov 2017	
		Tax	296.26			
		Duty	89.59	198.07	June 2018	
		Tax	108.48			
		Duty	262.86	581.88	Dec 2018	
		Tax	318.30			
		Duty	191.22	187.43	June 2018	
		Tax	231.55			
	Wrong claim of basic Customs Duty Exemption Vide Notification No. 50/2017 and Incorrect t claim of 5% IGST Input Tax Credit	Duty	629.34	607.23	August 2017 to October 2017	
		Penalty	230.00			

Name of the Statute	Nature of Dues		Amount (In Lakhs)		Period to which the amount relates	Forum where dispute is pending
			Disputed	Deposited		
Central Goods and Service Tax Act,2017 #	Ineligible Input Tax Credit availed and utilised	Tax	83.75	-	April 2018 to March 2019	Commissioner (Appeals), Central Tax & Central Excise, Cochin
		Penalty	8.38			
Income Tax Act,1961	Disallowance of Expenditures/ Provisions/Deductions		126.26	126.26	AY 2010-11	Commissioner of Income Tax (Appeals)
			911.07	928.89	AY 2014-15	
			331.77	331.77	AY 2017-18	
			20.76	22.01	AY 2018-19	
			819.51	598.94	AY 2020-21	Income Tax Appellate Tribunal (ITAT), Cochin
Department Appeal's						
Finance Act,1994 (Service Tax)	Erroneous remittance of service tax on the amount of Management fee/ handling charges received/accounted from Indian Navy	Service Tax	376.67	-	2004-05 to 2008-09	CESTAT, Bangalore
	1. Differential Turnover for Ship Repair activities (incl. adoption of lesser assessable value); 2. Disallowance of CENVAT credit availed and utilized;	Service Tax	2,339.64	-	2012-13 to 2014-15	
	Management, Maintenance or Repairs vessels owned by UTLA & Manned by LDCL	Service Tax	1,885.49	-	July 2012 to March 2015	

*Interest on Service Tax cases, where company has gone for appeal worked out approximately.

#In the process of filling Appeal.

$Rectification petition filed by the Company.

For Anand and Ponnappan
Chartered Accountants
FRN000111S

Place: Kochi
Date: 24.05.2024
UDIN: 24250129BKKRRB1141

Y. Banuteja
Partner
Membership No :250129

Standalone Balance Sheet

as at March 31, 2024

(₹ in Lakh)

Particulars	Note No.	As at March 31,2024	As at March 31,2023
ASSETS			
Non-current assets			
(a) Property, Plant and Equipment	4	70,473.77	70,673.97
(b) Capital Work-In-Progress	5	2,18,869.75	1,58,746.93
(c) Intangible Assets	6	1,734.60	945.38
(d) Intangible Assets Under Development	7	60.64	1,602.37
(e) Financial Assets			
(i) Investments	8	35,524.95	33,560.71
(ii) Loans	9	1,083.17	1,033.82
(iii) Other Financial Assets	10	92.96	90.67
(f) IncomeTax Assets (net)	11	6,486.87	2,906.66
(g) Deferred Tax Assets (net)	12	5,963.94	5,691.94
(h) Other Non-current Assets	13	6,738.16	17,600.41
Total Non-Current Assets		**3,47,028.81**	**2,92,852.86**
Current Assets			
(a) Inventories	14	95,893.98	35,045.02
(b) Financial Assets			
(i) Trade Receivables	15	33,481.68	33,020.51
(ii) Cash and Cash Equivalents	16	24,583.27	31,097.78
(iii) Bank balances other than (ii) above	17	3,53,812.08	4,36,082.74
(iv) Loans	18	115.11	99.50
(v) Other Financial Assets	19	10,656.17	3,396.47
(c) Current Tax Assets (net)	11	144.96	7,147.48
(d) Other Current Assets	20	3,22,311.05	1,51,335.11
Total Current Assets		**8,40,998.30**	**6,97,224.61**
Total Assets		**11,88,027.11**	**9,90,077.47**
EQUITY AND LIABILITIES			
Equity :			
(a) Equity Share Capital	21	13,154.04	13,154.04
(b) Other Equity	22	4,89,433.05	4,29,187.83
Total Equity		**5,02,587.09**	**4,42,341.87**
Liabilities :			
Non-Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	23	2,302.20	2,302.20
(ii) Lease Liabilities	24	43,698.28	39,227.30
(iii) Other Financial Liabilities	25	-	261.22
(b) Provisions	26	4,449.96	4,109.41
(c) Other Non Current Liabilities	27	6.87	248.98
Total Non-Current Liabilities		**50,457.31**	**46,149.11**
Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	28	-	10,279.78
(ii) Lease Liabilities	29	2,879.63	4,898.68
(iii) Trade Payables			
Total outstanding dues of Micro Enterprises and Small Enterprises		7,973.25	4,991.65
Total outstanding dues of creditors other than Micro Enterprises and Small Enterprises	30	34,227.39	15,815.39
(iv) Other Financial Liabilities	31	15,455.69	14,412.88
(b) Other Current Liabilities	32	5,11,852.71	4,12,822.00
(c) Provisions	33	62,594.04	38,366.11
Total Current Liabilities		**6,34,982.71**	**5,01,586.49**
Total Equity and Liabilities		**11,88,027.11**	**9,90,077.47**
Corporate overview and Material Accounting Policy Information	1 - 3		
Notes to the Standalone Financial Statements	4 - 72		

The accompanying notes are an integral part of these financial statements

As per our report attached

For M/s Anand & Ponnappan
Chartered Accountants
(Firm Registration No. 000111S)

For and on behalf of Board of Directors

SYAMKAMAL N
Company Secretary
Membership Number – A25337

BEJOY BHASKER
Director (Technical)
DIN – 08103825

Y BANUTEJA
Partner
(Membership Number 250129)
Kochi, dated May 24, 2024

JOSE V J
Director (Finance) & Chief Financial Officer
DIN – 08444440

MADHU S NAIR
Chairman and Managing Director
DIN - 07376798
Kochi, dated May 24, 2024

Standalone Statement of Profit & Loss

For the year ended March 31, 2024

(₹ in Lakh)

Particulars	Note No.	For the year ended March 31, 2024	For the year ended March 31, 2023
I Income			
Revenue From Operations	34	364527.97	233045.88
Other Income	35	30738.25	20648.88
Total Income		**395266.22**	**253694.76**
II Expenses:			
Cost of Materials Consumed	36	162593.46	110284.74
Sub Contract and Other Direct Expenses	37	51886.91	43078.72
Employee Benefits Expenses	38	37152.57	32363.20
Finance Costs	39	3154.60	3373.55
Depreciation and Amortisation Expenses	40	5693.48	5114.62
Other Expenses	41	22581.74	19811.41
Provision for Anticipated Losses and Expenditure	42	2841.06	999.21
Total expenses		**285903.82**	**215025.45**
III Profit Before Exceptional items and tax		**109362.40**	**38669.31**
IV Exceptional Items	43	0.00	6181.35
V Profit Before Tax		**109362.40**	**44850.66**
VI Tax Expense:			
(1) Current Tax	11	25016.34	11597.42
(2) Income Tax of prior years	11	3307.72	(1289.62)
(3) Deferred Tax	11	(272.00)	1094.00
VII Profit For The Year		**81310.34**	**33448.86**
VIII Other Comprehensive Income			
A) Items that will be reclassified to profit or loss			
i) Effective portion of gains/losses on cash flow hedging instruments		3554.38	(4781.91)
ii) Income tax relating to items that will be reclassified to profit or loss		(894.24)	1203.51
B) Items that will not be reclassified to profit or loss			
i) Remeasurements of defined employee benefit obligations		(65.74)	(132.82)
ii) Changes in fair value of FVTOCI equity instruments		1.23	2.14
iii) Income tax relating to items that will not be reclassified to profit or loss		16.58	33.59
Other Comprehensive Income for the year		**2612.21**	**(3675.49)**
IX Total Comprehensive Income for the period (Comprising Profit and Other Comprehensive Income for the period)		**83922.55**	**29773.37**
X Earnings per Equity Share of ₹5 each :	44		
(1) Basic (₹)		30.91	12.71
(2) Diluted (₹)		30.91	12.71
Corporate overview and Material Accounting Policy Information	1 - 3		
Notes to the Standalone Financial Statements	4 - 72		

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As per our report attached

For M/s Anand & Ponnappan
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(Firm Registration No. 000111S)

For and on behalf of Board of Directors

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Partner
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DIN – 08444440

MADHU S NAIR
Chairman and Managing Director
DIN - 07376798
Kochi, dated May 24, 2024

Standalone Statement of Cash Flows

for the year ended March 31, 2024

(₹ in Lakh)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
A. Cash flow from operating activities		
Profit before tax	**1,09,362.40**	**44,850.66**
Adjustments for :		
Exceptional items	-	(6,181.35)
Depreciation and amortisation expense	5,693.48	5,114.62
Dimunition in value of Loose tools	124.48	133.33
Finance cost	3,154.60	3,373.55
Interest income	(23,895.62)	(12,810.64)
Provision for anticipated losses and expenditure	2,841.06	
Provision no longer required	(2,399.95)	
Loss allowance for Trade Receivables	1,639.20	730.47
Dividend income from Mutual Funds	(7.49)	-
Dividend income from preference shares	(316.58)	(300.48)
Loss on sale/write off of property, plant and equipment	0.87	0.69
Profit on sale of Fixed assets	-	(6.11)
Deferred Govt. Assistance	(1.14)	(1.14)
Loss/(gain) on derivative contracts (net)	724.89	-
Net (gain) /loss on foreign currency transactions	(1,927.77)	103.45
Operating cash flow before working capital changes	**94,992.43**	**35,007.05**
Movements in working capital :		
(Increase) / decrease in inventories	(60,848.96)	(6,201.20)
(Increase) / decrease in trade, other receivables and assets	(1,70,438.60)	37,527.81
Increase / (decrease) in trade and other payables	1,37,792.40	1,49,604.74
	1,497.27	2,15,938.40
Income tax paid net of refunds	(18,780.00)	(11,338.00)
Net cash flows from operating activities (A)	**(17,282.73)**	**2,04,600.40**
B. Cash flow from investing activities		
Purchase of property, plant and equipment and intangible assets	(373.06)	(2,699.97)
(Increase) / decrease in Intangible assets under development	-	701.58
(Increase) / decrease in capital work In progress	(61,215.86)	(29,635.74)
(Increase) / decrease in Other Bank balances	82,270.66	(1,65,375.98)
(Increase) / decrease in Capital advance	11,078.97	1,319.65
Dividend received	7.49	-
Investment in equity shares of subsidiaries	(6,200.00)	(7,100.00)
Redemption of NCDs of Subsidiaries	4,400.00	-
Sale proceeds from PPE	1.75	46.15
Interest received	17,935.30	10,893.74
(Borrowings)/ Repayment of loans	(64.96)	(203.70)
Net cash flows from investing activities (B)	**47,840.29**	**(1,92,054.27)**
C. Cash flow from financing activities		
Redemption of tax free bond	(10,000.00)	-
Net gain /(loss) on foreign currency transactions	864.95	(213.48)
Repayment of lease liability	(3,207.96)	(2,410.06)
Dividend paid	(23,677.27)	(23,348.40)
Finance cost	(1,051.79)	(1,052.33)
Net cash flows from financing activities (C)	**(37,072.07)**	**(27,024.27)**
D. Net Increase in Cash & Cash Equivalents (A)+(B)+(C)	**(6,514.51)**	**(14,478.14)**
Cash and cash equivalent at the beginning of the year	**31,097.78**	**45,575.92**
Cash and cash equivalent at the end of the year	**24,583.27**	**31,097.78**

Standalone Statement of Cash Flows

for the year ended March 31, 2024

Cash Flow Reconciliation:

(₹ in Lakh)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Cash and cash equivalents at the Balance sheet consists of		
Balance with Banks		
In current account	883.27	2,715.78
Term deposits with original maturity of less than three months	23,700.00	28,382.00
Total	**24,583.27**	**31,097.78**
Cash and cash equivalents for the purpose of Statement of Cash flows	**24,583.27**	**31,097.78**

1. Statement of Cash Flows are prepared and presented using the Indirect Method, whereby profit/loss before tax is adjusted for the effect of transactions of non-cash nature and , any deferrals or accruals of past or future cash receipts or payments and items of income or expenses associated with investing or financial cash flows. The cash flows from operating, investing and financial activities of the Company are segregated based on the available information.

2. For the purpose of statement of cash flow, Cash and cash equivalent comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less (other than lien marked deposits), which are subject to an insignificant risk of changes in value, net of outstanding bank overdrafts, if any. Bank overdrafts, if any, are disclosed within borrowings in current liabilities in the Balance Sheet

Corporate overview and Material Accounting Policy Information 1 - 3

Notes to the Standalone Financial Statements. 4 - 72

The accompanying notes are an integral part of these financial statements

As per our report attached

For M/s Anand & Ponnappan
Chartered Accountants
(Firm Registration No. 000111S)

Y BANUTEJA
Partner
(Membership Number 250129)
Kochi, dated May 24, 2024

For and on behalf of Board of Directors

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DIN – 08444440

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Chairman and Managing Director
DIN - 07376798
Kochi, dated May 24, 2024

Standalone Statement of Changes in Equity

for the year ended March 31, 2024

A. Equity Share Capital

(₹ in lakhs)

Balance as at April 01,2023	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the year	As at March 31, 2024
13,154.04	0.00	0.00	0.00	13,154.04

Standalone Statement of Changes in Equity for the year ended March 31, 2023

(₹ in lakhs)

Balance as at April 01,2022	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the year	As at March 31, 2023
13,154.04	0.00	0.00	0.00	13,154.04

B. Other Equity

(₹ in Lakh)

Particulars	Reserves and Surplus						Other Comprehensive Income	Total
	Capital Reserve	Securities Premium	General Reserve	Retained Earnings	Capital Redemption Reserve	Debenture Redemption Reserve	Effective portion of Cash Flow Hedges	
Balance as at April 01,2023	263.56	93,151.96	6,322.75	3,19,005.76	12,353.76	1,668.44	(3,578.40)	4,29,187.83
Profit for the year				81,310.34				81,310.34
Other comprehensive income for the year				(47.93)			2,660.14	2,612.21
Total comprehensive income for the year				**81,262.41**	**-**	**-**	**2,660.14**	**83,922.55**
Dividends				(23,677.27)				(23,677.27)
Transfer to retained earnings				1,668.44		(1,668.44)	-	0.00
Amortisation of premium		(0.06)						(0.06)
Balance as at March 31,2024	**263.56**	**93,151.90**	**6,322.75**	**3,78,259.34**	**12,353.76**	**-**	**(918.26)**	**4,89,433.05**

Refer Note 22 for further details

Standalone Statement of Changes in Equity

for the year ended March 31, 2024

(₹ in Lakh)

Particulars	Reserves and Surplus						Other Comprehensive Income	Total
	Capital Reserve	Securities Premium	General Reserve	Retained Earnings	Capital Redemption Reserve	Debenture Redemption Reserve	Effective portion of Cash Flow Hedges	
Balance as at April 01,2022	263.56	93,152.08	6,322.75	3,09,002.37	12,353.76	1,668.44	0.97	4,22,763.94
Profit for the year				33,448.86				33,448.86
Other comprehensive income for the year				(97.09)			(3,579.37)	(3,676.46)
Total comprehensive income for the year				**33,351.77**			**(3,579.37)**	**29,772.39**
Dividends (including taxes)				(23,348.38)				(23,348.38)
Transfer to retained earnings						-	-	0.00
Amortisation of premium		(0.12)						(0.12)
Balance as at March 31,2023	**263.56**	**93,151.96**	**6,322.75**	**3,19,005.76**	**12,353.76**	**1,668.44**	**(3,578.40)**	**4,29,187.83**

Refer Note 22 for further details

Corporate overview and Material Accounting Policy Information	1 - 3
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Notes to the Standalone Financial Statements for the year ended March 31, 2024

1. CORPORATE OVERVIEW AND MATERIAL ACCOUNTING POLICY INFORMATION

1.1 Corporate Information:

Cochin Shipyard Limited (referred to as "CSL" or "the Company") is one of the leading shipyards in India, located in the southern state of Kerala. The company was founded in 1972 and is owned by the Government of India. The Company is primarily engaged in shipbuilding and ship repair, catering to both the domestic and international markets.

The Company is a "Miniratna", Schedule-"A", Category-I CPSE, which is also a public limited company incorporated and domiciled in India. The registered office of the Company is Perumanoor, Kochi, Kerala.

As at March 31, 2024, the Government of India holds 72.86% of the Company's equity share capital. The Company's equity shares are listed for trading on NSE Limited and BSE Limited in India and tax-free bonds are listed for trading on BSE Limited.

The financial statements for the year ended March 31,2024 were approved by the Board of Directors and authorized for issue on May 24, 2024 which are subject to the supplementary audit by the Comptroller & Auditor General of India (C&AG) and final approval of the shareholders.

2. Basis of preparation and presentation of Financial Statements

2.1 Statement of compliance

These financial statements have been prepared in accordance with the Indian Accounting Standards (referred to as "Ind AS") as prescribed under Section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time and other Accounting Principles generally accepted in India.

The Balance Sheet, the Statement of Profit and Loss and the Statement of Changes in Equity are prepared and presented in the format prescribed in the Division II of Schedule III to the Companies Act, 2013 (the Act). The Statement of Cash Flows has been prepared and presented in accordance with Ind AS 7 "Statement of Cash Flows". The disclosures with respect to items in the Balance Sheet and Statement of Profit and Loss, as prescribed in the Schedule III to the Act, are presented by way of notes forming part of the financial statements along with the other notes required to be disclosed under the notified Accounting Standards and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended.

2.2 Functional and Presentation Currency

The financial statements are presented in Indian Rupees (₹) which is Company's presentation and functional currency and all values are rounded to the nearest lakhs (rounded off to two decimals) as permitted by Schedule III of the Act except when otherwise indicated.

2.3 Basis of Measurement

These financial statements have been prepared on the historical cost basis, except for certain financial instruments which are measured at fair values at the end of each reporting period, as explained in the accounting policies below. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

Current/ Non-Current Classification

An Asset/ liability is classified as current if it satisfies any of the following conditions:

i. the asset/ liability is expected to be realized/ settled in the Company's normal operating cycle;

ii. the asset is intended for sale or consumption;

iii. the asset/ liability is held primarily for the purpose of trading;

iv. the asset/ liability is expected to be realized/ settled within twelve months after the reporting period;

v. the asset is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date;

vi. in the case of a liability, the company does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting date.

All other assets and liabilities are classified as non-current.

For the purpose of current/ non-current classification of assets and liabilities, the company has ascertained its normal operating cycle of different business activities as follows:

Notes to the Standalone Financial Statements for the year ended March 31, 2024

(i) In case of ship building and ship repair, normal operating cycle is considered vessel wise, as the time period from the effective date of contract to the date of expiry of warranty period.

(ii) In the case of other business activities, normal operating cycle is 12 months.

2.4 Use of estimates and judgments

The preparation of the financial statements in conformity with the Ind AS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities and disclosures as at date of the financial statements and the reported amounts of the revenues and expenses for the years presented. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates under different assumptions and conditions.

Future results could differ due to changes in these estimates and the difference between the actual result and the estimates are recognized in the period in which the results are known/materialize.

The estimates and underlying assumptions are reviewed on an ongoing basis.

2.5 Critical Accounting estimates and judgments:

The application of accounting policies that require critical accounting estimates involving complex and subjective judgments and the use of assumptions in the financial statements have been disclosed below:

a) Valuation of deferred tax assets / liabilities

The Company reviews the carrying amount of deferred tax assets / liabilities at the end of each reporting period. Significant judgments are involved in determining the elements of deferred tax items.

b) Leases

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Identification of a lease requires significant judgment. The Company uses significant judgments in assessing the lease term (including anticipated renewals) and the applicable discount rate.

The classification of the leasing arrangement as a finance lease or operating lease is based on an assessment of several factors, including, but not limited to, transfer of ownership of leased asset at end of lease term, lessee's option to purchase and estimated certainty of exercise of such option, proportion of lease term to the asset's economic life, proportion of present value of minimum lease payments to fair value of leased asset and extent of specialized nature of the leased asset.

For computation of lease liability, Ind AS 116 requires lessee to use their incremental borrowing rate as discount rate if the rate implicit in the lease contract cannot be readily determined.

For leases denominated in Company's functional currency, the Company considers the incremental borrowing rate to be the interest rate on borrowings from banks available to the company.

c) Provision towards Guarantee repairs

A provision is made towards guarantee repairs/claims in respect of newly built ships/small crafts delivered and repaired ships on the basis of the technical estimation done by the Company. The guarantee claims received from the ship owners are reviewed every year till settlement of the same. In case of a shortfall / surplus in the provision made earlier, necessary adjustments are made.

d) Litigations

From time to time, the Company is subject to legal proceedings and the ultimate outcome of each being always subject to many uncertainties inherent in litigation. A provision for litigation is made when it is considered probable that a payment will be made and the amount of the loss can be reasonably estimated. Significant judgment is made when evaluating, among other factors, the probability of unfavorable outcome and the liability to make a reasonable estimate of the amount of potential loss. Provision for litigations are reviewed at the end of each accounting period and revisions made for the changes in facts and circumstances.

e) Fair value measurements

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date under current market conditions.

The Company categorizes assets and liabilities measured at fair value into one of three levels

Notes to the Standalone Financial Statements for the year ended March 31, 2024

depending on the ability to observe inputs employed in their measurement which are described as follows:

(a) Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities.

(b) Level 2 inputs are inputs that are observable, either directly or indirectly, other than quoted prices included within level 1 for the asset or liability.

(c) Level 3 inputs are unobservable inputs for the asset or liability reflecting significant modifications to observable related market data or Company's assumptions about pricing by market participants.

Management applies valuation techniques to determine the fair value of financial instruments (where active market quotes are not available) and non-financial assets. This involves developing estimates and assumptions consistent with how market participants would price the instrument. Management bases its assumptions on observable data as far as possible but this is not always available. In that case management uses the best information available. Estimated fair values may vary from the actual prices that would be achieved in an arm's length transaction at the reporting date.

f) Liquidated Damages

Claims for liquidated damages against the Company are recognized in the financial statements based on the management's assessment of the probable outcome with reference to the available information supplemented by experience of similar transactions.

g) Revenue Recognition

The Company exercises significant judgment in measuring progress of performance obligations satisfied over time for recognition of revenue from contracts with customers.

Revenue is recognized over time by measuring the work carried out or survey of performance completed to date under output method. Under this method, works completed to date in each contract are the basis to measure and recognize revenue. The quantum is calculated by each project team based on the technical progress up to the reporting date. The revenue recognized reflects the value of works completed/ measured to date in line with the consideration as determined in the respective contracts.

Provision for estimated losses if any, on the uncompleted part of the contracts are provided in the period in which such losses become probable based on the expected contract estimates at the reporting date.

h) Recognition and measurement of defined benefit obligations

The obligation arising from defined benefit plan is determined on the basis of actuarial assumptions. Key actuarial assumptions include discount rate, trends in salary escalation and vested future benefits and life expectancy. The discount rate is determined with reference to market yields at the end of the reporting period on the Government bonds. The period to maturity of the underlying bonds correspond to the probable maturity of the post employment benefit obligations.

2.6 Changes in Accounting Policies

A. Deferred Tax related to assets and liabilities arising from a single transaction

The Company has adopted Deferred Tax related to Assets and Liabilities arising from a Single Transaction (Amendments to Ind AS 12) from 1st April,2023. The amendments narrow the scope of the initial recognition exemption to exclude transactions that give rise to equal and offsetting temporary differences - e.g. leases and decommissioning liabilities. For leases and decommissioning liabilities, an entity is required to recognize the associated deferred tax assets and liabilities from the beginning of the earliest comparative period presented, with any cumulative effect recognized as an adjustment to retained earnings or other components of equity at that date. For all other transactions, Company applies the amendments to transactions that occur on or after the beginning of the earliest period presented.

The Company previously accounted for deferred tax on leases by applying the 'integrally linked' approach, resulting in a similar outcome as under the amendments, except that the deferred tax asset or liability was recognized on a net basis.

Following the amendments, the Company has recognized a separate deferred tax asset in relation to its lease

Notes to the Standalone Financial Statements for the year ended March 31, 2024

liabilities and a deferred tax liability in relation to its right-of-use assets.

However, there was no impact on the statement of financial position ie., Balance Sheet because the balances qualify for offset under paragraph 74 of Ind AS 12. There was also no impact on the opening retained earnings as at 01st April,2022 as a result of the change.

B. Change in accounting policy on measurement of inventories:

Nature of Inventories	Current Year	Previous Years
Raw materials and components	At weighted average cost method. When they are intended for project use, valuation is done at project specific weighted average cost method	At weighted average cost method or net realisable value whichever is lower.

Raw-materials and components, Stores & Spares and Goods in Transit represents items that are contract/ project specific and are consumed in the ship building and/ or ship repair contracts and other directly related ancillary services. Since each contract/project with different customers is distinct and having different characteristics, raw-materials and components, Stores & Spares and Goods in Transit are held for use in the production and not for sale in the ordinary course of business, are not ordinarily inter-changeable and unique in nature, therefore arriving at their net realizable value/replacement cost is not practical.

The raw materials and components have been valued at weighted/project specific weighted average cost method as against the present policy of valuing inventories at weighted average cost method or net realisable value whichever is lower. The said change in the measurement policy does not have any impact in the current and previous financial statements.

C. Material accounting policy information

The Company adopted Disclosure of Accounting Policies (Amendments to Ind AS 1) from 1st April,2023. This amendment did not result in any changes in the accounting policies themselves and also did not result in any significant impact in the accounting policy information disclosed in the financial statements.

The amendments require the disclosure of 'material accounting policy information', rather than 'significant accounting policies'. The amendments also provide guidance on the application of materiality in disclosing accounting policies to provide useful, Company specific accounting policy information that users need to understand along with other material information in this financial statements.

Management reviewed the accounting policies and made updates to the information disclosed in Note No.3 Material Accounting Policy Information in line with the amendment.

3. Material Accounting Policy Information

The Company has consistently applied all the accounting policies to the period presented in this financial statements except where a newly issued Accounting Standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

(Refer "Note No. 2.6-Changes in Accounting Policies")

The Company presents the material accounting policies under this note, which should be read in conjunction with the information presented and disclosed in the relevant notes referred under these standalone financial statements and are considered to be "Material Accounting Policy Information".

3.1 Property , Plant and Equipment (PPE)

Recognition and Measurement:

Items of Property, Plant and Equipment are measured at cost, which includes capitalized borrowing costs, less accumulated depreciation and any accumulated impairment losses. For the items of Property, Plant and Equipment existing as on April 1, 2015 i.e company's date of transition to IndAS, was carried at deemed cost ie carrying amount as at that date.

If significant parts of an item of Property, Plant and Equipment have different useful lives, then they are accounted for as separate items (major components) of Property, Plant and Equipment.

Spare Parts are capitalized when they meet the definition of Property, Plant and Equipment, i.e., when the Company intends to use these for a period exceeding 12 months, have value of more than ₹5 Lakhs and that can be used only in connection with an item of property, plant and equipment and whose use is expected to be irregular are capitalized and depreciated over the useful life of the spares or principal item of the relevant assets, whichever is lower.

Any gain or loss on disposal of an item of Property, Plant and Equipment is recognized in the statement of profit and loss account.

Subsequent Expenditure:

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the items is material and can be measured reliably.

3.2 Capital work in progress

Capital work in progress are property, plant and equipment that are not yet ready for their intended use at the reporting date, which are carried at cost, comprising direct cost, related incidental expenses and attributable borrowing cost.

Expenditure incurred on assets under construction (including a project) is carried at cost under Capital work in Progress ('CWIP').

3.3 Intangible Assets

Design development: Cost incurred on Design Development which is not directly chargeable on a product are capitalized as Intangible Asset and amortized on a straight-line basis over a period of five years.

Software: Cost of software which is not an integral part of the related hardware acquired for internal use is capitalized as intangible asset and amortized on a straight-line basis over a period of three years.

Internally generated procedure: Cost of internally generated weld procedure is capitalized as Intangible Asset and amortized on a straight-line basis over a period of three years.

For the intangible assets existing as on April 1, 2015 i.e company's date of transition to IndAS, was carried at deemed cost ie carrying amount as at that date.

The residual values, useful lives and methods of amortization of intangible assets are reviewed at each financial year end and adjusted prospectively, if appropriate.

Computer software/ license is under development or is not yet ready for use, accumulated cost incurred on such items are accounted as "Intangible Assets Under Development".

3.4 Leases

The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

The Company's lease asset classes primarily consist of leases for Land and Buildings.

i) As a Lessee:

At the date of commencement of the lease, the Company recognizes a lease liability and a corresponding right-of-use ("RoU") asset for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short term leases) and leases of low value assets. For these short term and leases of low value assets, the Company recognizes the lease payments as an operating expense on a straight-line basis or another systematic basis over the term of the lease.

Right of Use (RoU) Assets

The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses, if any. Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset.

Lease Liabilities

The lease liability is initially measured at the present value of the future lease payments ie., amortised cost under effective interest method.The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates.

The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability and reducing the carrying amount to reflect the lease payments made.

Notes to the Standalone Financial Statements for the year ended March 31, 2024

A lease liability is remeasured upon the occurrence of certain events such as a change in the lease term or a change in an index or rate used to determine lease payments. When a lease liability is remeasured, a corresponding adjustment is made to the carrying amount of right of use asset, or is recorded in statement of profit and loss, if carrying amount of the right of use asset has been reduced to nil.

Modifications to a lease agreement beyond the original terms and conditions are generally accounted for as a re-measurement of the lease liability with a corresponding adjustment to the RoU asset. Any gain or loss on modification is recognized in the Statement of Profit and Loss. However, the modifications that increase the scope of the lease by adding the right to use one or more underlying assets at a price commensurate with the stand-alone selling price are accounted for as a separate new lease. In case of lease modifications, discounting rates used for measurement of lease liability and RoU assets is also suitably adjusted.

The Company presents right of use assets in 'property, plant and equipment' and the lease liabilities separately from other liabilities in the Balance Sheet.

ii) As a lessor:

Leases for which the Company is a lessor is classified as a finance or operating lease.

For operating leases, rental income is recognized on a straight line basis or another systematic basis over the term of the relevant lease .The difference between the amount recognized as lease rental income and actual cashflows receivable as per the lease agreement is adjusted in ("Accrued Lease Rental asset").

3.5 Depreciation

Depreciation on property, plant and equipment is provided on straight-line method based on useful life of the asset as prescribed in part C of Schedule II to the Companies Act, 2013 except to the extent described below:

*For the assets acquired from Cochin Port Trust for International Ship Repair Facility (ISRF), depreciation is provided on the basis of remaining useful life as assessed by technical experts.

*Assets on leased premises are depreciated from the commencement date on a straight line basis over the shorter of its the end of the useful life of the Right Of Use asset/ Assets on leased premises or the end of the lease term.

*For certain types of buildings and equipments ,based on technical evaluation, useful life has been estimated to be different from that prescribed in Schedule II of the Act.

Depreciation on additions/deletions to Gross Block is calculated on pro-rata basis from the date of such additions and up to the date of such deletions.

Depreciable amount is the cost of an asset, or other amount substituted for cost, less its residual value. A maximum residual value of 5% of original cost is considered for all categories of assets.

Depreciation method, useful lives and residual values are reviewed at each reporting date and adjusted prospectively, if appropriate.

Based on the technical evaluation of the management, for few categories of plant and machinery, the useful life is determined on double shift basis.

Capital Work in Progress included under Property, Plant and equipments are not depreciated as these assets are not yet available for use. However, they are tested for impairment if any.

3.6 Impairment of Assets -Non Financial Assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less cost of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets.

Impairment loss is recognized when the carrying amount of an asset exceeds recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less cost of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, available quoted market prices for public traded companies or other available fair value indicators.

Notes to the Standalone Financial Statements for the year ended March 31, 2024

The Company bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Company's CGUs to which the individual assets are allocated. To estimate cash flow projections beyond periods covered by the most recent budgets/forecasts, the Company extrapolates cash flow projections in the budget using a steady or declining growth rate for subsequent years, unless an increasing rate can be justified.

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognized impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognized impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognized. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years.

3.7 Inventories

Raw materials and components are valued at weighted average cost method . When they are intended to project use, valuation is done at project specific weighted average cost method.

Stores and spares are valued at weighted average cost method.

Goods in transit are valued at cost.

3.8 Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the instruments.

a) Equity Instruments

An equity instrument is a contract that evidences residual interest in the assets of the company after deducting all of its liabilities. Equity instruments are recognized at the proceeds received net of direct issue cost.

b) Financial Assets

Initial recognition and measurement

All Financial Assets other than trade receivables are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction cost that are attributable to the acquisition of the Financial Asset. Transaction costs directly attributable to the acquisition of financial assets measured at fair value through profit or loss are recognized immediately in the Statement of Profit and Loss.

Subsequent measurement

For the purpose of subsequent measurement, Financial Assets are classified in three categories:

* Financial assets at amortized cost;

*Financial assets at Fair Value through other comprehensive income (FVTOCI);

*Financial assets at Fair Value through statement of profit and loss (FVTPL);

i) Financial assets at amortized cost

Financial assets are subsequently measured at amortized cost if these financial assets are held within a business whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

ii) Financial assets at Fair Value through other comprehensive income (FVTOCI)

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business whose objective is achieved by both collecting contractual cash flows that give rise on specified dates to solely payments of principal and interest on the principal amount outstanding and by selling financial assets.

iii) Financial assets at Fair Value through statement of profit and loss (FVTPL)

Financial assets are measured at fair value through profit or loss unless it is measured at amortized cost or at fair value through other

Notes to the Standalone Financial Statements for the year ended March 31, 2024

comprehensive income on initial recognition. The transaction costs directly attributable to the acquisition of financial assets and liabilities at fair value through profit or loss are immediately recognized in statement of profit and loss.

Investments

All equity investments in scope of Ind AS 109 Financial Instruments are measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the Company had made an irrevocable election to present the subsequent changes in the fair value in other comprehensive income. The Company makes such election on an instrument-by- instrument basis. The classification is made on initial recognition/ transition and is irrevocable.

There is no recycling/reclassification of the amounts from OCI to the Statement of Profit and Loss, even on sale/disposal of the said equity investments.

Investment in preference shares/debentures of the subsidiaries are treated as equity instruments if the same are convertible into equity shares. Investment in preference shares/debentures not meeting the aforesaid condition is classified as debt instruments at amortized cost.

Investment in a 'debt instrument' is measured at the amortized cost if both the following conditions are met: The asset is held within a business model whose objective is -

(1) To hold assets for collecting contractual cash flows, and

(2) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

Amortized cost is calculated by taking into account any discount or premium and fees or costs that are an integral part of the Effective Interest Rate (EIR). The EIR amortization is included in other income in the Statement of Profit and Loss.

Impairment of Financial Assets

In accordance with Ind AS 109, the Company applies Expected Credit Loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

a) Financial Assets that are Debt Instruments, and are measured at amortized cost e.g., loans, debt securities, deposits, trade receivables and bank balance.

b) Financial guarantee contracts which are not subsequently measured as at FVTPL.

c) Lease Receivables under Ind AS 116.

Simplified Approach

The Company follows 'simplified approach' for recognition of impairment loss allowance on Trade Receivables.

Trade Receivables

The Company classifies the right to consideration in exchange for deliverables as either a receivable or as contract asset. A receivable is a right to consideration that is unconditional and only the passage of time is required before the payment of that consideration is due.

The Company assesses at each Balance Sheet date whether a financial asset or a group of financial asset is impaired. Ind AS 109 requires expected credit loss to be measured through a loss allowance.

The Company recognizes lifetime expected credit losses for all trade receivables that do not constitute a financing transaction. Impairment loss allowance is based on a simplified approach as permitted by Ind AS 109. As a practical expedient, the company uses a provision matrix to determine the impairment loss on the portfolio of its trade receivables.

The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward-looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analyzed. On that basis, the Company estimates provision on trade receivables at the reporting date.

Impairment loss allowance (or reversal) that is required to be recognized at the reporting date is recognized as an impairment loss or gain in the Statement of Profit & Loss Account.

Notes to the Standalone Financial Statements for the year ended March 31, 2024

General Approach

For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-months ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognizing impairment loss allowance based on 12-months ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-months ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

ECL impairment loss allowance (or reversal) recognized during the period is recognized in the Statement of Profit and Loss. The Balance Sheet presentation for various financial instruments is described below:

*Financial Assets measured as at amortized cost: ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the Balance Sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Company does not reduce impairment allowance from the gross carrying amount.

*Financial Guarantee contracts: ECL is presented as a provision in the Balance Sheet, i.e. as a liability.

*Debt instruments measured at FVTOCI: Since financial assets are already reflected at fair value, impairment allowance is not further reduced from its value. Rather, ECL amount is presented as 'accumulated impairment amount' in the OCI.

c) Financial liabilities

Initial recognition and measurement

Financial Liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss and financial liabilities at amortized cost, as appropriate.

All Financial Liabilities are recognized initially at fair value and, in the case of liabilities subsequently measured at amortized cost, they are measured net of directly attributable transaction cost. In case of Financial Liabilities measured at fair value through profit or loss, transaction costs directly attributable to the acquisition of financial liabilities are recognized immediately in the Statement of Profit and Loss.

The Company's Financial Liabilities include trade and other payables, loans and borrowings including financial guarantee contracts and derivative financial instruments.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

*Financial liabilities at Fair Value through statement of profit and loss (FVTPL);

*Financial liabilities at amortized cost;

*Financial Guarantee Contracts;

i) Financial Liabilities at fair value through profit or loss

Financial Liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through the Statement of Profit and Loss. Financial Liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109.

Gains or losses on liabilities held for trading are recognized in the Statement of Profit and Loss.

ii) Financial Liabilities at amortized cost

Financial Liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortized cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortized cost are determined based on the effective interest

Notes to the Standalone Financial Statements for the year ended March 31, 2024

method. Gains and losses are recognized in the Statement of Profit and Loss when the liabilities are derecognized as well as through the EIR amortization process.

Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or cost that are an integral part of the EIR. The EIR amortization is included as finance costs in the Statement of Profit and Loss.

iii) Financial Guarantee Contracts

Financial guarantee contracts issued by the Company are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make the payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognized initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount initially recognized less cumulative income recognized in accordance with principles of Ind AS 115.

d) De-recognition of Financial Instruments

A financial asset is de-recognized when:

*The rights to receive cash flows from the asset have expired, or

*the Company has transferred substantially all the risks and rewards of the asset, or the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

A financial liability or a part of financial liability is de-recognized from the Balance Sheet when the obligation specified in the contract is discharged, cancelled or expired. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the statement of profit or loss.

e) Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in financial statements if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

f) Derivative instruments and hedge accounting:

The Company uses derivative financial instruments, such as forward currency contracts, to hedge its foreign currency risks respectively. Such derivative financial instruments are initially recognized at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value. The accounting for subsequent changes in fair value of derivatives depends on the designation or non- designation of derivative as hedging instruments. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

Derivative that are designated as Hedge Instrument

The Company undertakes foreign exchange forward contracts for hedging foreign currency risks. The Company generally designates the whole forward contract as hedging instrument.

These hedging instruments are governed by the Company's foreign exchange risk management policy approved by the Board of Directors.

At the inception of a hedge relationship, the Company formally designates and documents the hedge relationship to which the Company wishes to apply hedge accounting and the risk management objective and strategy for undertaking the hedge. The documentation includes the Company's risk management objective and strategy for undertaking hedge, the hedging/ economic relationship, the hedged item or transaction, the nature of the risk being hedged, hedge ratio and how the entity will assess the effectiveness of changes in the hedging instrument's fair value in offsetting the exposure to changes in the hedged item's fair value or cash flows attributable to the hedged risk.

Such hedges are expected to be highly effective in achieving offsetting changes in fair value or cash flows and are assessed on an ongoing basis to determine that the hedge is actually have been highly effective throughout the financial reporting periods for which it was designated.

The effective portion of change in the fair value of the designated hedging instrument is recognized in the Other Comprehensive Income ('OCI') and accumulated under the heading Cash Flow Hedge Reserve within Equity. The gain or loss relating to the ineffective portion is recognized immediately in the Statement of Profit and Loss and included in the Other Income or Other Expenses as Gain on Derivatives or Loss on Derivatives respectively.

Amounts previously recognized in OCI and accumulated in equity relating to effective portion are reclassified to Statement of Profit and Loss in the periods when the hedged item affects profit or loss, in the same line item as the recognized hedged item or treated as basis adjustment if a hedged forecast transaction subsequently results in the recognition of a non-financial asset or non-financial liability. When a forecasted transaction is no longer expected to occur, the cumulative gain or loss accumulated in equity is transferred to the Statement of Profit and Loss.

Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated or exercised without replacement or rollover (as part of hedging strategy), or if its designation as a hedge is revoked, or when the hedge no longer meets the criteria for hedge accounting.

g) Contract Assets

Where the Company performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, the Company presents the contract as a contract asset. A contract asset is Company's right to consideration in exchange for goods or services that the Company has transferred to a customer, when that right is conditioned on something other than the passage of time. Contract assets are reviewed for impairment in accordance with Ind AS 109.

h) Contract Liabilities

Where the Company receives consideration, or the Company has a right to an amount of consideration that is unconditional (ie a receivable), before the Company transfers a good or service to the customer, the Company presents the contract as a contract liability when the payment is made or the payment is due (whichever is earlier). A contract liability is Company's obligation to transfer goods or services to a customer for which the Company has received consideration (or an amount of consideration is due) from the customer.

3.9 Provisions , Contingent Liabilities and Contingent assets

a) Provisions

A provision is recognized if, as a result of a past event, the Company has a present legal obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation.

Provisions (excluding retirement benefits and compensated leave) are not discounted to its present value and are determined by the best estimate of the outflow of economic benefits required to settle the obligation at the reporting date. These are reviewed at each reporting date adjusted to reflect the current best estimates.

Warranty obligations included in this type of provisions are not treated as a separate performance obligation, unless the customer has the option of contracting the warranty separately, therefore they are recognized in accordance with Ind AS 37. These provisions are classified as current liabilities since they relate to the operating construction projects cycle, in line with Ind AS 1.

Provision towards guarantee claims in respect of ships delivered wherever provided/ maintained is based on technical estimation. For the ships delivered, guarantee claims are covered by way of insurance policies covering the guarantee period on case-to-case basis, wherever required.

Provisions for anticipated losses are recognized when it becomes apparent that the total costs expected to fulfil a contract exceed expected contract revenues. For the purpose of determining, where appropriate, the amount of the provision, budgeted contract revenue will include the forecast revenue that is considered probable, in line with Ind AS 37 as well as incremental costs. General costs are not directly attributable to a contract and are therefore excluded

Notes to the Standalone Financial Statements for the year ended March 31, 2024

from the Budgeted cost unless they are explicitly passed on to the counterparty in accordance with the contract, in line with paragraph 68 of Ind AS 37.

b) **Contingent Liabilities and Contingent Assets**

In the normal course of business, contingent liabilities may arise from litigations and other claims against the Company. Where the potential liabilities have a low probability of crystallizing or are very difficult to quantify reliably, the Company treats them as contingent liabilities. Such liabilities are disclosed in the notes but are not provided for in the financial statements. Although there can be no assurance regarding the final outcome of the legal proceedings, Company does not expect them to have a materially adverse impact on the financial position or profitability. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity. The Company does not recognize a contingent asset but discloses its existence in the financial statements where an inflow of economic benefits is probable.

3.10 Revenue Recognition

a) **Revenue from Operations**

Revenue from contracts with customers are measured based on the consideration specified in a contract with a customer (ie., transaction price, which is the fair value of consideration received or receivable)

At the first instance, revenue recognition process involves identifying the relevant contracts and technical evaluation of the performance obligations, contained therein.

A single performance obligation is identified in shipbuilding and/or ship repair segments for each vessel, due to the high degree of integration and customization of the various goods and services forming a combined output that is transferred to the customer over time.

The company choses the appropriate method of measuring the progress of the completion at the contract inception for recognizing revenue over time, and are applied consistently to similar performance obligations under the respective segments and/or activities carried out thereon.

Recognition of Revenue for a performance obligation satisfied over time is made only if the company can reasonably measure its progress towards complete satisfaction of the performance obligation.

The performance obligations for the shipbuilding and Ship repair activities carried out by the company are satisfied over time rather than at a point in time since the Company's performance does not create an asset with an alternative use to the Company ie contractual restrictions and practical limitations to readily direct that asset for another use (Even in some cases it will be able to do so, it can only be done after significant changes and at significant cost) and it has an enforceable right to payment for performance completed to date.

Revenue is recognized when the company satisfies performance obligations by transferring promised goods and services to the customer over a period of time using output method based on measurement of physical performance completed to date in respect of contracts with customers for ship building and ship repair other than Indigenous Aircraft Carrier (IAC).

In respect of contract with Indian Navy for construction of Indigenous Aircraft Carrier, which is partly 'fixed price basis' and partly 'cost plus basis', the revenue.

- From fixed price portion is recognized using output method .
- By way of mark up from cost plus part of the contract for procuring and supply of materials and design outsourcing is recognized when performance obligations as per the terms of the contract are fulfilled upon making payments to the suppliers.
- The cost of materials, value of design outsourcing and other expenses incurred for the vessel which are recoverable separately from Navy are charged off to the statement of Profit and Loss when materials are consumed/ activities are performed/expenses are incurred and are simultaneously grossed up with the value of work done and recognized as revenue.

Notes to the Standalone Financial Statements for the year ended March 31, 2024

In the case of ship repair contracts involving continuous multiple years maintenance support/ recurring and routine services, the company opted for time-elapsed output method, i.e, measuring the progress based on time elapsed to reporting date, which is representative of the satisfaction of performance obligation subject to entitlement of consideration in exchange of goods and/or services.

Based on the technical assessment considering the latest available information to the company, measuring the progress towards complete satisfaction of a performance obligation in the method adopted will be revised/updated on an ongoing basis.

During the initial stages of a contract, where the company may not be able to reasonably measure the outcome of a performance obligation and the company expects to recover the costs incurred in satisfying the performance obligation, revenue will be recognized only to the extent of the costs incurred until such time that it can reasonably measure the outcome of the performance obligation.

Contract modifications are accounted when additions, deletions or changes are approved either to the contract scope or contract price. The accounting for modifications of contracts involves assessing whether the services added to an existing contract are distinct and whether the pricing is at the stand alone selling price. Where the goods or services added are not distinct, adjustment to revenue is made on a cumulative catch up basis. Where the goods or services added are distinct, and such additional goods or services are priced at standalone selling prices, the contract modification is accounted for as a separate contract; whereas if the modification is not priced at standalone selling price, the same is accounted as a termination of the existing contract and creation of a new contract.

The Company generally does not recognize any revenue from additional work until it has been approved by the customer. When the scope of work has been approved but the impact on revenue is yet to be valued, the "variable consideration" requirement (as explained below) will apply. This entails recognizing revenue in an amount that is unlikely to be reversed.

If the consideration promised in a contract includes variable amounts like discounts, rebates, refunds, credits, price concessions, liquidated damages or other similar items, the Company estimates the net amount of consideration to which the Company is entitled in exchange for transferring the promised goods or services to a customer and accounts for the same. The payment terms are based on milestones specified in the respective contracts with customers. On achieving the specified milestones these payments are released.

Revenue from Supply of Base & Depot Spares is recognized based on the satisfaction of performance obligation at a point in time on proof of receipt of goods from customer.

Unlike revenue recognition, amounts billed to the customer are based on the various milestones reached under the contract and on acknowledgement thereof by the customer by means of a contractual document referred to as a progress billing certificate. Therefore, the amounts recognized as revenue for a given year do not necessarily match those billed to or certified by the customer. For contracts in which the revenue recognized exceeds the amount billed or certified, the difference is recognized in as "Contract Asset" under "Other Current Assets", while for contracts in which the revenue recognized is lower than the amount billed or certified, the difference is recognized as "Contract Liability" under "Other Current Liabilities".

Other Operating Revenue with respect to sale of stock items and scrap is recognized at a point in time when the company satisfies performance obligations and right to receive the income is established as per terms of the contract by transferring promised goods and services to the customer.

Management fee is also recognized over a period of time.

b) Government Grants

Government grants are recognized when there is reasonable assurance that the Company will comply with the conditions attaching to them and that the grants will be received.

Government grants are recognized in Statement of Profit and Loss on a systematic basis over the periods

Notes to the Standalone Financial Statements for the year ended March 31, 2024

in which the Company recognizes as expenses, the related costs for which the grants are intended to compensate. Where the Grant relates to an asset value, it is recognized as deferred income, and amortized over the expected useful life of the asset. Other grants are recognized in the statement of Profit & Loss concurrent to the expenses to which such grants relate/ are intended to cover.

Ship Building Financial Assistance (SBFA) is recognized over a period of time in proportion to the expenses / cost incurred and classified under "other operating revenue".

Government grants that are receivable as compensation for expenses or losses already incurred or for the purpose of giving immediate financial support to the Company with no future related costs are recognized in statement of profit & loss in the period in which they become receivable.

c) Other income

i) Liquidated damages and interest on advances

No income is recognized on (a) interest on advances given and (b) liquidated damages, where the levies depend on decisions regarding force majeure condition of contract. These are accounted for on completion of contracts and / or when final decisions are taken.

In the case of contracts entered into for execution of capital works having long gestation period, where the extant commercial terms of the contract provides for provision of extending interest bearing mobilisation advance to the service provider for mobilising various resources for timely execution, mobilisation advances are paid and interest is accounted on accrual basis.

ii) Accounting for insurance claims

(i) Warranty/Builder Risk claims

In the case of guarantee defects covered under warranty insurance policies or claims under Insurance Policies taken for ship building and ship repair works, the insurance claims lodged are recognized in the financial statements in the year in which the survey is completed and the probable amount of settlement is intimated by the insurance Company.

(ii) Other Insurance Policies

In the case of other Insurance Policies like Asset Insurance, Transit Insurance, Marine Insurance, Cash Insurance etc., the claims are recognized in the the financial statements on settlement of the claims by way of receipt of the amount from the Insurance Company.

In the case of Medical insurance, claims are recognized on due basis, based on the claims submitted with the insurance company.

Other items of income are accounted as and when the right to receive such income arises and it is probable that the economic benefits will flow to the company and the amount of income can be measured reliably.

3.11 Employee benefits

Employee benefits consist of salaries and wages, contribution to provident fund, superannuation fund, gratuity fund, towards medical assistance, which are short term in nature and contribution towards compensated absences, which is long term in nature.

Post-employment benefit plans

i) Defined Contribution plans

Defined contribution to Employees Pension scheme for eligible employees is made to National Pension Scheme (NPS) and are charged as expense as they fall due. Such benefits are classified as Defined Contribution Schemes as the Company does not carry any further obligations, apart from the contributions made.

The Company makes contributions to the Cochin Shipyard Employees Mutual Public Welfare Trust and Employees Medical Assistance Trusts, which are charged as expense, as and when they fall due. Such benefits are classified as Defined Contribution Schemes as the Company does not carry any further obligations, apart from the contributions made.

ii) Defined benefit plans

Gratuity

The Company provides for gratuity, a defined benefit retirement plan covering eligible employees. The fund is managed by the trustees of the Cochin Shipyard Ltd Group Gratuity Trust .The liability or asset recognized in the balance sheet in respect of its defined benefit plan is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated periodically by actuaries using the projected unit credit method.

The present value of the said obligation is determined by discounting the estimated future cash outflows, using market yields of government bonds that have terms approximating the terms of the related liability.

The interest income / (expense) are calculated by applying the discount rate to the net defined benefit liability or asset. The net interest income / (expense) on the net defined benefit liability or asset is recognised in the Statement of Profit and loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the Statement of Changes in Equity and in the Balance Sheet.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in Statement of profit and loss as past service cost.

Provident Fund and Pension Scheme

The Company also makes contribution towards provident fund. The provident fund is administered by the Trustees of the Cochin Shipyard Limited Employees Contributory Provident Fund Trust. The rules of the Company's provident fund administered by the Trust, require that if the Board of Trustees are unable to pay interest at the rate declared by the Government under para 60 of the Employees' Provident Fund Scheme, 1952, then the deficiency shall be made good by the Company. The deficiency, if any assessed by the Company based on actuarial valuation will be provided for in the accounts.

Other employee benefits

Compensated absences

The Company has a policy on compensated absence which are both accumulating and non-accumulating in nature. The expected cost of accumulating compensated absence is determined by Actuarial valuation performed by an independent actuary at each Balance Sheet date using projected unit credit method on the additional amount expected to be paid/availed as a result of unused entitlement that has accumulated at the Balance Sheet date. Expense on non-accumulating compensated absence is recognised in the period in which the absences occur.

3.12 Taxes on Income

a) Income tax

Income tax expense comprises current tax expense and the net change in the deferred tax asset or liability during the year.

Current and deferred taxes are recognized in Statement of Profit and Loss, except when they relate to items that are recognized in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognized in other comprehensive income or directly in equity, respectively.

The Company has determined that interest and penalties related to income taxes, including uncertain tax treatments, do not meet the definition of income taxes, and therefore accounted for them under Ind AS 37 Provisions, Contingent Liabilities and Contingent Assets.

b) Current tax

Current tax is measured at the amount of tax expected to be payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years as determined in accordance with the provisions of the Income Tax Act, 1961. The amount of current tax payable or receivable is the best estimate of the tax amount expected to be paid or received that reflects uncertainty related to income taxes, if any. It is measured using the tax rates enacted or substantively enacted at the reporting date.

Current tax assets and current tax liabilities are offset, when there is a legally enforceable right to set off the recognized amounts and there is an intention to settle the asset and the liability on a net basis.

c) Deferred tax

Deferred tax is recognized using the Balance Sheet approach. Deferred tax assets and liabilities are recognised for deductible and taxable temporary differences arising between the tax base of assets and

Notes to the Standalone Financial Statements for the year ended March 31, 2024

liabilities and their carrying amount, except when the deferred tax arises from the initial recognition of an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profit or loss at the time of the transaction.

Deferred tax assets are recognised only to the extent that it is probable that either future taxable profits or reversal of deferred tax liabilities will be available, against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised.

The carrying amount of a deferred tax asset shall be reviewed at the end of each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilised. Unrecognized deferred tax assets are re-assessed at each reporting date and are recognized to the extent that it has become probable that future taxable profits will allow the deferred tax assets to be recovered.

Deferred tax relating to items recognized outside profit or loss is recognized outside profit or loss (either in other comprehensive income or in equity).

Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period and are expected to apply when the related deferred tax asset is realised or the deferred tax liability is settled.

Deferred tax assets and liabilities are set off when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority.

3.13 Operating Segments

Operating segments are defined as components of an enterprise for which discrete financial information is available that is evaluated regularly by the chief operating decision maker, in deciding how to allocate resources and assessing performance. The Company's chief operating decision maker is the Chairman & Managing Director.

The Company has identified business segments (industry practice) as reportable segments. The business segments comprise: 1) Ship Building and 2) Ship Repair.

Segment revenue, segment expenses, segment assets and segment liabilities have been identified to segments on the basis of their relationship to the operating activities of the segment. Revenue, expenses, assets and liabilities which relate to the Company as a whole and are not allocable to segments on a reasonable basis have been included under "unallocated revenue / expenses / assets / liabilities".

3.14 Recent Pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2024, MCA has not notified any new standards or amendments to the existing standards applicable to the Company.

Note 4 : Property, Plant and Equipment

(₹ in lakhs)

Particulars	Gross carrying amount				Depreciation				Net Carrying amount	
	As at 1st Apr 2023	Additions/ adjustments during the year	Disposal/ adjustments during the year	As at 31st Mar 2024	As at 1st Apr 2023	For the year	Adjustment/ (withdrawal)	As at 31st Mar 2024	As at 31st Mar 2024	As at 31st Mar 2023
a) Owned Assets										
Land (Freehold)	587.54			587.54	-			-	587.54	587.54
Buildings	18,269.68	181.15	0.65	18,450.18	4,119.21	583.17	0.44	4,701.94	13,748.24	14,150.47
Plant and equipment	21,028.49	669.88	5.92	21,692.45	12,612.01	1,594.96	5.63	14,201.34	7,491.11	8,416.48
Furniture and fixtures	1,664.35	204.75	3.98	1,865.12	841.54	145.79	3.78	983.55	881.57	822.81
Vehicles	642.54	7.55	6.80	643.29	422.53	51.03	6.48	467.08	176.21	220.01
Office equipments	591.22	84.73	0.76	675.19	358.12	75.78	0.73	433.17	242.02	233.10
Others					-					-
Data Processing Equipments	2,694.00	233.49	8.45	2,919.04	1,686.23	291.20	6.88	1,970.55	948.49	1,007.77
Docks and quays	4,466.45			4,466.45	2,440.78	299.41		2,740.19	1,726.26	2,025.67
Railway sidings	1.10			1.10	-			-	1.10	1.10
Electrical installations	2,072.04	208.73		2,280.77	1,223.02	139.36		1,362.38	918.39	849.02
Drainage and water supply	23.55			23.55	0.98	1.07		2.05	21.50	22.57
Vessels	21.88	34.54		56.42	9.80	2.42		12.22	44.20	12.08
Sub Total	**52,062.84**	**1,624.82**	**26.56**	**53,661.10**	**23,714.22**	**3,184.19**	**23.94**	**26,874.47**	**26,786.63**	**28,348.62**
b) Assets on leased premises										
Buildings	2,508.79	80.89		2,589.68	768.88	142.51		911.39	1,678.29	1,739.91
Plant and equipment	937.73	1,774.55		2,712.28	209.27	63.94		273.21	2,439.07	728.46
Docks and quays	9.62			9.62	8.35			8.35	1.27	1.27
Electrical installation	536.35	43.48		579.83	261.29	46.88		308.17	271.66	275.06
Sub Total	**3,992.49**	**1,898.92**	**-**	**5,891.41**	**1,247.79**	**253.33**	**-**	**1,501.12**	**4,390.29**	**2,744.70**
Total (a)+(b)	**56,055.33**	**3,523.74**	**26.56**	**59,552.51**	**24,962.01**	**3,437.52**	**23.94**	**28,375.59**	**31,176.92**	**31,093.32**
c) Right Of Use Assets										
Right of Use - Land	39,738.84	1,613.61		41,352.45	5,418.93	1,671.04		7,089.97	34,262.48	34,319.91
Right of Use - Buildings	173.07	2.41		175.48	118.34	18.44		136.78	38.70	54.73
Right to use ship repair facility	7,000.00			7,000.00	1,793.99	210.34		2,004.33	4,995.67	5,206.01
Sub Total	**46,911.91**	**1,616.02**	**-**	**48,527.93**	**7,331.26**	**1,899.82**	**-**	**9,231.08**	**39,296.85**	**39,580.65**
Total(a+b+c)	**1,02,967.24**	**5,139.76**	**26.56**	**1,08,080.44**	**32,293.27**	**5,337.34**	**23.94**	**37,606.67**	**70,473.77**	**70,673.97**

Notes to the Standalone Financial Statements for the year ended March 31, 2024

(₹ in lakhs)

Particulars	Gross carrying amount				Depreciation				Net Carrying amount	
	As at 1st Apr 2022	Additions/ adjustments during the year	Disposal/ adjustments during the year	As at 31st Mar 2023	As at 1st April 2022	For the year	Adjustment/ (withdrawal)	As at 31st Mar 2023	As at 31st Mar 2023	As at 31st Mar 2022
a) Owned Assets										
Land (Freehold)	587.54			587.54	-			-	587.54	587.54
Buildings	17,821.14	448.54		18,269.68	3,561.02	558.19		4,119.21	14,150.47	14,260.12
Plant and equipment	21,010.38	241.12	223.01	21,028.49	10,927.04	1,872.51	187.54	12,612.01	8,416.48	10,083.34
Furniture and fixtures	1,452.48	211.87	-	1,664.35	716.45	125.09		841.54	822.81	736.03
Vehicles	639.69	2.94	0.09	642.54	367.15	55.41	0.03	422.53	220.01	272.54
Office equipment	510.27	80.95		591.22	290.78	67.34		358.12	233.10	219.49
Others				-	-			-	-	-
Data Processing Equipments	2,383.15	321.93	11.08	2,694.00	1,368.61	324.18	6.56	1,686.23	1,007.77	1,014.54
Docks and quays	4,466.45			4,466.45	2,141.37	299.41		2,440.78	2,025.67	2,325.08
Railway sidings	1.10			1.10	-			-	1.10	1.10
Electrical installation	1,887.01	188.84	3.81	2,072.04	1,102.71	123.43	3.12	1,223.02	849.02	784.30
Drainage and water supply	6.67	16.88		23.55	-	0.98		0.98	22.57	6.67
Vessels	19.74	2.14		21.88	8.44	1.36		9.80	12.08	11.30
Sub Total	**50,785.62**	**1,515.21**	**237.99**	**52,062.84**	**20,483.57**	**3,427.90**	**197.25**	**23,714.22**	**28,348.62**	**30,302.05**
b) Assets on leased premises										
Buildings	2,322.39	186.40		2,508.79	647.88	121.00		768.88	1,739.91	1,674.51
Plant and equipment	871.87	65.86		937.73	154.15	55.12		209.27	728.46	717.72
Docks and quays	9.62			9.62	8.35			8.35	1.27	1.27
Electrical installation	501.32	35.03		536.35	212.46	48.83		261.29	275.06	288.86
Sub Total	**3,705.20**	**287.29**	**-**	**3,992.49**	**1,022.84**	**224.95**	**-**	**1,247.79**	**2,744.70**	**2,682.36**
Total (a)+(b)	**54,490.82**	**1,802.50**	**237.99**	**56,055.33**	**21,506.41**	**3,652.85**	**197.25**	**24,962.01**	**31,093.32**	**32,984.41**
c) Right Of Use Assets										
Right of Use - Land	39,172.92	565.92		39,738.84	4,064.22	1,354.71		5,418.93	34,319.91	35,108.70
Right of Use - Buildings	173.07			173.07	100.20	18.14		118.34	54.73	72.87
Right to use - land and ship repair facility	7,000.00			7,000.00	1,583.67	210.32		1,793.99	5,206.01	5,416.33
Sub Total	**46,345.99**	**565.92**	**-**	**46,911.91**	**5,748.09**	**1,583.17**	**-**	**7,331.26**	**39,580.65**	**40,597.90**
Total(a+b+c)	**1,00,836.81**	**2,368.42**	**237.99**	**1,02,967.24**	**27,254.50**	**5,236.02**	**197.25**	**32,293.27**	**70,673.97**	**73,582.31**

Notes to the Standalone Financial Statements for the year ended March 31, 2024

a) Freehold Land includes the value of (a) land allotted on lease basis to (i) Bharatiya Vidya Bhavan (0.69045 hectare) (ii) M/s Indian Oil Corporation Ltd (0.620 hectare) for laying pipeline (iii) land leased to M/s Kochin Air Products (0.30 hectare) and (b) land leased to Kerala State Electricity Board (0.47 hectare).

b) Value of land includes value of buildings acquired along with the land for which depreciation has not been provided as the value is not separately available and most of these buildings are likely to be demolished for putting up facilities for the factory.

c) Freehold land includes landed properties of the Company admeasuring 197.12 ares (487.00 cents) made up of 34.30 ares in Sy No. 713/11, 23.57 ares in Sy No. 713/12, 59.12 ares in Sy No. 713/13, 50.18 ares in Sy No. 714/06, 10.12 ares in Sy No. 714/2, 8.90 ares in Sy No. 714/4 and 10.93 ares in Sy No. 714/5 of land all are lying contiguously in Elamkulam village, Kanayannur taluk, Ernakulam Dist, Kerala provided as security for issue of Tax free bonds.

d) The company has bearer plants in its premises and other sites which generates nominal income .Cost of such bearer plants cannot be reliably measured and hence these plants were not capitalized.

e) Title deeds of all immovable properties(ie freehold land) are held in the name of the Company.

f) In the case of following properties where the Company is the lessee, lease agreements are duly executed in favour of the lessee with the following exceptions:

1. The Company has taken 8.12 HA of land (re-measured as 8.1164HA) and 15 HA of water body on lease from Cochin Port Authority (CoPA) on 12 April 2013 (1st phase) .CSL has also taken 8.134 HA of additional land area on lease from CoPA on 16 Nov 2017 (2nd phase).Two lease agreements (ie 1st phase allotment of land/waterbody and 2nd phase allotment of land) were entered between CSL & CoPA and both lease deeds have not been registered.

2. The company has executed concessionaire agreements with the Mumbai Port Trust(MBPT) and Syama Prasad Mukherjee Port (SMPT) to Upgrade,Operate and Manage Ship Repair facility at Hughes Dry Dock and specified berths at Indira Dock of MbPT and two dry docks and Berth No.6 of Netaji Subash Dock of KoPT respectively.

   The project site at MbPT is taken on license for 29 years. The license agreement is yet to be registered, as a request submitted for waiver of the stamp duty to the Government of Maharashtra is under consideration.

   The project site at Syama Prasad Mukherjee Port is taken on license for 30 years .As license agreement does not attract stamp duty and registration charges in West Bengal , Concession Agreement with SMPT has not been registered .

g) The Right to use of land and ship repair facility represents the upfront fee paid to Cochin Port Trust towards setting up of International Ship Repair Facility (ISRF) project, to be amortised over the period of lease which was further extended based on the date of obtaining of Environmental Clearance. As all environmental clearances for ISRF are obtained as on January 09, 2018, the lease period of 30 years effectively starts from this date.

h) As at 31 March 2024, plant and equipment with a carrying amount of ₹465.55 lakhs were temporarily idle, but the company plans to operate the assets in FY 2024-25.

i) The Gross carrying value of assets of ₹12938.36 Lakhs have been fully depreciated, but still are in use.

j) Plant & Equipments includes capital expenditure on Research & development relating to equipments for welding technology amounting to ₹25.95 lakhs.

Notes to the Standalone Financial Statements for the year ended March 31, 2024

Note 5 : Capital work -in -progress

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Plant and machinery, Buildings and Civil works	1,85,942.50	1,34,104.46
Add: Expenditure during construction	12,141.82	9,570.95
Capital yard items	20,784.15	15,064.22
Goods in Transit	1.28	7.30
Total	**2,18,869.75**	**1,58,746.93**

Expenditure during construction

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Opening Balance	9,570.95	1,006.79
Add:Expenses during the year		
Salaries	364.32	275.95
Depreciation under Ind AS116	545.32	513.64
Finance cost under Ind AS116	1,661.23	1,593.22
Exceptional items	-	6,181.35
Total	**12,141.82**	**9,570.95**

Capital work -in -progress (CWIP) includes capital expenditure on Research & development relating to R&D centre amounting to ₹24.78 lakhs

CWIP Ageing schedule as on 31.03.2024

(₹ in lakhs)

Capital Work in Progress	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	63,872.05	33,114.16	16,434.84	1,05,448.70	2,18,869.75
Projects temporarily suspended	-	-	-	-	-

CWIP Ageing schedule as on 31.03.2023

(₹ in lakhs)

Capital Work in Progress	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	40,630.77	17,249.71	42,915.65	57,950.80	1,58,746.93
Projects temporarily suspended	-	-	-	-	-

Notes to the Standalone Financial Statements for the year ended March 31, 2024

Overdue CWIP as on 31.03.2024

(₹ in lakhs)

Capital Work in Progress	To be completed in			
	Less than 1 year	1-2 years	2-3 years	More than 3 years
Caisson Gate - Kolkata unit	1503.61	0.00	0.00	0.00
Integrated Security System	923.67	0.00	0.00	0.00
Conference Hall Renovation Of Business Development	36.81	0.00	0.00	0.00
Office Space For Basic Design	19.37	0.00	0.00	0.00
Dock Arm Accessories	352.78	0.00	0.00	0.00
Fire Main System	88.10	0.00	0.00	0.00
Aluminium Roofing Hull Shop	0.00	162.25	0.00	0.00
DSL System For Crane	56.30	0.00	0.00	0.00
Office for Project Management Section	52.15	0.00	0.00	0.00
BBT and Tap Off Box	54.82	0.00	0.00	0.00
Electrical installation at Hull Shop	23.48	0.00	0.00	0.00

Overdue CWIP as on 31.03.2023

(₹ in lakhs)

Capital Work in Progress	To be completed in			
	Less than 1 year	1-2 years	2-3 years	More than 3 years
International Ship Repair Facility	-	70,447.15	-	-
Dry Dock	84,852.92	-	-	-
Caisson Gate - Kolkata unit	971.21	-	-	-
Integrated security system	354.17	-	-	-
Caisson Gate - Mumbai Unit	1,359.38	-	-	-

Notes to the Standalone Financial Statements for the year ended March 31, 2024

Note 6 : Intangible assets

(₹ in lakhs)

Particulars	Gross carrying amount				Amortisation				Net Carrying amount	
	As at 1st Apr 2023	Additions/ adjustments during the year	Disposal/ adjustments during the year	As at 31st Mar 2024	As at 1st Apr 2023	For the year	Adjustment/ (withdrawal)	As at 31st Mar 2024	As at 31st Mar 2024	As at 31st Mar 2023
Internally generated weld procedure	27.67	-	-	27.67	27.67	-	-	27.67	-	-
Computer software	2,888.58	1,690.68	-	4,579.26	1,943.20	901.46	-	2,844.66	1,734.60	945.38
Total	**2,916.25**	**1,690.68**	**-**	**4,606.93**	**1,970.87**	**901.46**	**-**	**2,872.33**	**1,734.60**	**945.38**

(₹ in lakhs)

Particulars	Gross carrying amount				Amortisation				Net Carrying amount	
	As at 1st Apr 2022	Additions/ adjustments during the year	Disposal/ adjustments during the year	As at 31st Mar 2023	As at 1st April 2022	For the year	Adjustment/ (withdrawal)	As at 31st Mar 2023	As at 31st Mar 2023	As at 31st Mar 2022
Internally generated weld procedure	27.67	-	-	27.67	27.67	-	-	27.67	-	-
Computer software	1,991.11	897.47	-	2,888.58	1,550.96	392.24	-	1,943.20	945.38	440.15
Total	**2,018.78**	**897.47**	**-**	**2,916.25**	**1,578.63**	**392.24**	**-**	**1,970.87**	**945.38**	**440.15**

Notes to the Standalone Financial Statements for the year ended March 31, 2024

Note 7 : Intangible assets under development

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Intangible assets under development	60.64	1,602.37
Total	**60.64**	**1,602.37**

Intangible assets under development Ageing schedule as on 31.03.2024

(₹ in lakhs)

Capital Work in Progress	Amount in CWIP for a period of			
	Less than 1 year	1-2 years	2-3 years	More than 3 years
Projects in progress	0.00	32.18	28.46	0.00
Projects temporarily suspended	-	-	-	-

Intangible assets under development Ageing schedule as on 31.03.2023

(₹ in lakhs)

Capital Work in Progress	Amount in CWIP for a period of			
	Less than 1 year	1-2 years	2-3 years	More than 3 years
Projects in progress	39.07	28.46	136.15	1,398.69
Projects temporarily suspended	-	-	-	-

Overdue Intangible assets under development as on 31.03.2024

(₹ in lakhs)

Capital Work in Progress	To be completed in			
	Less than 1 year	1-2 years	2-3 years	More than 3 years
REPOSITORY - CANSRU	60.64			

Overdue Intangible assets under development as on 31.03.2023

(₹ in lakhs)

Capital Work in Progress	To be completed in			
	Less than 1 year	1-2 years	2-3 years	More than 3 years
3D Experience Ship building software	1541.73		-	-
REPOSITORY - CANSRU	60.64			

Notes to the Standalone Financial Statements for the year ended March 31, 2024

Note 8 : Investments-Non Current

(₹ in lakhs)

Particulars	Face value per unit	Number of units as on Mar 31, 2024	Number of units as on Mar 31, 2023	As at March 31,2024	As at March 31,2023
Unquoted (Fully Paid up)					
Investment in equity instruments					
a) At Cost					
Equity shares in subsidiary companies					
Hooghly Cochin Shipyard Ltd	10	14,00,00,000	9,60,00,000	13,935.34	9,535.34
Udupi Cochin Shipyard Limited (Formerly Tebma Shipyards Ltd)	10	10,80,00,000	9,00,00,000	10,800.00	9,000.00
b) At Fair Value Through Other Comprehensive Income					
Cochin Shipyard Employees Consumer Co-operative Society Limited 2175 'B Class' shares	100	2,175	2,175	2.18	2.18
Kerala Enviro Infrastructure Limited	10	70,000	70,000	10.37	9.14
Cochin Waste 2 Energy Private Limited	10	1,00,000	1,00,000	0	0
Investment in Debt Instruments					
a) At AmortisedCost					
6% Cumulative Redeemable Preference Shares of M/s Hooghly Cochin Shipyard Limited (HCSL) a subsidiary of Cochin Shipyard Ltd, (Redemption at any time at the option of the Company but not later than 10 years from the date of allotment.)	10	5,60,00,000	5,60,00,000	6,548.73	6,232.14
6.5% Non Convertible Debentures (NCD) of M/s Hooghly Cochin Shipyard Limited (HCSL) a subsidiary of Cochin Shipyard Ltd (Redeemable at par at the end of 60 months)	1000	0	4,40,000	-	4,553.58
6.15% Non Convertible Debentures (NCD) of M/s Hooghly Cochin Shipyard Limited (HCSL) a subsidiary of Cochin Shipyard Ltd (The duration of the debentures is 120 months with an option to redeem after 5 years from the date of allottment)	1000	3,10,000	3,10,000	3,209.69	3,209.69
6% Non Convertible Debentures (NCD) of M/s Udupi Cochin Shipyard Ltd. (Formerly Tebma Shipyards Limited) a subsidiary of Cochin Shipyard Ltd (Redeemable at par at the end of 84 months)	1000	1,00,000	1,00,000	1,018.64	1,018.64
Total				**35,524.95**	**33,560.71**
Aggregate value of quoted investments and market value thereof				-	-
Aggregate value of unquoted investment				**35,524.95**	**33,560.71**
Aggreagate amount of impairment in value of investments				**10.00**	**10.00**

Notes to the Standalone Financial Statements for the year ended March 31, 2024

a) Considering the indicators of the value of an investment such as investee's assets, results etc. a decline, other than temporary, in the value of investment in Cochin Waste 2 Energy (P) Ltd is noticed and accordingly fair value is considered as Nil .Similarly, increase in value of investment in Kerala Enviro Infrastructure Limited is noticed and accordingly investment is fair valued.

b) The Company's Investment in Cochin Shipyard Employees Consumer Co-operative Society Limited are non-participative shares and normally does not carry any voting rights. Hence, the company has carried this investment at its transaction value considering to be its fair value.

c) At the beginning of the current year, the Company had invested in the equity share capital of Hooghly Cochin Shipyard Limited (HCSL), a sum of ₹9535.34 Lakhs, comprising of 9,60,00,000 shares of ₹10 each, during the period from 2017 to 2023. Out of the above 7,40,00,000 shares of ₹10 each were acquired through rights share.

During the year the Company has made further investment of ₹4400.00 Lakhs (Rights issue) comprising of 4,40,00,000 shares of ₹10 each in Equity Share Capital, and the total investment in HCSL at the end of the year is ₹13935.34 Lakhs. HCSL also repaid NCD of ₹4400.00 lakhs during the year.

d) The Company had acquired Tebma Shipyards Limited, now renamed as Udupi Cochin Shipyard Limited (UCSL), by an Order of NCLT, Chennai by investing ₹6500.00 Lakhs comprising of 6,50,00,000 shares of ₹10 each.The Company had made further investment of ₹25,00,00,000 comprising of 2,50,00,000 shares of ₹10 each during 2022-23 and ₹18,00,00,000 comprising of 1,80,00,000 shares of ₹10 each during current year both on a rights basis, and the total investment in UCSL at the end of the year is ₹10800 Lakhs.

e) The equity shares issued on rights basis shall rank pari passu with the existing equity shares of the Company in all respects.The above investment are accounted at cost in accordance with IND AS 27-Separate Financial Statement.

Note 9: Loans - Non Current

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Unsecured, considered good:		
(a) Loans to related parties		
Udupi Cochin Shipyard Ltd	513.22	513.22
(b) Other Loans		
Loan to employees		
Related parties	0.00	0.00
Others	569.95	520.60
Total	**1083.17**	**1033.82**

No signficant increase in credit risk or credit impairment

The Company infused ₹500 lakhs as unsecured loan to Udupi Cochin Shipyard Ltd , the Subsidiary company for meeting expenses during its operational phase, carrying an interest rate of 5.5% p.a. The principal amount is to be repaid at the end of 5 years (i.e; on 17th September 2025) from the date of disbursement. Interest repayments are to be made on yearly basis from the date of disbursal.

Note 10: Other Financial Assets - Non Current

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Security deposits	91.65	84.23
Accrued Lease Rental Asset	1.31	6.44
Total	**92.96**	**90.67**

Notes to the Standalone Financial Statements for the year ended March 31, 2024

Note 11: Income tax assets / liability (net)

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Non current tax assets		
Income Tax Assets net of provisions	6,486.87	2,906.66
Current tax assets / (liabilities)		
Advance income tax net of provisions	144.96	7,147.48

Income tax recognised in the Statement of profit and loss

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Current tax:		
Current income tax charge	25,016.34	11,597.42
Adjustment in respect of prior years	3,307.72	(1,289.62)
Total (A)	**28,324.06**	**10,307.80**
Deferred tax:		
In respect of current year	(272.00)	1,094.00
Total (B)	**(272.00)**	**1,094.00**
Income tax expense recognised in the Statement of Profit and Loss (A+B)	**28,052.06**	**11,401.80**

The income tax expense for the year can be reconciled to the accounting profit as follows:-

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Profit before tax	**1,09,362.40**	**44,850.66**
Income tax expense calculated at respective applicable rates	27,524.33	11,288.02
Effect of expenses that are not deductible in determining taxable profit	5,214.97	3,528.04
Effect of expenses that are allowable in determining taxable profit	(7,306.73)	(4,879.90)
Effect of expenses incurred on Corporate Social Responsibility not deductible in determining taxable profit	348.42	416.52
Effect of income that is exempt from taxation		
Others	(764.65)	1,244.74
	25,016.34	**11,597.42**
Adjustments recognised in the current year in relation to the current tax of prior years	3,307.72	(1,289.62)
Adjustments for changes in estimates of deferred tax assets	(272.00)	1,094.00
Income tax expense recognised in the Statement of Profit and Loss	**28,052.06**	**11,401.80**

Note 12: Deferred tax assets (net)

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Deferred tax liabilities	(1,812.44)	(2,439.96)
Deferred tax assets	7,776.38	8,131.90
Total	**5,963.94**	**5,691.94**

Notes to the Standalone Financial Statements for the year ended March 31, 2024

Deferred tax liabilities/(assets) in relation to 2023-24

(₹ in lakhs)

Particulars	Opening balance	Recognised in Statement of Profit and Loss	Recognised in Statement of Equity	Closing Balance
Provisions	(5,372.00)	(815.27)		(6,187.27)
Property, plant and equipment	2,404.65	(853.26)		1,551.39
Intangible assets	32.67	225.69		258.36
Leased Assets	(2,630.90)	343.82		(2,287.08)
Leased Liabilities	1,231.45	(560.99)		670.46
Others	(1,357.81)	1,388.01		30.20
Total	**(5,691.94)**	**(272.00)**	**-**	**(5,963.94)**

Deferred tax liabilities/(assets) in relation to 2022-23

(₹ in lakhs)

Particulars	Opening balance	Recognised in Statement of Profit and Loss	Recognised in Statement of Equity	Closing Balance
Provisions	(7,336.19)	1,964.19		(5,372.00)
Property, plant and equipment	2,556.66	(152.01)		2,404.65
Intangible assets	(18.27)	50.94		32.67
Leased Assets	(2,476.16)	(154.74)		(2,630.90)
Leased Liabilities	645.74	585.71		1,231.45
Others	(157.72)	(1,200.09)		(1,357.81)
Total	**(6,785.94)**	**1,094.00**	**-**	**(5,691.94)**

Note 13: Other non-current assets

(₹ in lakhs)

Particulars		As at March 31,2024	As at March 31,2023
Unsecured, considered good			
Capital advances		5,376.43	16,455.40
Advances other than capital advances:			
Security deposits		269.43	239.87
Deposits with Customs department *		-	261.22
Loose tools		708.44	643.92
Research & Development vessel- Cost of the vessel **	1399.74		-
Less : Amount payable to Ministry/GoI**	(1015.88)	383.86	-
Total * **		**6,738.16**	**17,600.41**

* As per final order no: 20055 of 2024 dated 24.01.2024 passed by the Commissioner of Customs (Appeals), Cochin, the refund appeal has been dismissed. Hence the deposit with customs department of ₹261.22 lakhs which is appearing under Other Non-current asset has been adjusted with Other financial liabilities (Non current)- payable to Chennai port trust under note no.25

** Research committee of Ministry of Ports, Shipping and Waterways (MoPSW), Government of India, approved on 16 November 2021 for construction of a Hydrogen Fuel Cell Electric vessel (HFCEV) by Cochin Shipyard Limited (CSL) as a pilot technology demonstrator vessel. MoPSW issued Work order (WO) dated 10 March 2022 for the research and development project of HFCEV by CSL. The HFCEV is constructed based on home grown new advanced technology i.e.; hydrogen fuel cell technology under the ambit of Atmanirbhar Bharat initiatives and Govt. of India's strong thrust on the Hydrogen economy as the initiatives arising out of the National Hydrogen Mission.

The overall estimated cost is ₹1750.00 Lakhs (including operation and maintenance cost for two years) out of which 75% (i.e. ₹1312.50 Lakhs) will be funded by MoPSW. CSL had incurred cumulative amount of ₹1399.74 lakhs as of March 31, 2024 out of which ₹1015.88 lakhs has been funded by MoPSW. The construction of the pilot project has been completed on Feb 24, 2024. As per WO issued by MoPSW, CSL has to demonstrate and run the vessel to prove the Hydrogen Fuel cell technology in ship building. Besides, IRS class certification for the vessel was accorded towards demonstration operation for two years before the vessel can be put into full commercial operation by another entity. Subseqently, Company has entered into a Memorandum of Understanding with Inland Waterways Authority of India (IWAI) for Develop,Design,Construct and Supply of 1 No Hydrogen Fuel Cell Vessel. The Company intends to transfer the Title and Ownership of Vessel through a separate contract, which is currently under discussion.

*** Includes advance given to subsidiaries ₹484 lakhs for FY 2022-23

Notes to the Standalone Financial Statements for the year ended March 31, 2024

Note 14 : Inventories

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Raw Materials and components	76,161.61	32,090.99
Goods-in transit	17,601.09	1,557.05
	93,762.70	**33,648.04**
Stores & Spares	1,656.81	1,286.39
Goods-in transit	474.47	110.59
	2,131.28	**1,396.98**
Total *	**95,893.98**	**35,045.02**

Stores & Spares represents spares of general nature and are not related to a particular asset.

* Includes Materials Pending Inspection as on 31 March 2024 comes to ₹15,364.25 lakhs

During the previous year,stores and spares are valued at weighted average cost method and goods in transit at cost as against "weighted average cost method or net realisable value whichever is lower" for stores and "lower of cost and net realisable value" for Goods in transit which was followed in prior years immediately preceeding to previous year. During the year, company reviewed this policy on measurement of Stores & Spares and Goods in transit and after due consideration of all the factors, the policy followed is considered as appropriate.

Note 15 : Trade Receivables-Current

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Unsecured		
Considered good:		
Trade Receivables considered good - Unsecured	33,481.68	33,020.51
Trade Receivables which have significant increase in Credit Risk	12,125.92	11,030.93
Less: Allowance for Expected credit loss	(12,125.92)	(11,030.93)
Trade Receivables - Credit impaired	-	-
Total *	**33,481.68**	**33,020.51**

* Includes Trade receivable from subsidiaries ₹14.26 lakhs for FY 2023-24 and ₹0.12 lakhs for FY 2022-23

Trade receivables are non-interest bearing and receivable in normal operating cycle.

Trade receivables include receivable accrued but not due (unbilled trade receivables) ₹4126.59 Lakhs (previous year ₹2102.59 Lakhs)

Notes to the Standalone Financial Statements for the year ended March 31, 2024

Trade Receivables ageing schedule as on 31.03.2024

(₹ in lakhs)

Particulars	Accrued but not due (Unbilled trade receivables)	Outstanding for following periods from due date of payment					Total
		Less than 6 Months	6 Months to 1 year	1 to 2 years	2 to 3 years	More than 3 years	
(i) Undisputed Trade receivables – considered good	4126.59	19540.87	4984.06	2119.52	2710.59	0.00	33481.63
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	0.00	0.00	0.00	111.12	476.18	2525.07	3112.37
(iii) Undisputed Trade Receivables – credit impaired	0.00	0.00	0.00	0.00	0.00	0.00	0.00
(iv) Disputed Trade Receivables– considered good	0.00	0.00	0.00	0.00	0.00	0.00	0.00
(v) Disputed Trade Receivables – which have significant increase in credit risk	0.00	0.00	0.00	0.00	27.91	8985.69	9013.60
(vi) Disputed Trade Receivables – credit impaired	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	4126.59	**19540.87**	**4984.06**	**2230.64**	**3214.68**	**11510.76**	**45607.60**
Less: Expected Credit Loss provision as on 31.03.2024							12125.92
Trade receivable as on 31.03.2024							**33481.68**

Trade Receivables ageing schedule as on 31.03.2023

(₹ in lakhs)

Particulars	Accrued but not due (Unbilled trade receivables)	Outstanding for following periods from due date of payment					Total
		Less than 6 Months	6 Months to 1 year	1 to 2 years	2 to 3 years	More than 3 years	
(i) Undisputed Trade receivables – considered good	2102.59	13006.35	12567.10	3657.98	1686.49	0.00	33020.51
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	0.00	0.00	0.00	189.72	292.00	1360.33	1842.05
(iii) Undisputed Trade Receivables – credit impaired	0.00	0.00	0.00	0.00	0.00	0.00	0.00
(iv) Disputed Trade Receivables– considered good	0.00	0.00	0.00	0.00	0.00	0.00	0.00
(v) Disputed Trade Receivables – which have significant increase in credit risk	0.00	0.00	0.00	98.04	121.95	8968.89	9188.88
(vi) Disputed Trade Receivables – credit impaired	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	2102.59	**13006.35**	**12567.10**	**3945.74**	**2100.44**	**10329.23**	**44051.44**
Less: Expected Credit Loss provision as on 31.03.2023							11030.93
Trade receivable as on 31.03.2023							**33020.51**

Notes to the Standalone Financial Statements for the year ended March 31, 2024

Movement in the expected credit loss allowance

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Opening balance	**11,030.93**	**10,439.67**
Add: Additions during the year	1,575.03	613.97
Less: Reversals/withdrawals during the year	480.04	22.71
Closing Balance	**12,125.92**	**11,030.93**

Note 16 : Cash and Cash equivalents

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Cash on hand		
Balance with Banks		
In current account	883.27	2,715.78
Term deposits with original maturity of less than three months	23,700.00	28,382.00
Total	**24,583.27**	**31,097.78**

₹3500 lakhs has been allocated for R&D and innovation initiatives Fund, for development of pilot Autonomous Surface Vessel Project. Also Board approval granted for funding support not exceeding ₹5000 Lakhs to "USHUS" project under CSL's Start-up Engagement Policy Framework.

Note 17 : Bank balances other than cash and cash equivalents

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Lien Marked Term deposits*	46,103.75	83,911.67
Term Deposits with banks with original maturity more than 3 months and less than 12 months	22,093.13	55,993.22
In current account :		
on behalf of Indian Navy **	2,76,092.29	2,42,387.94
on behalf of UTLA	432.68	-
on behalf of A&N	1,897.80	-
Term Deposits with banks with original maturity more than 3 months and less than 12 months earmarked for objects of IPO	7,050.00	53,691.71
Earmarked balances (Unpaid Dividend account)	142.43	98.20
Total	**3,53,812.08**	**4,36,082.74**

*Lien Marked Term deposits represents deposits in which lien is marked in favour of Union Bank of India, State Bank of India & IDBI for maintaining cash margin towards the Non-Fund based credit facilities granted to the Company & ₹106.87 lakhs (previous year ₹101.92 lakhs) lien marked in favour of The Registrar of High Court of Kerala.

**Funds parked by Indian Navy for the construction of Indigenous Aircraft Carrier and Next generation Missile Vessels are held in separate accounts.

Notes to the Standalone Financial Statements for the year ended March 31, 2024

Note 18 : Loans - Current

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Unsecured, considered good		
Employee advances		
Related parties	-	-
Others	115.11	99.50
Total	**115.11**	**99.50**

No signficant increase in credit risk or credit impairment

Note 19 : Other Financial Assets - Current

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Interest accrued on Bank Deposits	9,383.87	3,312.27
Interest accrued on employee advances		
Related parties	-	-
Others	111.03	68.73
Foreign Exchange Derivatives Assets	1,161.27	15.47
Total	**10,656.17**	**3,396.47**

Note 20 : Other Current Assets

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Unsecured advances		
Advances other than capital advances		
Advances to related party**	3,527.06	265.34
Other advances	1,58,346.69	62,360.21
Advances considered doubtful	0.07	1,030.17
	1,61,873.82	**63,655.72**
Less: Provision for doubtful advances	0.07	1,030.17
	1,61,873.75	**62,625.55**
Others		
Contract Assets for IAC works *	24,765.33	29,238.06
Contract Assets for other works	49,719.57	21,664.02
Obsolete stock	281.41	352.37
Less: Provision for obsolesence	(281.41)	(352.37)

Notes to the Standalone Financial Statements for the year ended March 31, 2024

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Balance with Revenue authorities	1,167.99	709.69
Miscellaneous deposits	85.00	62.01
Prepaid expenditure	2,294.33	998.27
Input Tax Credit on GST	78,997.15	32,453.79
Medical Insurance Premium	1,984.50	1,876.91
Miscellaneous current assets**	1,423.43	1,706.81
Total	**3,22,311.05**	**1,51,335.11**

*The company has incurred ₹40,057.28 Lakhs till 31 March 2024 (₹37,377.15 Lakhs till 31st March 2023) towards augmentation of infrastructure facility out of funds received from Indian Navy. The ownership of the assets created out of the said funds vests with Indian Navy.

Stock of raw materials and bought out components procured under "Cost Plus" part of the IAC contract amounting to ₹5601.25 lakhs (previous year ₹6966.24 lakhs) held on behalf of Indian Navy lying with the Company is adjusted against Advances from Indian Navy for Indigenous Aircraft Carrier.

During the Financial Year 2022-23, the Company has handed over the Indigenous Aircraft Carrier (IAC P-71) to Indian Navy in accordance with the contract for the construction of IAC P-71. The Company has raised Invoice for ₹1915000 Lakhs on achievement of the delivery milestone of the contract. The balance scope of work will be completed subsequently as per the construction contract.

The company has recognised revenue to the extent of ₹1861114.01 Lakhs as on 31.03.2024 against the IAC project P-71 and the balance revenue would be recognised as and when the performance obligations are achieved in accordance with the construction contract of IAC P-71. The details of revenue recognised so far on the project are as follows.

(₹ in lakhs)

Description	FY 2023-24	FY 2022-23
Revenue Recognised as at beginning of the year	17,40,844.14	15,98,425.48
Revenue recognised during the year	1,20,269.87	1,42,418.66
Total revenue recognised on IAC P-71 as at year end	18,61,114.01	17,40,844.14

Refer Note No 45 on Ind AS 115 "Revenue from Contract with Customers".

** Includes advance given/receivables from subsidiaries ₹3558.94 lakhs for FY 2023-24 and ₹287.72 lakhs for FY 2022-23.

**The Corporate Social responsibility (CSR) expenditure is charged to the Statement of Profit & Loss in the period in which it is incurred, except to the extent the Company decides to carry forward any amount in excess of the minimum required CSR expenditure for adjustment in future years in terms of Sec 135(5) of the Companies Act 2013 read with Companies (Corporate Social Responsibility Policy) Amendment Rules, 2021 and such excess amount is classified under Miscellaneous Current Assets.

Note 21 : Equity Share Capital

Particulars	As at March 31,2024		As at March 31,2023	
	Number	₹in lakhs	Number	₹in lakhs
Authorised				
Equity shares of ₹5/- each as at March 31, 2024 Equity shares of ₹10/- each as at March 31, 2023	500000000	25,000.00	250000000	25,000.00
Issued, Subscribed and Fully paid up				
Equity shares of ₹5/- each as at March 31, 2024 Equity shares of ₹10/- each as at March 31, 2023	263080780	13,154.04	131540390	13,154.04
Total	**263080780**	**13,154.04**	**131540390**	**13,154.04**

Notes to the Standalone Financial Statements for the year ended March 31, 2024

21.1 Reconciliation of number of shares and amounts outstanding

Particulars	As at March 31,2024		As at March 31,2023	
	Number	₹in lakhs	Number	₹in lakhs
Equity Shares outstanding at the beginning of the year	131540390	13,154.04	131540390	13,154.04
Add : shares issued during the year	0	0.00	0	0.00
Less: Shares extinguished on splitting of shares (refer note below)	(131540390)	0.00	0	0.00
Add : Equity shares of ₹5/- each issued during the year on splitting (Refer note below)	263080780	0.00	0	0.00
Less : Shares bought back during the year	0	0.00	0	0.00
Equity Shares outstanding at the end of the year	**263080780**	**13154.04**	**131540390**	**13,154.04**

Terms & Rights attached to Equity shares: The Company has only one class of equity shares having a face value of ₹5 per share which is fully paid up. Equity shareholders are eligible for one vote per share held, and are entitled to dividends as and when declared by the Company. Interim dividend is paid as and when declared by the Board. Final dividend proposed by the Board of Directors is subject to approval/regularisation by the share holders in the Annual General meeting. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the company after distribution of all preferential amounts, in proportion to their shareholding.

Sub-division & Other information:

On 10 Jan 2024, the Company sub-divided every 1 (one) Equity Share of the nominal/face value of ₹10/- each into 2 (Two) Equity Share of the nominal/face value of ₹5/- each.

21.2 Details of shareholders holding more than 5% shares in the company

Particulars	As at March 31,2024		As at March 31,2023	
	Number of Shares held	% of holding	Number of Shares held	% of holding
The President of India (Pre stock split - Face value ₹10/share Post stock split - Face value ₹5/share)	191686928	72.86	95843464	72.86

21.3 Shares held by promoters at the end of the year

Promoter name	No. of Shares	% of total shares	% Change during the year
The President of India (Pre stock split - Face value ₹10/share Post stock split - Face value ₹5/share)	191686928	72.86	Nil

During the year 2023-24, as a result of splitting of shares of the company, one (01) equity share of face value of ₹10 each was sub divided into two (02) equity shares of face value of ₹5 each. However, there was no percentage change in share capital of the company as on 31st March 2024.

Notes to the Standalone Financial Statements for the year ended March 31, 2024

Note 22 : Other Equity

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Capital Reserves	263.56	263.56
Capital Redemption Reserve	12,353.76	12,353.76
Securities Premium	93,151.90	93,151.96
Debenture Redemption Reserve	-	1,668.44
General Reserve	6,322.75	6,322.75
Cash flow Hedge Reserve	(918.26)	(3,578.40)
Retained Earnings	3,78,259.34	3,19,005.76
Total	**4,89,433.05**	**4,29,187.83**

Movement of each item in Other Equity is detailed in Statement of Changes in Equity

Capital Reserve: Capital reserve includes ₹263.56 lakhs being restoration charges received from Ms Indian Oil Corporation Ltd for laying pipe line through the Company's land.

Capital Redemption Reserve: Capital Redemption Reserve of ₹12353.76 lakhs includes ₹11914.20 lakhs being reserves created on redemption of preference shares and ₹439.56 lakhs being a sum equal to the nominal value of the shares bought back, which will be utilised for the purpose defined under the Companies Act 2013.

Securities Premium: Premium on tax free bonds is amortised on straight line basis over the period of bonds. The company had completed the Initial Public Offer (IPO) during 2017-18 and had allotted 22656000 equity shares of ₹10 each at premium (₹93929.76 lakhs). Expenses incurred net of deferred tax adjustment towards such allotment of shares amounting ₹777.93 lakhs has been debited in Securities Premium in accordance with the requirements of Indian Accounting Standard (Ind AS) 32- Financial Instruments.

Debenture Redemption Reserve: The Company was hitherto creating Debenture Redemption Reserve at 25% of the value of bonds issued by the company over the maturity period of such debentures in accordance with Section 71(4) of the Companies Act, 2013 read with Rule 18(7) of the Companies (Share Capital and Debentures) Rules, 2014 and as per SEBI (Issue and Listing of Debt Securities) Regulations, 2008. As per the amendment made to the Companies (Share Capital and Debentures) Rules, 2014 notified vide Notification No. G.S.R. 574(E) by the Ministry of Corporate Affairs, the company is not required to create Debenture Redemption Reserves in respect of the bonds issued by it. However, the Debenture Redemption Reserve already created up to 30.09.2019, ₹1668.44 Lakhs, was retained in the books till the time of redemption of the Tax Free Infrastructure Bond Series 2013-14 (Tranche I) on 2nd December 2023. After this, entire balance was transferred to retained earnings.

General Reserve: General reserve is primarily created to comply with the requirements of section 123(1) of the Companies Act, 2013. This is a free reserve and can be utilised for any general purpose like issue of bonus shares, payment of dividend, buy back of shares etc. The Company created a General reserve in earlier years pursuant to the provisions of the Companies Act,1956 where in certain percentage of profits were required to be transferred to General reserve before declaring dividends. As per the Companies Act 2013, the requirements to transfer profits to General reserve is not mandatory.

Cash flow Hedge Reserve: Cash flow hedge reserve represents the effective portion of change in the fair value of designated hedging instruments recognised in the Other Comprehensive Income. (Refer Note No. 47)

Interim dividend: During the year, the Company paid interim dividends of ₹8 per equity share of face value of ₹10 (Pre sub-division) and ₹3.5 per equity share of face value of ₹5 (Post sub- division), as recommended at the board meetings held on Nov 7, 2023 and Jan 30, 2024 respectively.

Proposed dividend: The Board of Directors of the Company have recommended a final dividend of ₹2.25 per equity share of face value of ₹5 for the financial year ended March 31, 2024 at the Board meeting held on May 24, 2024. This is subject to approval/ regularisation by the share holders in the Annual General meeting.

Notes to the Standalone Financial Statements for the year ended March 31, 2024

Note 23 : Borrowings

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Bonds - (Secured)		
At amortised cost		
Tax Free Redeemable Non Convertible Bonds -Series 2013-14	2,302.20	2,302.20
Total	**2,302.20**	**2,302.20**

Tax Free Infrastructure Bond Series 2013-14

a) Tranche 1: 1000 bonds of face value of ₹10 lakhs totalling ₹10000 lakhs with interest rate of 8.51% payable annually , redeemable at par, redeemed on 02nd December 2023.

b) Tranche 2: 230 bonds of face value of ₹10 lakhs totalling ₹ 2300 lakhs with interest rate of 8.72% payable annually, redeemable at par, due for redemption on 28th March 2029.

These bonds are secured against the landed properties of the Company admeasuring 197.12 ares (487.00 cents) made up of 34.30 ares in Sy No. 713/11, 23.57 ares in Sy No. 713/12, 59.12 ares in Sy No. 713/13, 50.18 ares in Sy No. 714/06, 10.12 ares in Sy No. 714/2, 8.90 ares in Sy No. 714/4 and 10.93 ares in Sy No. 714/5 of land all are lying contiguously in Elamkulam village, Kanayannur taluk, Ernakulam Dist, Kerala.

Utilisation : Out of the issue proceeds of ₹12300 lakhs received, the Company has fully utilised/adjusted funds towards various expenditure incurred on International Ship Repair Facility (ISRF) project.

Difference between carrying amounts and fair values of financial liabilities of borrowings is not significant in each of the year presented.

Note 24: Lease Liabilities-Non current

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Lease Liabilities under Ind AS 116	43,698.28	39,227.30
Total	**43,698.28**	**39,227.30**

Note 25: Other Financial liabilities - Non Current

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Payable to Chennai Port Trust	-	261.22
Total	**-**	**261.22**

Liability of ₹261.22 lakhs to Chennai Port Trust in respect of customs duty was covered by a refund appeal lying before Commissioner (Appeals) which was also shown as deposits with Customs department under Note No. 13. Since the refund appeal has been rejected by Commissioner of Customs (Appeals), Other Non-current asset has been adjusted with Other financial liabilities (Non current)- payable to Chennai port trust.

Notes to the Standalone Financial Statements for the year ended March 31, 2024

Note 26: Provisions - Non Current

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Provision for employee benefits - Compensated absences (Refer Note No 38)	4,276.76	3,923.34
Provision for gratuity	173.20	186.07
Total	**4,449.96**	**4,109.41**

Note 27: Other non current liabilities

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Deferred Income arising from Government Assistance	6.87	248.98
Total	**6.87**	**248.98**

Note 28: Borrowings

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Tax Free Redeemable Non Convertible Bonds -Series 2013-14	-	10,279.78
Total	**-**	**10,279.78**

Referring to Note 23: Tranche 1: 1000 bonds of face value of ₹10 lakhs totalling ₹10000 lakhs with interest rate of 8.51% payable annually , redeemable at par, redeemed on 02nd December 2023.

Note 29: Lease liabilities

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Lease Liabilities under Ind AS 116	2,879.63	4,898.68
Total	**2,879.63**	**4,898.68**

Note 30: Trade Payables

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Trade payables (Unsecured)		
Outstanding dues of Micro enterprises and Small enterprises	7,973.25	4,991.65
Outstanding dues of creditors other than Micro enterprises and Small enterprises	34,227.39	15,815.39
Total	**42,200.64**	**20,807.04**

Notes to the Standalone Financial Statements for the year ended March 31, 2024

To the extent, the Company has received intimation from the vendors regarding their status under the Micro,Small and Medium Enterprises Development Act, 2006, the details of trade payables are provided as under:

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Amount remaining unpaid to supplier at the end of each accounting year;		
Principal	7,973.25	4,991.65
Interest on above Principal	-	-
The amount of interest paid by the buyer in terms of section 16 of the Micro, Small, and Medium Enterprises Development Act,2006 (27 of 2006), along with the amount of the payment made to supplier beyond the appointed day during each accounting year;		
The amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under Micro, Small, and Medium Enterprises Development Act,2006;	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small, and Medium Enterprises Development Act,2006;	-	-

Trade Payables ageing schedule as on 31.03.2024

(₹ in lakhs)

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME					
Not due	7,881.32				7,881.32
Due	91.93				91.93
(ii) Others					
Not due	30,747.03				30,747.03
Due	3,463.54	7.07		9.75	3,480.36
(iii) Disputed dues – MSME					-
(iv) Disputed dues – Others					-
Total	**42,183.82**	**7.07**	**-**	**9.75**	**42,200.64**

Trade Payables ageing schedule as on 31.03.2023

(₹ in lakhs)

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME					
Not due	4,991.65	-	-	-	4,991.65
Due					-
(ii) Others					
Not due	11,610.03	-	-	-	11,610.03
Due	4,184.22	7.34	-	13.80	4,205.36
(iii) Disputed dues – MSME					-
(iv) Disputed dues – Others					-
Total	**20,785.90**	**7.34**	**-**	**13.80**	**20,807.04**

Notes to the Standalone Financial Statements for the year ended March 31, 2024

Note 31: Other Financial Liabilities - Current

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Unpaid Dividend	142.43	93.22
Foreign Exchange Derivatives Liabilities	2,388.81	4,797.38
Others		
Security and other deposits	1,840.95	1,638.63
Profit share payable to lessor	202.13	268.60
Others Payables	10,881.37	7,615.05
Total	**15,455.69**	**14,412.88**

Note 32: Other Current Liabilities

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
IAC Trade payables	11,184.64	17,573.11
Contract Liability for other works	4,87,527.27	3,85,917.58
Advances for ship building , ship repair and other contracts	9,532.63	7,635.53
Income received in advance	1,259.55	29.08
Statutory dues	2,347.48	1,665.56
Deferred Income arising from Government Assistance	1.14	1.14
Total	**5,11,852.71**	**4,12,822.00**

IAC Trade Payables include ₹2072.12 lakhs (previous year -₹1774.84 lakhs) payable to MSME vendors which are not due as on 31 March 2024.

Note 33: Provisions - Current

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Provision for Employee benefits		
Gratuity	459.83	530.06
Compensated absences (Refer Note No 38)	350.06	275.36
	809.89	**805.42**
Other Provisions		
For Taxes and duties	2,672.32	2,668.99
For Shipbuilding loss	5,936.00	5,465.00
For Expenditure / contingencies*	53,175.83	29,426.70
	61,784.15	**37,560.69**
Total	**62,594.04**	**38,366.11**

* Includes provision for expenditure due to Subsidiaries ₹1121.67 lakhs for FY 2023-24 and ₹367.34 lakhs for FY 2022-23.

Notes to the Standalone Financial Statements for the year ended March 31, 2024

33.1 Details of movement of provisions

(₹ in lakhs)

Particulars	As at 01.04.2023	Provision made during the period	Amounts used during the period	Unused amounts reversed during the period	As at 31.03.2024
Provision for employee benefits- Gratuity	530.06	605.72	501.50	174.45	459.83
Compensated absences	275.36	74.70	-	-	350.06
Provision for taxes and duties	2,668.99	3.33			2,672.32
Provision for shipbuilding loss	5,465.00	1,587.00		1,116.00	5,936.00
Provision for expenditure / contingencies	29,426.70	2,14,309.02	1,89,173.62	1,386.27	53,175.83

(₹ in lakhs)

Particulars	As at 01.04.2022	Provision made during the period	Amounts used during the period	Unused amounts reversed during the period	As at 31.03.2023
Provision for employee benefits- Gratuity	360.72	449.13	279.79	-	530.06
Compensated absences	419.62	-	-	144.26	275.36
Provision for taxes and duties	2,665.50	3.49	-	-	2,668.99
Provision for shipbuilding loss	7,573.00	-	-	2,108.00	5,465.00
Provision for expenditure / contingencies	34,662.83	39,293.86	42,349.26	2,180.73	29,426.70

Note 34 : Revenue from operations

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Sale of products		
Ship building:		
Indigenous Aircraft Carrier (IAC)	1,20,269.87	1,42,418.66
Vessels other than IAC	1,39,398.80	31,830.44
Income from C- SAS	686.90	-
	2,60,355.57	**1,74,249.10**
Sale of services		
Ship repairs	98,683.23	54,331.00
	98,683.23	**54,331.00**
Other operating revenue		
Sale of stock items	0.68	185.23
Ship Building Financial Assistance	3,073.81	1,193.43
Sale of scrap	838.74	1,549.62
Management fee	1,575.94	1,537.50
	5,489.17	**4,465.78**
Total	**3,64,527.97**	**2,33,045.88**

1. Refer Note No 45 on Ind AS 115 "Revenue from Contract with Customers".

2. Out of the Revenue from Operations, ₹23140.03 lakhs (₹6905.65 lakhs in previous year) pertain to revenue from export orders.

3. The Company has considered the lock down period due to COVID 19 & GoI circular dated May 13, 2020, which ever is applicable to the projects and Kerala Flood natural calamity 2018 as Force Majeure period for computation of Liquidated Damages while calculating Revenue from operations.

Notes to the Standalone Financial Statements for the year ended March 31, 2024

4. With regard to the Shipbuilding contract with Andaman & Nicobar ('A&N') Administration for construction of 2 Nos 1200 Passenger Vessels, the contractual delivery dates (as extended) for both the vessels have already expired. The Company has provided for LD for the delay upto 29 Apr 2023 and 30 Oct 2023 in vessel yard no. SH.0023 & vessel yard no. SH.0024 respectively. At the request of the A&N administration for reallocation of the vessel for other prospective buyers, the delivery of ships has been abated, with minor progress. Since the Company has a valid contract with A&N Administration, the company has not recognized further liquidated damages in the financials beyond the dates mentioned above.

5. Ship Building Financial Assistance ('SBFA') provided by Govt. of India is to compensate the cost incurred by the company in building the vessels and it is not for the losses already incurred. Prior to 2016, SBFA was named as "Shipbuilding Subsidy", with an intention to subsidize the cost/compensating the cost of construction of vessel. Subsequently the term has been reworded as "Ship Building Financial Assistance", without any change in the intention of the Government, modality, principles and procedure of the policy.

   SBFA is recognized over a period of time in proportion to the expenses / cost incurred . The Company has obtained in principle approvals from DG Shipping for eligible vessels. Only for those vessels, which are constructed and delivered within the period as specified in the policy guidelines shall be eligible for availing financial assistance under the policy. Accordingly, the company has recognized the SBFA Income for those vessels, which in view of the management are complying with the requirements of SBFA Policy as amended.

   During the year, the company has reversed a sum of ₹1072.01 lakhs due to revision in expected delivery dates.To the extent of the SBFA Income recognized, there are no unfulfilled conditions or contingencies attached to it.

6. Cochin Shipyard Ltd (CSL) has entered into an Agreement with the Andaman and Nicobar Administration to commence its operations at Marine Dockyard, at Port Blair, a facility that is currently being operated directly by the A&N Administration. Management fee on pro rata basis is accounted based on this agreement. Under the ambit of this Agreement signed on 28 Nov 2019, CSL shall assist the Administration to set up a Ship repair ecosystem at A&N islands.CSL shall also associate in Augmentation and Modernisation of the facility and also focus efforts towards Skill Development in the Islands in consultation with the Administration and Technical Institutions located in the Islands.

7. During the year, the company has updated its measurement of progress in applying the Output Method for recognition of revenue in respect of Shipbuilding Contracts in order to have a more faithful depiction towards complete satisfaction of the performance obligations considering the change in circumstances and characteristics of the contracts entered.

Notes to the Standalone Financial Statements for the year ended March 31, 2024

Note 35 : Other Income

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Training facilities	501.57	327.76
Income from sale of scrap and stores	54.06	770.96
Profit on sale of Property, Plant & Equipment	-	6.11
Income from laboratory services	23.08	17.58
Rental income	253.30	298.30
Hire charges	-	1.39
Interest on bank deposits	22,724.97	11,480.45
Interest from others	1,170.65	1,330.19
Dividend income from Preference shares	316.58	300.48
Dividend income from Mutual Funds	7.49	-
Dividend income from Society	0.54	0.54
Net gain on foreign currency transactions	1,927.77	-
Provision no longer required	2,399.95	5,656.09
Miscellaneous income*	1,358.29	459.03
Total	**30,738.25**	**20,648.88**

*Miscellaneous income includes ₹1.14 lakhs being deferred government assistance in the form of subsidy relating to installation of Solar Power plant inside the yard. The same has been accounted as per the requirements of Ind AS 20 - Accounting for Government Grants and Disclosure of Government Assistance.

Note 36: Cost of Materials Consumed

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Raw Materials		
Steel	11,893.44	3,641.41
Pipe	1,206.10	1,132.27
Paint	2,127.39	1,914.08
Bought out components	1,47,366.53	1,03,596.98
Total	**1,62,593.46**	**1,10,284.74**

Note 37: Sub Contract and Direct Expenses

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Sub contract and off loaded jobs	34,060.03	31,162.37
Hull insurance	799.22	332.91
Design Expenses	8,063.56	6,650.64
Operating expenses	8,964.10	4,932.80
Total	**51,886.91**	**43,078.72**

Notes to the Standalone Financial Statements for the year ended March 31, 2024

Note 38 : Employee Benefits Expenses

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Salaries, wages, bonus/exgratia and allowances	31,108.47	27,082.01
Contribution to Provident Fund and Family Pension Fund	1,644.11	2,608.76
Gratuity	352.67	316.30
Staff welfare expenses	4,411.64	2,632.08
	37,516.89	**32,639.15**
Less:Expenditure during construction	(364.32)	(275.95)
Total	**37,152.57**	**32,363.20**

Contribution to Provident Fund and Family Pension Fund includes provident fund inspection and administration charges ₹27.92 lakhs (previous year ₹43.62 lakhs).

Salaries, Wages, bonus/exgratia and allowances includes provision for encashment of half pay compensated absences for workmen amounting to ₹65.87 lakhs (previous year ₹13.26 lakhs).

The employee benefits accruing to the employees on deputation from Cochin Port Trust and Mumbai Port Trust are being accounted based on demands received from Cochin Port Trust & Mumbai Port Trust as per tripartite agreement between the Company, Cochin Port Trust & Mumbai Port Trust and the recognised Trade unions of the Port and not based on actuarial valuation except for gratuity which is actuarially valued.

Post-employment obligations

Provident fund

Provident Fund for eligible employees is managed by the Company through a trust in line with the Provident Fund and Miscellaneous Provision Act,1952. The plan guarantees interest at the rate notified by the Provident Fund Authorities. The contribution by the employees and employer @12% of basic salary (including Dearness Allowance) together with the interest accumulated thereon are payable to employees at the time of separation from the Company or retirement whichever is earlier. The benefits vests immediately on rendering of the services by the employee. The contribution is charged to Statement of Profit and Loss of the year when the contributions to the respective funds are due in accordance with relevant statute. Employer's contribution to Provident Fund & Family Pension fund is ₹1693.55 Lakhs for the year 2023-24 (₹2028.84 Lakhs for the year 2022-23). The minimum interest rate payable by the trust to the beneficiaries every year is notified by the Government. The Company has an obligation to make good the shortfall, if any, between the return from the investments of the trust (including investment risk fall) and the notified interest rate, which is determined on the basis of actuarial valuation.

The Company has obtained report on the determination and disclosure of interest rate Guarantee, valuation of Assets & Liabilities as per Ind AS 19 of Employees Benefits relating to Exempt Provident Fund for the period ended 31st March 2024.

The details of fund obligations as per actuarial valuation are given below:

(₹ in lakhs)

Particulars	2023-24	2022-23
Fair value of plan assets	23,514.49	19,430.22
Present value of benefit obligation at year end	23,581.18	19,995.86
Net liability / (Net asset)	66.69	565.64
Additional provision	Nil	Nil

Notes to the Standalone Financial Statements for the year ended March 31, 2024

Other Benefit Plan - Compensated absences

The principal assumptions used for the purpose of actuarial valuation were as follows:

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Discount Rate (p.a)	6.97%	7.23%
Rate of increase in compensation levels	Officers & Supervisors 3% Workers 3%	Officers & Supervisors 3% Workers 3%
Attrition Rate- Half Pay Leave	0.70%	0.70%
Attrition Rate- Earned Leave	Officers & Supervisors 0.7% Workers 0.7%	Officers & Supervisors 0.7% Workers 0.7%
Average Duration of Defined Benefit Obligation (In years)	9.30	9.03

Amount recognised in the Statement of Profit and Loss in respect of defined benefit plans are as follows:-

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Service Cost:		
Current Service Cost	245.58	227.99
Net Interest expense	283.51	267.00
Acturial (Gain)/Loss recognised during the period	453.72	428.75
Expenses recognised in the statement of profit and loss	**982.81**	**923.74**

The amount included in the Balance Sheet arising from the entity's obligation in respect of its defined benefit plan is as follows:-

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Present Value of Defined Benefit Obligation at end of the year	4,626.82	4,198.71
Fair Value of Plan Assets at the end of the year	-	-
Net Liabilities /(Assets) recognized in the Balance Sheet	**4,626.82**	**4,198.71**

(₹ in lakhs)

Type of Employee Benefit	For the year ended March 31, 2024	For the year ended March 31, 2023
Current Component of PVO	350.06	275.36
Non-Current Component of PVO	4,276.76	3,923.35
TOTAL PVO	**4,626.82**	**4,198.71**

Movements in present value of the defined benefit obligation are as follows:-

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Defined Benefit Obligation at beginning of the year	4,198.71	3,970.62
Current & Past Service Cost	245.58	227.99
Current Interest Cost	283.51	267.00
Actuarial (Gain)/ Loss	453.72	428.75
Benefits paid	(554.70)	(695.65)
Defined Benefit Obligation at end of the year	**4,626.82**	**4,198.71**

Notes to the Standalone Financial Statements for the year ended March 31, 2024

Movements in the fair value of the plan assets are as follows:

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Fair Value of Plan Assets at the beginning of the year	-	-
Expected Return on Plan Assets	-	-
Actuarial (Gain)/ Loss	-	-
Contributions from the employer	554.70	695.65
Benefits paid	(554.70)	(695.65)
Fair Value of the Assets at the end of the year	**-**	**-**

Expected Contributions in Following Years [mid-year cash flows]

(₹ in lakhs)

Year	For the year ended March 31, 2024	For the year ended March 31, 2023
Year 1	87.59	80.98
Year 2	249.14	191.37
Year 3	177.05	183.51
Year 4	157.34	153.66
Year 5	120.14	141.97
Next 5 Years	708.03	585.85

"NA " denoted " Not Available"

Expected Benefit Payments in Following Years [mid-year cash flows]

(₹ in lakhs)

Year	For the year ended March 31, 2024	For the year ended March 31, 2023
Year 1	87.59	80.98
Year 2	249.14	191.37
Year 3	177.05	183.51
Year 4	157.34	153.66
Year 5	120.14	141.97
Next 5 Years	708.03	585.85

(₹ in lakhs)

Sensitivity Analysis - Half Pay Leave	For the year ended March 31, 2024	For the year ended March 31, 2023
A. Discount Rate + 50 BP	7.47%	7.73%
Defined Benefit Obligation [PVO]	3,889.26	3,546.50
Current Service Cost	168.06	152.61
B. Discount Rate - 50 BP	6.47%	6.73%
Defined Benefit Obligation [PVO]	4,234.29	3,850.97
Current Service Cost	185.38	167.55
C. Salary Escalation Rate + 50 BP	3.50%	3.50%
Defined Benefit Obligation [PVO]	4,240.52	3,856.87
Current Service Cost	185.70	167.84
D. Salary Escalation Rate - 50 BP	2.50%	2.50%
Defined Benefit Obligation [PVO]	3,882.28	3,539.98
Current Service Cost	167.72	152.29

BP denotes "Basis Points"

Notes to the Standalone Financial Statements for the year ended March 31, 2024

(₹ in lakhs)

Sensitivity Analysis - Earned Leave	For the year ended March 31, 2024	For the year ended March 31, 2023
A. Discount Rate + 50 BP	7.47%	7.73%
Defined Benefit Obligation [PVO]	3,889.26	3,546.50
Current Service Cost	168.06	152.61
B. Discount Rate - 50 BP	6.47%	6.73%
Defined Benefit Obligation [PVO]	4,234.29	3,850.97
Current Service Cost	185.38	167.55
C. Salary Escalation Rate + 50 BP	3.50%	3.50%
Defined Benefit Obligation [PVO]	4,240.52	3,856.87
Current Service Cost	185.70	167.84
D. Salary Escalation Rate - 50 BP	2.50%	2.50%
Defined Benefit Obligation [PVO]	3,882.28	3,539.98
Current Service Cost	167.72	152.29

BP denotes "Basis Points"

Defined Benefit Plan-Gratuity

The principal assumptions used for the purpose of actuarial valuation were as follows (Head office):	For the year ended March 31, 2024	For the year ended March 31, 2023
Discount Rate (p.a)	6.97%	7.23%
Rate of increase in compensation levels	Officers & Supervisors 3% Workers 3%	Officers & Supervisors 3% Workers 3%
Attrition Rate	Officers & Supervisors 0.70% Workers 0.70%	Officers & Supervisors 0.70% Workers 0.70%
Expected Rate of Return on Plan Asset	6.97%	7.23%

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Average Duration of Defined Benefit Obligations (In years)	11.20	10.83

Amount recognised in the Statement of Profit and Loss/Other comprehensive income in respect of defined benefit plans are as follows:

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Service Cost:		
Current Service Cost	295.69	265.13
Past Service Cost	-	-
Net Interest expense	18.13	10.31
Components of defined benefit costs recognised in statement of profit and loss	**313.82**	**275.44**
Remeasurement of the net defined benefit liability:		
Actuarial (Gain)/Loss on Plan Obligations	308.76	202.52
Difference between Actual Return and Interest income on Plan assets (gain)/loss	(222.81)	23.55
Components of defined benefit costs recognised in Other Comprehensive Income	**85.95**	**226.07**

Notes to the Standalone Financial Statements for the year ended March 31, 2024

The amount included in the Balance Sheet arising from the entity's obligation in respect of its defined benefit plan is as follows:-

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Present Value of Defined Benefit Obligation at end of the year	4,799.46	4,319.66
Less: Fair Value of Plan Assets at the end of the year	4,399.69	3,818.15
Net Liabilities /(Assets) recognized in the Balance Sheet	**399.77**	**501.51**

Movements in present value of the defined benefit obligation are as follows:-

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Defined Benefit Obligation at beginning of the year	4,319.66	4,313.35
Current Service Cost	295.69	265.13
Current Interest Cost	297.07	290.20
Past Service Cost	-	-
Actuarial (Gain)/ Loss	308.76	202.52
Benefits paid	(421.72)	(751.54)
Defined Benefit Obligation at end of the year	**4,799.46**	**4,319.66**

Movements in the fair value of the plan assets are as follows:

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Fair Value of Plan Assets at the beginning of the year	3,818.15	4,033.56
Expected Return on Plan Assets	278.94	279.89
Actuarial Gain/(Loss)	222.81	(23.55)
Contributions from the employer	501.50	279.79
Benefits paid	(421.71)	(751.54)
Fair Value of the Assets at the end of the year	**4,399.69**	**3,818.15**

Expected Contributions in Following Years [mid-year cash flows]

(₹ in lakhs)

Year	For the year ended March 31, 2024	For the year ended March 31, 2023
Year 1	NA	NA
Year 2	NA	NA
Year 3	NA	NA
Year 4	NA	NA
Year 5	NA	NA
Next 5 Years	NA	NA

"NA " denoted " Not Available"

Notes to the Standalone Financial Statements for the year ended March 31, 2024

Expected Benefit Payments in Following Years [mid-year cash flows]

(₹ in lakhs)

Year	For the year ended March 31, 2024	For the year ended March 31, 2023
Year 1	143.68	160.58
Year 2	629.58	571.47
Year 3	450.06	437.68
Year 4	352.83	400.09
Year 5	287.11	322.41
Next 5 Years	1,347.44	1,167.06

(₹ in lakhs)

Sensitivity Analysis	For the year ended March 31, 2024	For the year ended March 31, 2023
A. Discount Rate + 50 BP	7.47%	7.73%
Defined Benefit Obligation [PVO]	4,560.01	4,111.97
Current Service Cost	314.70	276.46
B. Discount Rate - 50 BP	6.47%	6.73%
Defined Benefit Obligation [PVO]	5,058.74	4,544.50
Current Service Cost	361.87	316.81
C. Salary Escalation Rate + 50 BP	3.50%	3.50%
Defined Benefit Obligation [PVO]	5,019.28	4,519.69
Current Service Cost	354.30	308.18
D. Salary Escalation Rate - 50 BP	2.50%	2.50%
Defined Benefit Obligation [PVO]	4,582.95	4,127.12
Current Service Cost	323.51	280.70

BP denotes "Basis Points"

MAJOR CATEGORIES OF PLAN ASSETS (AS PERCENTAGE OF TOTAL PLAN ASSETS)	For the year ended March 31, 2024	For the year ended March 31, 2023
Government of India Securities	39.59%	31.68%
State Government Securities	24.56%	27.62%
High Quality Corporate Bonds	0.00%	0.00%
Equity shares of listed companies	28.37%	23.62%
Property	0.00%	0.00%
Special Deposit Scheme	0.00%	0.00%
Funds managed by Insurer	0.31%	0.33%
Others	7.17%	16.75%
Total	**100.00%**	**100.00%**

The plan assets are managed by the Gratuity Trust formed by the Company.

Notes to the Standalone Financial Statements for the year ended March 31, 2024

The principal assumptions used for the purpose of actuarial valuation of International Ship Repair Facility (ISRF) and CSL Mumbai Ship Repair Unit (CMSRU) were as follows:	For the year ended March 31, 2024	For the year ended March 31, 2023
Discount Rate (p.a)-ISRF	7.10%	7.30%
Discount Rate (p.a)-CMSRU	7.10%	7.30%
Rate of increase in compensation levels	3.00%	3.00%
Attrition Rate	2.00%	2.00%
Expected Rate of Return on Plan Asset	0.00%	0.00%

Amount recognised in the Statement of Profit and Loss/Other comprehensive income in respect of defined benefit plans are as follows:-

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Service Cost:		
Current Service Cost	23.18	24.28
Past Service Cost	-	-
Net Interest expense	15.66	16.58
Components of defined benefit costs recognised in statement of profit and loss	**38.84**	**40.86**
Remeasurement of the net defined benefit liability:		
Actuarial (Gain)/Loss on Plan Obligations	(20.20)	(93.24)
Difference between Actual Return and Interest income on Plan assets (gain)/loss		
Components of defined benefit costs recognised in Other Comprehensive Income	**(20.20)**	**(93.24)**

The amount included in the Balance Sheet arising from the entity's obligation in respect of its defined benefit plan is as follows:-

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Present Value of Defined Benefit Obligation at end of the year	233.26	214.62
Less: Fair Value of Plan Assets at the end of the year	-	-
Net Liabilities /(Assets) recognized in the Balance Sheet	**233.26**	**214.62**

Movements in present value of the defined benefit obligation are as follows:-

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Defined Benefit Obligation at beginning of the year	214.62	267.00
Current Service Cost	23.18	24.28
Current Interest Cost	15.66	16.58
Past Service Cost		
Actuarial (Gain)/ Loss	(20.20)	(93.24)
Benefits paid		
Defined Benefit Obligation at end of the year	**233.26**	**214.62**

ISRF & CMSRU gratuity is self managed by the Company.

Notes to the Standalone Financial Statements for the year ended March 31, 2024

Expected Contributions in Following Years [mid-year cash flows]

(₹ in lakhs)

Particulars	For the year ended Mar 31, 2024	
Year	ISRF	CMSRU
Year 1	NA	NA
Year 2	NA	NA
Year 3	NA	NA
Year 4	NA	NA
Year 5	NA	NA
Next 5 Years	NA	NA

"NA " denoted " Not Available"

Expected Contributions in Following Years [mid-year cash flows]

(₹ in lakhs)

Particulars	For the year ended Mar 31, 2023	
Year	ISRF	CMSRU
Year 1	NA	NA
Year 2	NA	NA
Year 3	NA	NA
Year 4	NA	NA
Year 5	NA	NA
Next 5 Years	NA	NA

"NA " denoted " Not Available"

Expected Benefit Payments in Following Years [mid-year cash flows]

(₹ in lakhs)

Particulars	For the year ended Mar 31, 2024	
Year	ISRF	CMSRU
Year 1	46.67	5.53
Year 2	28.57	-
Year 3	39.88	4.06
Year 4	18.71	2.14
Year 5	2.99	-
Next 5 Years	78.26	6.41

Expected Benefit Payments in Following Years [mid-year cash flows]

(₹ in lakhs)

Particulars	For the year ended Mar 31, 2023	
Year	ISRF	CMSRU
Year 1	25.46	5.97
Year 2	32.56	3.88
Year 3	22.42	-
Year 4	27.83	2.91
Year 5	18.96	1.56
Next 5 Years	68.53	4.49

Notes to the Standalone Financial Statements for the year ended March 31, 2024

Sensitivity Analysis as on 31.03.2024

(₹ in lakhs)

Particulars	ISRF	CMSRU
A. Discount Rate + 100 BP	8.10%	8.10%
Defined Benefit Obligation [PVO]	207.27	17.54
Variation	(3.64%)	(3.36%)
B. Discount Rate - 100 BP	6.10%	6.10%
Defined Benefit Obligation [PVO]	223.62	18.81
Variation	3.96%	3.63%
C. Salary Escalation Rate + 100 BP	4.00%	4.00%
Defined Benefit Obligation [PVO]	222.80	18.74
Variation	3.58%	3.24%
D. Salary Escalation Rate - 100 BP	2.00%	2.00%
Defined Benefit Obligation [PVO]	207.91	17.60
Variation	(3.34%)	(3.05%)

BP denotes "Basis Points"

Sensitivity Analysis as on 31.03.2023

(₹ in lakhs)

Particulars	ISRF	CMSRU
A. Discount Rate + 100 BP	8.30%	8.30%
Defined Benefit Obligation [PVO]	187.92	18.27
Variation	(4.02%)	(2.94%)
B. Discount Rate - 100 BP	6.30%	6.30%
Defined Benefit Obligation [PVO]	204.35	19.42
Variation	4.37%	3.17%
C. Salary Escalation Rate + 100 BP	4.00%	4.00%
Defined Benefit Obligation [PVO]	203.65	19.35
Variation	4.01%	2.78%
D. Salary Escalation Rate - 100 BP	2.00%	2.00%
Defined Benefit Obligation [PVO]	188.44	18.33
Variation	(3.75%)	(2.62%)

BP denotes "Basis Points"

Note 39: Finance Costs

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Interest expense on lease liabilities	4,043.88	3,914.55
Interest on tax free bonds	771.70	1,051.44
Interest others	0.25	0.78
	4,815.83	**4,966.77**
Less:Expenditure during construction	(1,661.23)	(1,593.22)
Total	**3,154.60**	**3,373.55**

Notes to the Standalone Financial Statements for the year ended March 31, 2024

Note 40: Depreciation and Amortisation Expenses

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Depreciation on property, plant and equipments	3,437.52	3,652.85
Depreciation on Right Of Use Assets	1,899.82	1,583.17
Amortisation of intangible asset	901.46	392.24
Total	**6,238.80**	**5,628.26**
Less:Expenditure during construction	(545.32)	(513.64)
Total	**5,693.48**	**5,114.62**

Note 41: Other Expenses

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Consumption of stores & spares	2,882.79	2,440.28
Dimunition in value of Loose tools	124.48	133.33
Rates and taxes	55.16	44.98
Power	2,669.20	2,498.02
Fuel	383.66	138.96
Water	419.19	385.57
Repairs and maintenance:		
Building and roads	731.97	1,451.04
Plant and machinery	307.57	239.48
Others	1,757.53	1,550.42
Maintenance dredging	243.93	614.85
Transport and stores handling	95.99	95.44
Travelling and conveyance expenses	1,185.92	1,132.80
Printing and stationery	98.14	82.23
Postage, telephone and telex	62.18	52.52
Advertisement and publicity	1,062.37	404.21
Lease rent	0.65	9.94
Hire charges	1,176.53	556.15
Insurance charges	592.04	608.48
Security expenses	2,265.70	2,330.57
Payments to Auditors	30.25	29.00
Training expenses	810.42	750.98
Legal expenses	46.67	41.02
Consultancy	115.79	54.59
Bank charges	1,062.56	805.50
Net loss on foreign currency transactions	-	103.45
Loss on Forex Derivative Transactions	724.89	
Corporate social responsibility (Refer Note no.52)	1,384.38	1,654.96
Loss on sale/write off of property, plant and equipments	0.87	0.69
Bad debts written off	96.98	-
R&D and New initiatives *	626.18	864.16
Miscellaneous expenses	1,567.75	737.79
Total	**22,581.74**	**19,811.41**

Notes to the Standalone Financial Statements for the year ended March 31, 2024

Auditors remuneration, Auditors remuneration for other services and Miscellaneous expenses include:

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
For Audit Fees	19.00	19.00
For Limited Review/other services	8.25	8.25
For Certifications	3.00	1.75
Total	**30.25**	**29.00**

*R&D and New initiatives includes the following:

- National Centre of Excellence for Green Port & Shipping (NCoEGPS) is a major initiative by the Ministry of Ports, Shipping and Waterways (MoPSW) towards providing greener solutions. The Energy and Resources Institute (TERI) is the knowledge and implementation partner for this project. The centre aims to develop a regulatory framework and alternate technology adoption road map for Green Shipping to foster carbon neutrality and circular economy (CE) in shipping sector in India. MoPSW , Deendayal Port Authority Kandal, Paradip Port Authority Paradip, V O Chidambaranar Port authority Thoothukudi & Cochin Shipyard Ltd have partnered to develop NCoEGPS by providing funding support for infrastructure development and supporting research and capacity-building activities/initiatives for 5 years. During FY 22-23, CSL has paid ₹475.00 lakhs to TERI which has been reported as R&D expenses .

- USHUS is a start-up support program of CSL in association with Indian Institute of Management Kozhikode (IIM K) & Indian Institutes of Technology Madras (IIT) to augment the Government of India's initiatives to encourage and develop an ecosystem in India to support Maritime Start-ups. As part of this program maritime start-ups will receive seed funds from CSL as grants/ investments. IIMK LIVE & IIT Madras will review and recommend the proposals received under this scheme for investment by CSL. Fee for their services amounts to ₹7.00 lakhs(Previous Year - ₹18.50 lakhs). ₹90 Lakhs has been disbursed to five start ups identified by IIM K under seed funding scheme during the F.Y 2023-24.

- M/s Boston Consulting group was entrusted with preparation of detailed report for Setting up of Ship repair cluster (Mumbai & Kochi) in India in line with MoPSW's Maritime India Vision-2030 for an amount of ₹686.00 lakhs out of which ₹343.00 lakhs has been charged to Profit and loss account during current year. M/s Boston Consulting group is also entrusted for preparation of detailed report for Setting up of Ship repair business in Vadinar, Gujrat in India for an amount of ₹137.00 lakhs.

Note 42: Provision for Anticipated Losses and Expenditure

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Loss allowance for Trade Receivables	1,639.20	730.47
Expenses and contingencies	520.00	-
Profit share to lessor	210.86	268.74
Loss on Ship Building	471.00	-
Total	**2,841.06**	**999.21**

Note 43: Exceptional items

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Prior period error	-	6,181.35
Total	**-**	**6,181.35**

Notes to the Standalone Financial Statements for the year ended March 31, 2024

The land and water area on which the International Ship Repair Facility (ISRF) project is being constructed has been taken on lease from Cochin Port Trust. The company has commenced development of the new ship repair facility with effect from 09th Jan 2018. The lease period of 30 years commences from date of Environmental Clearance. The Company has not considered capitalization of said cost amounting to ₹8288.21 lakhs from the commencement of project construction/development till 31 Mar 2023. As the amount is less than the materiality level arrived by the Company, the management rectified/corrected the prior periods error amounting to ₹6181.35 Lakhs during the financial year 2022-23, which was duly classified as 'Exceptional items'.

Note 44: Earnings per Equity Share

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Net Profit after tax (₹ in lakhs)	81,310.34	33,448.86
Basic and Diluted Earnings Per Share (EPS) (in ₹)	30.91	12.71
Face value per share (in ₹)	5.00	5.00

Refer Note No:21.1

Note 45: Additional Disclosures under Ind AS 115-"Revenue from Contract with Customers"

A. Disclosures of Disaggregated revenue as per Ind AS 115

(₹ in lakhs)

Type of Product or Services	For year ended March 31, 2024			
	Revenue as per Ind AS 115	Method for measuring performance obligation		Total as per Statement of Profit and Loss
		Input Method	Output Method	
A. Revenue from goods or services transferred over time				
(i) Sale of products				
Ship building:				
Indigenous Aircraft Carrier (IAC)	1,20,269.87	-	1,20,269.87	1,20,269.87
Vessels other than IAC	1,40,085.70	-	1,40,085.70	1,40,085.70
Other operating revenue:				
Ship Building Financial Assistance	3,073.81	3,073.81	-	3,073.81
(ii) Sale of services				
Ship repairs	98,683.23	-	98,683.23	98,683.23
Other operating revenue				
Management fee	1,575.94	-	1,575.94	1,575.94
B. Revenue from goods or services transferred to customers at a point in time				
Other operating revenue				
Sale of Ship Building Scrap	461.86	-	-	461.86
Sale of Ship Repair Scrap	376.88	-	-	376.88
Sale of stock items	0.68	-	-	0.68
Total				**3,64,527.97**

Notes to the Standalone Financial Statements for the year ended March 31, 2024

(₹ in lakhs)

Type of Product or Services	Year ended 31 March 2023			
	Revenue as per Ind AS 115	Method for measuring performance obligation		Total as per Statement of Profit and Loss
		Input Method	Output Method	
A. Revenue from goods or services transferred over time				
(i) Sale of products				
Ship building:				
Indigenous Aircraft Carrier (IAC)	1,42,418.66	-	1,42,418.66	1,42,418.66
Vessels other than IAC	31,830.44	-	31,830.44	31,830.44
Other operating revenue				
Ship Building Financial Assistance	1,193.43	1,193.43	-	1,193.43
(ii) Sale of services				
Ship repairs	54,331.00	-	54,331.00	54,331.00
Other operating revenue				
Management fee	1,537.50	-	1,537.50	1,537.50
B. Revenue from goods or services transferred to customers at a point in time				
Other operating revenue				
Sale of Ship Building Scrap	1,017.43	-	-	1,017.43
Sale of Ship Repair Scrap	532.19	-	-	532.19
Sale of stock items	185.23	-	-	185.23
Total				**2,33,045.88**

B. Contract balances

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Trade Receivables	33,481.68	33,020.51
Contract Assets	74,484.90	50,902.08
Contract Liabilities	4,87,527.27	3,85,917.58

Movement in contract balances during the year

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Contract asset at the beginning of the year	50,902.08	34,961.10
Contract asset at the end of the year	74,484.90	50,902.08
Net (increase)/decrease	(23,582.82)	(15,940.98)

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Contract liabilities at the beginning of the year	3,85,917.58	2,26,054.63
Contract liabilities at the end of the year	4,87,527.27	3,85,917.58
Net (increase)/decrease	(1,01,609.69)	(1,59,862.95)

Notes to the Standalone Financial Statements for the year ended March 31, 2024

C. Details of transaction price allocated to unsatisfied/ partially satisfied performance obligations:

Aggregate amount of the transaction price allocated to the performance obligations that are unsatisfied (or partially unsatisfied) as of the end of the reporting period amounts to ₹15,50,362.12 lakhs (excluding Cost Plus Part of IAC contract).The amount of transaction price relating to unsatisfied performance obligation that are part of a contract that has an original expected duration of one year or less has not been included in the above disclosure as permitted under Ind AS 115. Further the estimate of the transaction price as above would not include any estimated amounts of variable consideration that are constrained. Management expects that 25.21 % of transaction price allocated to unsatisfied/ partially satisfied contracts as of 31.03.2024, as stated above, will be recognised as revenue during FY 2024-25 and the remaining thereafter.

During the year ended March 31,2024 the Company recognised revenue of ₹1,17,991.94 lakhs arising from opening Contract Liability as of April 01,2023.

D. Reconciliation of contracted price with revenue during the year

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Opening contracted price of orders	**24,45,315.69**	**15,02,099.10**
Add:		
Fresh orders/change orders received (net)	10,546.30	9,89,029.34
Increase due to additional consideration including Shipbuilding Financial assistance	35,449.64	(0.21)
Increase due to exchange rate movements (net)	3,443.22	4,858.33
Less:		
Other deductions including variations, change orders etc.	3,148.98	2,199.59
Orders completed during the year	7,409.96	48,471.29
Closing contracted price of orders	**24,84,195.91**	**24,45,315.69**
Total Revenue recognised during the year:	1,92,060.73	71,715.88
Less: Revenue out of orders completed during the year	2,143.37	5,185.59
Revenue out of orders under execution at the end of the year (I)	1,89,917.36	66,530.29
Revenue recognised upto previous year (from orders pending completion at the end of the year) (II)	7,43,916.43	6,85,115.82
Decrease due to exchange rate movements (net) (III)	-	-
Balance revenue to be recognised in future viz. Order book (IV)	15,50,362.12	16,93,669.57
Closing contracted price of orders (I+II+III+IV)	**24,84,195.91**	**24,45,315.69**

Note 46: Additional Disclosures under Ind AS 116-"Leases"

Rent and Hire charges Expense includes expense incurred for the year ended 31.03.2024 on Short term leases and leases of low value assets amounting to ₹1177.18 lakhs (Previous year ₹566.09 lakhs).

Total Cash outflow for leases for the year ended March 31,2024 including outflow on short term and low value leases is ₹3358.98 lakhs (Previous year ₹2548.22 lakhs).

The Company has lease term extension options that are not reflected in the measurement of lease liabilities.

Notes to the Standalone Financial Statements for the year ended March 31, 2024

The details of the contractual maturities of lease liabilities as at March 31, 2024 on an undiscounted basis are as follows

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Less than one year	2,879.93	2,805.26
One to five years	13,091.39	12,243.91
More than five years	1,11,388.69	1,15,109.96
Total	**1,27,360.01**	**1,30,159.13**

The details of the contractual maturities of leased assets as at March 31, 2024 on an undiscounted basis are as follows

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Less than one year	37.40	35.78
One to five years	167.18	159.87
More than five years	159.69	204.41
Total	**364.27**	**400.06**

Movement of Lease Liabilities are as under:

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Opening Balance	44,125.96	42,055.55
Add:Additions	1,616.03	565.92
Add:Interest recognised during the year	4,043.88	3,914.55
Less:Payment made	3,207.96	2,410.06
Closing Balance	**46,577.91**	**44,125.96**

Note 47: Additional Disclosures for Hedge Accounting

The company enters into foreign exchange derivative contracts to offset the foreign currency risks arising from the amounts denominated in currencies other than Indian Rupee. The counter party to the company's foreign currency forward contracts is a bank.

The company has the following outstanding forward contracts, which have been designated as Cash Flow Hedges, as on 31 Mar 24:

(₹ in lakhs)

Particulars	31-Mar-24			31-Mar-23		
	No. of contracts	Notional amount of contracts	Fair Value Gain/ (Loss)	No. of contracts	Notional amount of contracts	Fair Value Gain/ (Loss)
EURO	46	92532.20	(479.68)	34	63630.13	(3892.22)
NOK	6	7824.95	(747.84)	8	13431.68	(889.68)
Total	**52**	**100357.15**	**(1227.52)**	**42**	**77061.81**	**(4781.90)**

The movement in Hedge reserve for derivatives designated as cash Flow Hedges is as follows:

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Balance at the beginning of the year Cr/(Dr)	(3578.40)	0.97
Changes in the fair value of effective portion of outstanding cash flow derivatives (Net)	2660.14	(3579.37)
Balance at the end of the year	**(918.26)**	**(3578.40)**

Notes to the Standalone Financial Statements for the year ended March 31, 2024

Note 48: CONTINGENT LIABILITIES AND COMMITMENTS

	Particulars	As at March 31,2024 (₹ in Lakhs)	As at March 31,2023 (₹ in Lakhs)	Brief Description of the nature and obligation
A	**CONTINGENT LIABILITY (To the extent not provided for)**			
a	**Guarantees**			
i	Letters of Credit	38,207.74	19,635.79	Represents Letter of Credit opened by the Company in various banks for procurement of materials/assets.
ii	Bank Guarantees	71,329.37	80,096.23	Bank guarantees (including continuity guarantees) represent guarantees issued by various banks on behalf of the Company to its customers and other beneficiaries. Value of advance Bank Guarantee outstanding as on Balance sheet date is included in Note 49.
b	**Other money for which the company is contingently liable**			
i	Greater Cochin Development Authority (GCDA)	69.06	69.06	Claim raised by GCDA for the land acquired for the Company is settled. However 8 land acquisition revision petition cases (Valued at ₹69.06 lakhs) filed by evictees is pending with the Hon'ble Supreme Court and High Court.
ii	Customs duties	10,543.96	6,485.78	Customs duty for materials under Bond for ₹4210 Lakhs. This also includes differential duty towards steel scrap sales and interest thereon amounting to ₹285.63 Lakhs, penalty on differential IGST for ₹230 lakhs and ₹5752.16 lakhs towards duty paid under protest.
iii	Income Tax	2,209.37	2,236.53	Demand relating to Assessment Years: AY 2010-11 - ₹126.26 Lakhs AY 2014-15 - ₹911.07 Lakhs AY 2017-18 - ₹331.77 Lakhs AY 2018-19 - ₹20.76 Lakhs AY 2020-21 - ₹819.51 Lakhs Detailed notes in Note no. 48.1 (I)
iv	Service Tax	1,647.47	1,647.47	Demand of Service Tax on IAC (Design Consultancy) as per Show Cause Notice issued. Appeal filed to CESTAT.
		376.67	376.67	Refund claim of Service Tax on IAC granted by Commissioner (Appeal). However Department filed Appeal before CESTAT against the order of Commissioner(Appeals). Also issued Show Cause Notice on CSL.
		323.04	323.04	Demand of Service Tax on IAC (Management Fee/ Handling Charges) as per Show Cause Notice issued. Appeal filed to CESTAT.

Notes to the Standalone Financial Statements for the year ended March 31, 2024

Particulars	As at March 31,2024 (₹ in Lakhs)	As at March 31,2023 (₹ in Lakhs)	Brief Description of the nature and obligation
	2,339.64	2,339.64	Show Cause Notice issued for levy of service tax on ship repair without allowing deduction of materials for which VAT paid and disallowance of Cenvat Credit. Proceedings under the show cause has been dropped vide order no. COC-EXCUS-000-COM-18-17-18 dt 19.03.2018. Department filed appeal to CESTAT.
	1,885.49	1,885.49	Show Cause Notice issued for levy of Service Tax on the repair of vessels owned by UTLA by denying the benefit of Notification No.25/212-ST dt. 20-6-2012 available for the repair of vessels owned by Govt. Departments. Proceedings under the show cause has been dropped vide order no. COC-EXCUS-000-COM-11-17-18 dt 07.03.2018. Department filed appeal to CESTAT.
Service Tax	513.71	513.71	Show Cause Notice issued for levy of Service Tax on the repair of vessels during FY 2015-16 owned by UTLA by denying the benefit of Notification No.25/212-ST dt. 20-6-2012 available for the repair of vessels owned by Govt. Departments.
	734.93	734.93	Show Cause Notice issued for levy of Service Tax on the repair of vessels during FY 2016-17 owned by UTLA by denying the benefit of Notification No.25/212-ST dt. 20-6-2012 available for the repair of vessels owned by Govt. Departments.
	150.57	150.57	Show Cause Notice issued for levy of service tax on ship repair during the period 2015-16 without allowing deduction of materials for which VAT paid and disallowance of Cenvat Credit. Joint Commissioner vide OIO No.48/2020-ST(JC) dt 31.12.2020 confirmed demand. Appeal filed to Commissioner (Appeals) againt OIO.
	286.85	286.85	Show Cause Notice issued for levy of service tax on ship repair during the period 2016-17 without allowing deduction of materials for which VAT paid and disallowance of Cenvat Credit.
	279.46	279.46	Show Cause Notice issued for non payment of service tax on availing services of persons in non-taxable territory for meeting contractual warranty obligations and on cost of security provided to the transportation of Barge from Cochin to Abu Dhabi. Appeal filed to CESTAT.
v Kerala Value Added Tax (KVAT)	787.32	787.32	Demand for FY 2015-16. Assessing office made additions to taxable turnover against the order of Joint Commissioner (Appeals) and raised demand.
vi Demand for Input Tax credit on IGST for the period 2018-19 and penalty thereon	92.13	-	Demand raised by GST Department for GST related issues for the period April 2018 to March 2019 .

Notes to the Standalone Financial Statements for the year ended March 31, 2024

Particulars	As at March 31,2024 (₹ in Lakhs)	As at March 31,2023 (₹ in Lakhs)	Brief Description of the nature and obligation
vii Alekton Engineering Industries Pvt Ltd	305.57	240.74	The petitioner (claimant) approached MSME Council for recovery of Liquidated damages (LD) along with interest in respect of LD deducted by CSL for delay in submission of drawings and supply of goods . MSME Council , Chennai has referred the case to Madras High Court Arbitration Centre for arbitration. Madras High Court Arbitration Centre has appointed Mr. Suhrith Parthsarrathy as the sole arbitrator . Claim petition filed by the petitioner. Examination of witness is in progress.
viii Employee State Insurance Corporation	54.66	54.66	ESI Corporation raised a demand notice for ₹62.28 lakhs towards contribution for advance trainees for the period Apr 2008- Mar 2012. Company has paid contribution of ₹26.46 Lakhs for the period Jun 2010- Mar 2012 and ₹25.95 lakhs for the period Apr 2012- Jul 2013 belatedly. Later on, ESI Department has raised a demand notice of ₹19.84 lakhs towards interest on delayed payments and damages for the period Jun 2010- Jul 2013. The Company is contesting the demands made before Honourable Insurance Court, Alappuzha. In the meantime, the court has granted a stay by depositing ₹1 lakh.
ix M/s. Vigil Marine Services	1,951.50	1,861.59	M/s. Vigil Marine Services in 2004 raised claims towards Agency Commission payable for winning orders for ATCO Tugs. The arbitration proceedings commenced on 10 Oct 2004. Examination and cross examination of witnesses completed and posted the matter for arguments on 01 and 02 Feb 2014. The Arbitrator completed the proceedings and passed his award directing the Company to pay commission to M/s Vigil Marine Services at the rate of 5% of the ATCO contract value of U S Dollar 18.25 Million with interest @ 8% per annum. Aggrieved on this CSL filed Original Suit No 187/2016 before Sub Court, Ernakulam and obtained an interim order staying execution of the award. Bank guarantee for the award amount along with interest from the date of receipt of the amount till the date of award (₹1305 lakhs) has been deposited as security to Hon'ble High Court and the same is included in Note 49.

Notes to the Standalone Financial Statements for the year ended March 31, 2024

Particulars	As at March 31,2024 (₹ in Lakhs)	As at March 31,2023 (₹ in Lakhs)	Brief Description of the nature and obligation
x Building Tax	0.00	27.54	CSL has challenged demand notice B1/14569/2019 No 112/19-20 dated 10.8.2019 under S. 10 of the Kerala Building Tax Act 1975 demanding an amount of ₹27,54,000/- towards building tax for the building owned by CSL at Girinagar (METI) by filing WP No. 14999/2023 before the Hon'ble High Court of Kerala. The judgment of Hon'ble High Court of Kerala has been received in favor of CSL.
xi Property Tax	68.24	68.24	CSL challenged arrear demand notices issued by Kochi Municipal corporation for the period from 2013-14 to 2022-23 towards revised property tax for 14 old buildings of CSL by filing W.P (C) No. 12758/2023 before the Hon'ble High Court Kerala. The Hon'ble High Court Kerala vide its order dated 10 April 2023 granted interim stay of demand notices until further orders .
xii Indemnity Bond to Customs Authorities	14,950.00	22,054.15	Bond under Customs (Imports of Goods at Concessional Rate of Duty) rules 2017.
xiii Indemnity Bond to Govt of India	30,415.00	30,415.00	Represent Indemnity Bonds given by Company to GoI towards performance of obligations under the IAC contract. Value of advance Bank Guarantee/ Indemnity Bond outstanding as on Balance sheet date is included in Note 49.
xiv Paint contamination claims	863.83	863.83	Claims raised against the Company for paint contamination spots observed on cars - Ghamadia & 128 yard at Mumbai Port.
B COMMITMENTS (To the extent not provided for)			
a Estimated amount of contracts remaining to be executed on capital account and not provided for:	40,329.32	65,249.69	Estimated amount of contracts remaining to be executed on capital account and not provided for.

48.1. CONTINGENCIES AND COMMITMENTS

(I) Income Tax Assessments

The Income Tax Assessment of the company has been completed up to AY 2023-24.

Demands raised as per the assessment orders totaling ₹1,389.86 lakhs for the Assessment Years 2010-11, 2014-15, 2018-19 and 2017-18 are pending for disposal of the appeals filed before the Commissioner of Income Tax (Appeals) and ₹819.51 lakhs for assessment year 2020-21 is pending for disposal of appeal filed before ITAT. The demands are shown under Contingent Liability and are mainly due to the disallowance of certain genuine claims. However, the above demands have been adjusted against the refund due for the subsequent years.

Notes to the Standalone Financial Statements for the year ended March 31, 2024

49. Value of advance Bank Guarantee outstanding as on reporting date is ₹961771.39 lakhs (Previous year ₹690720.85 lakhs)

50. Litigations :

The Company is subject to legal proceedings and claims, in the ordinary course of business. The Company's Management does not reasonably expect that these legal actions, when ultimately concluded and determined, will have material and adverse effect on the Company's results of operation.

51. Research & Development/New Initiative Expenditure

(₹ in lakhs)

Particulars	2023-24	2022-23
a) Revenue Expenditure	626.18	864.16
b) Capital Expenditure	1450.47	0.00
	2076.65	**864.16**

Refer Note No.41 for Revenue Expenditure & Note No.4,5,13 for capital expenditure.

₹3500 lakhs has been allocated for R&D and innovation initiatives Fund, for development of pilot Autonomous Surface Vessel Project.1% of average turnover based on the audited financial results of the standalone financial results of CSL for the last three financial years will be set aside as yearly budget for the Research and Development/Innovation initiatives of CSL. Further the Board has granted approval for funding support not exceeding ₹5000 Lakhs to "USHUS" project under CSL's Start-up Engagement Policy Framework.

52. Corporate Social Responsibility (CSR) : As per section 135 of the Companies Act 2013, CSR committee has been formed by the Company. The areas of CSR activity includes Health Care, Education, Social Empowerment, etc., and other areas permitted in Schedule VII to the Companies Act 2013. The utilisation of CSR funds are done as per the recommendations of CSR committee. Details of amount required to be spent and the amount utilised are given below:

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
(a) Gross amount required to be spent by the Company during the year	1369.01	1645.62
(b) Amount spent during the year	1444.38	1724.96

Details of amount spent for year ended 31 March 2024

(₹ in lakhs)

Particulars	In cash	Yet to be paid in cash	Total
(i) Construction/acquisition of any asset	1096.17		1096.17
(ii) On purposes other than (i) above	348.21		348.21
	1444.38	**0.00**	**1444.38**

Details of amount spent for year ended 31 March 2023

(₹ in lakhs)

Particulars	In cash	Yet to be paid in cash	Total
(i) Construction/acquisition of any asset	1408.75	0.00	1408.75
(ii) On purposes other than (i) above	316.21	0.00	316.21
	1724.96	**0.00**	**1724.96**

Notes to the Standalone Financial Statements for the year ended March 31, 2024

(₹ in lakhs)

In case of Sec.135(5) Excess amount spent	As at March 31,2024	As at March 31,2023
(i) Amount carry forwarded from previous financial years	110.00	40.00
(ii) Amount spent during the year	1444.38	1724.96
(iii) Amount charged to P&L as CSR expenses	1384.38	1654.96
(iv) Amount carry forwarded to succeding financial years	170.00	110.00

As on 31 March 2024, the Company spent ₹185.37 lakhs in excess of amount required to be spent as per Companies Act, 2013 out of which ₹15.37 lakhs is charged to Profit and Loss and ₹170 Lakhs is carried forwarded to succeding financial years.

(₹ in lakhs)

Additional Disclosures on CSR	As at March 31,2024	As at March 31,2023
(i) Amount required to be spent by the company during the year	1369.01	1645.62
(ii) Amount of expenditure incurred	1444.38	1724.96
(iii) Shortfall at the end of the year	0.00	0.00
(iv) Total of previous years shortfall	0.00	0.00
(v) Reason for shortfall	NA	NA
(vi) Nature of CSR activities: As per section 135 of the Companies Act 2013, CSR committee has been formed by the Company. The areas of CSR activity includes Health Care, Education, Social Empowerment, etc., and other areas permitted in Schedule VII to the Companies Act 2013. The utilisation of CSR funds are done as per the recommendations of CSR committee.		
(vii) Details of related party transactions, e.g., contribution to a trust controlled by the company in relation to CSR expenditure as per relevant Accounting Standard.	Nil	Nil
(viii) Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year shall be shown separately.	Nil	Nil

53. Related Party disclosure as per Ind AS 24

Related Party	Nature of Relationship	
	2023-24	2022-23
Shri Madhu S Nair Chairman & Managing Director	Key Managerial Personnel	Key Managerial Personnel
Shri Bejoy Bhasker Director (Technical)	Key Managerial Personnel	Key Managerial Personnel
Shri Sreejith K Narayanan (From July 21, 2022) Director (Operations)	Key Managerial Personnel	Key Managerial Personnel
Shri Jose V J Director (Finance) & Chief Financial Officer	Key Managerial Personnel	Key Managerial Personnel
Shri Sanjay Bandopadyaya (Upto July 28, 2022) Official Part Time (Nominee) Director, Government of India	-	Key Managerial Personnel
Shri Vikram Singh (From July 28, 2022 to Nov 21, 2022) Official Part Time (Nominee) Director, Government of India	-	Key Managerial Personnel
Shri Rajesh Kumar Sinha (From Nov 21, 2022) Official Part Time (Nominee) Director, Government of India	Key Managerial Personnel	Key Managerial Personnel
Shri K R Jyothilal (Upto Jan 02, 2023) Official Part Time (Nominee) Director, Government of Kerala	-	Key Managerial Personnel

Notes to the Standalone Financial Statements for the year ended March 31, 2024

Related Party	Nature of Relationship 2023-24	Nature of Relationship 2022-23
Shri Biju Prabhakar (From Jan 02, 2023) Official Part Time (Nominee) Director, Government of Kerala	Key Managerial Personnel	Key Managerial Personnel
Smt. Amrapali Prashant Salve (From Nov 26, 2021) Non-Official (Independent) Director	Key Managerial Personnel	Key Managerial Personnel
Shri Nahar Singh Maheshwari (From Dec 01, 2021) Non-Official (Independent) Director	Key Managerial Personnel	Key Managerial Personnel
Shri Ashok Sharma (From Nov 26, 2021) Non-Official (Independent) Director	Key Managerial Personnel	Key Managerial Personnel
Shri Prithiviraj Harichandan (From Nov 22, 2021) Non-Official (Independent) Director	Key Managerial Personnel	Key Managerial Personnel
Shri Venkatesan M (From Nov 22, 2021) Non-Official (Independent) Director	Key Managerial Personnel	Key Managerial Personnel
Shri Abhijit Biswas (From Dec 01, 2021) Non-Official (Independent) Director	Key Managerial Personnel	Key Managerial Personnel
Shri Syamkamal N Company Secretary	Key Managerial Personnel	Key Managerial Personnel
Hooghly Cochin Shipyard Limited (Principal place of business:Kolkata)	Subsidiary Company	Subsidiary Company
Udupi Cochin Shipyard Limited (Principal place of business:Malpe)	Subsidiary Company	Subsidiary Company
CSL Superannuation Pension Trust For Executives And Supervisors	Post- Employment Benefit Plan	Post- Employment Benefit Plan
Cochin Shipyard Ltd Group Gratuity Trust	Post- Employment Benefit Plan	Post- Employment Benefit Plan
CSL Retired Employees Medical Assistance Trust	Post- Employment Benefit Plan	Post- Employment Benefit Plan
CSL Mutual And Public Welfare Trust	Post- Employment Benefit Plan	Post- Employment Benefit Plan
Cochin Shipyard Ltd Employees Contributory Provident Fund Trust	Post- Employment Benefit Plan	Post- Employment Benefit Plan
CSL Officers And Supervisors Retirement Benefit Trust	Post- Employment Benefit Plan	Post- Employment Benefit Plan
CSL Insurance Linked Medical Assistance Trust For Retired Workmen	Post- Employment Benefit Plan	Post- Employment Benefit Plan
CSL Workmen Pension Trust	Post- Employment Benefit Plan	Post- Employment Benefit Plan

Shares held by Nominee Directors in HCSL on behalf of CSL	As at March 31,2024	As at March 31,2023
	No of Shares	
MADHU S NAIR (Chairman)	10.00	10.00
BEJOY BHASKER (Director)	10.00	10.00
JOSE V J (Director)	10.00	10.00
SREEJITH K NARAYANAN (Director)	10.00	10.00

Notes to the Standalone Financial Statements for the year ended March 31, 2024

Shares held by Nominee Directors in UCSL on behalf of CSL	As at March 31,2024	As at March 31,2023
	No of Shares	
MADHU S NAIR (Chairman)	10.00	10.00
BEJOY BHASKER (Director)	10.00	10.00
JOSE V J (Director)	10.00	10.00
SREEJITH K NARAYANAN (Director)	10.00	10.00

Transactions with Key Managerial Personnel:

Nature of transaction:- Remuneration to Key Managerial Person

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Short term benefit	282.12	295.73
Post employment Benefit	43.89	39.87
Total	**326.01**	**335.60**

Nature of transaction-Advances

(₹ in lakhs)

Name of Related Party	Opening Balance as on 1/4/2023	Loans/advances Taken during 2023-24	Repayment	Balance as on 31/03/24	Interest accrued as on 31/03/24
BEJOY BHASKER	0.08	0.00	0.08	0.00	0.00
JOSE V J	0.12	0.00	0.12	0.00	0.00
SREEJITH K N	0.08	0.00	0.08	0.00	0.00
SYAMKAMAL N	0.12	0.60	0.58	0.14	0.00

(₹ in lakhs)

Name of Related Party	Opening Balance as on 1/4/2022	Loans/advances Taken during 2022-23	Repayment	Balance as on 31/03/23	Interest accrued as on 31/03/23
SURESH BABU N V	0.00	0.00	0.00	0.00	0.00
BEJOY BHASKER	0.12	0.25	0.30	0.08	0.00
JOSE V J	0.12	0.40	0.40	0.12	0.00
SREEJITH K N	0.08	0.25	0.25	0.08	0.00
SYAMKAMAL N	0.12	0.50	0.50	0.12	0.00

Nature of transaction-Sitting Fee to Independent Directors

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Amrapali Prashant Salve	2.90	2.65
Nahar Singh Maheshwari	2.40	2.25
Ashok Sharma	2.60	3.05
Prithiviraj Harichandan	2.40	2.25
Venkatesan M	1.80	1.65
Abhijit Biswas	2.60	3.05
Total	**14.70**	**14.90**

Notes to the Standalone Financial Statements for the year ended March 31, 2024

Transactions and Balances with Related Parties-Subsidiaries

i) Transactions

(₹ in lakhs)

Particulars	Hooghly Cochin Shipyard Ltd		Udupi Cochin Shipyard Ltd	
	As at March 31,2024	As at March 31,2023	As at March 31,2024	As at March 31,2023
Secondment to subsidiary	19.56	0.00	92.01	73.97
Dividend on preference shares	316.59	300.48	0.00	0.00
Sub contract works undertaken by Subsidiaries	1536.17	1451.99	(12.33)	1342.10
Services provided to subsidiaries	2.96	0.00	7.50	0.00
Sales of stock items	1.27	122.00	0.00	0.00
Interest on NCD	323.07	482.43	60.00	60.00
Investment in Equity shares	4400.00	4600.00	1800.00	2500.00
Repayment of NCD	4400.00	0.00	0.00	0.00
Advances given to Subsidiaries	3526.92	0.00	0.00	0.00
Interest on loan	0.00	0.00	27.50	27.50

ii) Balances with Related Parties-Subsidiaries

(₹ in lakhs)

Particulars	Hooghly Cochin Shipyard Ltd		Udupi Cochin Shipyard Ltd	
	As at March 31,2024	As at March 31,2023	As at March 31,2024	As at March 31,2023
Investment in NCDs issued by subsidiary	3100.00	7500.00	1000.00	1000.00
Investment in Equity shares of Subsidiary (includes right issue)	14000.00	9600.00	10800.00	9000.00
Investment in Cumulative Redeemable Preference Shares in subsidiary	5600.00	5600.00	0.00	0.00
Loans to subsidiary	0.00	0.00	500.00	500.00
Interest accrued but not due on NCD	109.69	263.27	31.86	31.86
Dividend payable on preference shares	948.73	632.14		
Receivable from subsidiaries	18.32	0.00	26.72	23.17
Payable to UCSL				265.87
Advances given to Subsidiaries	3526.92	484.00		
Commitments and guarantees given for Subsidiaries :				
On account of investment	0.00	4400.00	0.00	1800.00
On account of capital projects	435.60	1140.50	0.00	0.00

Transactions and Balances with other Related Parties (Post- Retirement Benefits Trust/Plans)

(₹ in lakhs)

Particulars	For the year ended 31st March 2024	For the year ended 31st March 2023
i) Transactions		
Contribution to Post employment plans (for the year)	1917.62	2606.46
ii) Balances		
Payable to trust (Net)	1505.56	586.96

Notes to the Standalone Financial Statements for the year ended March 31, 2024

Transactions & Balances with Government and entities under the control of same government

Government of India (GOI) as on 31st March 2024 is holding 72.86% equity shares of the Company, which is held by President of India through Ministry of Ports,Shipping and Waterways (MoPSW). GOI controls the Company through Ministry of Ports,Shipping and Waterways (MoPSW).

The Company has made various transactions with the Ministry of Ports,Shipping and Waterways (MoPSW) and with entities being controlled or jointly controlled or having significant influence of the Ministry of Ports,Shipping and Waterways (MoPSW).

i) Transactions/Balances with GoI

(₹ in lakhs)

Particulars	For the year ended 31st March 2024	For the year ended 31st March 2023
Amount payable to Government of India	234.19	234.19
Amount as paid as dividend during the year to Government of India	17251.82	17012.21

ii) Significant transactions with Government related Entities under MoPSW

(₹ in lakhs)

Particulars	For the year ended 31st March 2024	For the year ended 31st March 2023
Lease rent paid	3561.80	2642.78
Power & water supply charges	988.27	1346.88
Annual Profit share payment	299.51	786.30
Employee related expenses	349.39	474.84
Shifting & Cold movement expenses	80.16	374.43
Hiring & rent services	860.84	340.30
Miscellaneous services taken	232.05	92.95
Revenue from operations	17679.73	19547.16

iii) Significant balances with Government related Entities under MoPSW

(₹ in lakhs)

Particulars	For the year ended 31st March 2024	For the year ended 31st March 2023
Payables	47.66	7.83
Advances given to suppliers	35.20	16.88
Receivables	9050.19	12351.67
Advance received from customers	4400.00	609.53

In addition to the above, around 93.05 % (approx) of the companies turnover and 94.12% (approx) of trade receivables and customer advance is with respect to Government and Government related entities including those under MoPSW.

Notes to the Standalone Financial Statements for the year ended March 31, 2024

54. FINANCIAL INSTRUMENTS

The fair value hierarchy is based on inputs to valuation techniques that are used to measure fair value that are either observable or unobservable and consist of the following three levels:

Level I inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date.

Level II inputs are inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

Level III inputs are unobservable inputs for the asset or liability.

The following table summarises financial assets and liabilities measured at fair value on a recurring basis and financial assets that are not measured at fair value on a recurring basis

Financial assets/ financial liabilities	Fair value as at		Fair Value hierarchy
	As at March 31,2024	As at March 31,2023	
Financial Assets			
Non Current			
(i) Investments	35524.95	33560.71	Level III
(ii) Loans	1083.17	1033.82	Level III
(iii) Others	92.96	90.67	Level III
Current			
(i) Trade Receivables	33481.68	33020.51	Level III
(ii) Cash & Cash equivalents	24583.27	31097.78	Level III
(iii) Bank Balances other than (ii)	353812.08	436082.74	Level III
(iv) Loans	115.11	99.50	Level III
(v) Others	10656.17	3396.47	Level III
Total Financial Assets	**459349.39**	**538382.20**	
Financial Liabilities			
Non Current			
(i) Borrowings	2302.20	2302.20	Level III
(ii) Lease liabilities	43698.28	39227.30	Level III
(iii) Other financial liabilities	0.00	261.22	Level III
Current			
(i) Borrowings	0.00	10279.78	Level III
(ii) Trade Payables	42200.64	20807.05	Level III
(iii) Lease liabilities	2879.63	4898.68	Level III
(iv) Other financial liabilities	15455.69	14412.88	Level III
Total Financial Liabilities	**106536.44**	**92189.11**	

Note:

1. The investments in equity instruments are not held for trading. Instead, they are held for medium or long term strategic purpose.The Company has chosen to designate these investments in equity instruments of Subsidiary at cost (as per Ind AS 27) and other equity instruments at FVTOCI (as per Ind AS 109), as the directors believe that this provides a more meaningful presentation of medium or long term strategic investments, than reflecting changes in fair value immediately in profit or loss. The investments in debt instruments are not held for trading. Upon the application of Ind AS 109, the Company has chosen to designate these investments at Amortised Cost.

Notes to the Standalone Financial Statements for the year ended March 31, 2024

Investments included in level 3 of fair value hierarchy have been valued using the cost approach to arrive at their fair value.The cost of unquoted investments approximate the fair value because there is a wide range of possible fair value measurements and the cost represents estimate of fair value within that range.

There were no transfers between Level 1 and 2 in the period.

2. Loans, Borrowings are at the market rates and therefore the carrying value is the fair value.

3. The carrying amount of trade receivables, trade and other payables and short term loans are considered to be the same as their fair value due to their short term nature.

Difference between carrying amounts and fair values of bank deposits, other financial assets,other financial liabilities and borrowings subsequently measured at amortised cost is not significant in each of the years presented

Financial Instruments by category

(₹ in lakhs)

	31st March 2024			31st March 2023		
	FVTPL	FVTOCI	Amortised Cost/At Cost	FVTPL	FVTOCI	Amortised Cost/At Cost
Financial Assets						
Investments (Non-current)						
-Equity instruments		12.55	24735.34		11.32	18535.34
-Debt instruments			10777.06			15014.05
-Preference shares						
Investments (Current)						
-Mutual Funds						
Trade receivables			33481.68			33020.51
Cash & Cash equivalents			24583.27			31097.78
Bank Balances			353812.08			436082.74
Other Financial Assets			11947.41			4620.46
Total Financial Assets	**0.00**	**12.55**	**459336.84**	**0.00**	**11.32**	**538370.88**
Financial liabilities						
Borrowings			2302.20			12581.98
Trade payables			42200.64			20807.05
Capital creditors						
Other financial liabilties			62033.60			58800.08
Total Financial Liabilities	**0.00**	**0.00**	**106536.44**	**0.00**	**0.00**	**92189.11**

Notes to the Standalone Financial Statements for the year ended March 31, 2024

55. Financial Risk Management Policy

Financial Risk Management Objective and Policies:

The Company's principal financial liabilities, other than derivatives, comprise of loans and borrowings, trade and other payables and advances from customers. The Company's principal financial assets include Investment, loans and advances, trade and other receivables and cash and bank balances that derive directly from its operations. The Company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. The Board provides written principles for overall risk management as well as policies covering specific areas such as foreign exchange risk, interest rate risk, credit risk, the use of derivative financial instruments and non-derivative financial instruments, and the investment of excess liquidity. The Company does not enter into or trade financial instruments, including derivatives for speculative purposes.

Market Risk

Market risk is the risk that the fair value of future cash flows of financial assets will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, foreign currency risk and other price risk, being mainly commodity price risk. Financial Assets affected by market risk include loans and advances, deposits and derivative financial instruments.

A. Interest rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates is minimal since the exposure relates primarily to the Company's long-term debt obligations of redeemable non-convertible bonds with fixed interest rates as disclosed in Notes 23 and 28. With the current profile of fixed rate borrowing, the company is not sensitive to interest rate fluctuations.

B. Foreign Currency Risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's operating activities (when revenue or expense is denominated in a foreign currency).

Foreign currency risk of the company is managed through a properly documented risk management policy approved by the board. The Board of directors also reviews the foreign currency exposure of the Company on quarterly basis. The company manages the net foreign currency risk mainly by entering into forward contracts with the bank as the counter party. The disclosures of outstanding forward contract as on reporting date is given in Note 47.

The company's exposure to foreign currency risk net of hedged exposure at the end of the reporting period expressed in ₹ (foreign currency amount multiplied by closing rate) are as follows:

(₹ in lakhs)

Particulars	USD	EURO	GBP	NOK	Total
Financial Assets					
31st March 2024	544.41	46229.69	0.00	7276.80	54050.90
31st March 2023	1885.63	27625.64	0.00	1489.18	31000.45
Financial Liabilities					
31st March 2024	5718.27	19377.16	47.12	133.84	25276.39
31st March 2023	1447.86	11935.36	17.82	145.17	13546.21

The sensitivity of profit/ loss to changes in the exchange rates arises mainly from foreign currency denominated financial instruments. The sensitivity analysis includes only outstanding foreign currency denominated monetary items net of hedge accounting impact and adjusts their translation at the year-end for a 5% change in foreign currency rates, with all other variables held constant. The sensitivity rate represents management's assessment of the reasonably possible change in foreign exchange rates.

Notes to the Standalone Financial Statements for the year ended March 31, 2024

(₹ in lakhs)

Particulars	5% change in foreign currency rates	
	As at March 31,2024	As at March 31,2023
Receivables		
USD - Strengthening of ₹ by 5%	0.00	0.00
USD - Weakening of ₹ by 5%	0.00	0.00
EURO - Strengthening of ₹ by 5%	0.00	0.00
EURO - Weakening of ₹ by 5%	0.00	0.00
GBP - Strengthening of ₹ by 5%	0.00	0.00
GBP - Weakening of ₹ by 5%	0.00	0.00
NOK - Strengthening of ₹ by 5%	0.00	0.00
NOK - Weakening of ₹ by 5%	0.00	0.00
Payables		
USD - Strengthening of ₹ by 5%	(285.91)	(72.39)
USD - Weakening of ₹ by 5%	285.91	72.39
EURO - Strengthening of ₹ by 5%	(968.86)	(596.77)
EURO - Weakening of ₹ by 5%	968.86	596.77
GBP - Strengthening of ₹ by 5%	(2.36)	(0.89)
GBP - Weakening of ₹ by 5%	2.36	0.89
NOK - Strengthening of ₹ by 5%	(6.69)	(7.26)
NOK - Weakening of ₹ by 5%	6.69	7.26
Profit Before Tax		
USD - Strengthening of ₹ by 5%	285.91	72.39
USD - Weakening of ₹ by 5%	(285.91)	(72.39)
EURO - Strengthening of ₹ by 5%	968.86	596.77
EURO - Weakening of ₹ by 5%	(968.86)	(596.77)
GBP - Strengthening of ₹ by 5%	2.36	0.89
GBP - Weakening of ₹ by 5%	(2.36)	(0.89)
NOK - Strengthening of ₹ by 5%	6.69	7.26
NOK - Weakening of ₹ by 5%	(6.69)	(7.26)

C. Commodity Price Risk

The Company is affected by the price volatility of certain commodities. Its operating activities require the purchase of steel, major machineries, equipments etc. The Company primarily purchases its raw materials in the open market from third parties. The Company is therefore subject to fluctuations in prices for the purchase of steel, being the primary raw material inputs. The Company aims to sell the finished products based on firm contract which is negotiated after due consideration of the expected raw material prices. Therefore, the Company plans its purchases closely to optimise the price. Further since the products are of a specific nature which does not entail competition and is heterogeneous in nature due to its specification, the company's exposure to commodity risk is minimal.

The following table details the Company's sensitivity to a 5% movement in the input price of steel. The sensitivity analysis includes only 5% change in commodity prices for quantity consumed during the year, with all other variables held constant.

(₹ in lakhs)

Commodity	Increase of 5 %		Decrease of 5 %	
	As at 31st Mar 2024	As at 31st Mar 2023	As at March 31,2024	As at March 31,2023
Steel	594.67	182.07	(594.67)	(182.07)

Notes to the Standalone Financial Statements for the year ended March 31, 2024

Liquidity Risk

The risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset. Liquidity risk may arise from an inability to sell a financial asset quickly at a rate close to its fair value.

The Company requires funds both for short term operational needs as well as for long term capital expenditure growth projects. The Company generates sufficient cash flow for operations, which together with the available cash and cash equivalents provides liquidity in the short-term and long- term and manages the liquidity risk by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities as depicted below.

(₹ in lakhs)

Particualrs	As on 31.03.2024			As on 31.03.2023		
	< 1 year	1-3 years	> 3 years	< 1 year	1-3 years	> 3 years
Financial Assets						
Non-current investments	128.33	4100.00	31296.62	281.91	4400.00	28878.80
Loans (Non Current)	13.22	776.84	293.11	250.90	781.63	1.29
Other Financial Assets		1.31	91.65		6.44	84.23
Trade Receivables	29355.09	4126.59		33020.51		
Cash and Cash Equivalents	24583.27			31097.78		
Bank Balances other than cash and cash equivalents	353812.08			436082.74		
Loans	115.11			99.50		
Other Financial Assets	10656.17			3396.47		
Total Financial Assets	**418663.27**	**9004.74**	**31681.38**	**504229.81**	**5188.07**	**28964.32**
Financial Liabilities						
Borrowings	0.00		2302.20	10279.78	0.00	2302.20
Lease Liabilities (Non Current)		9370.13	34328.15		44.20	39183.10
Other financial liabilities			0.00			261.22
Lease Liabilities	2879.63			4898.68		
Trade payables	42200.64			20807.05		
Other financial liabilities	15448.73	6.96		14412.88		
Total Financial Liabilities	**60529.00**	**9377.09**	**36630.35**	**50398.39**	**44.20**	**41746.52**

Credit Risk

Credit risk is the risk that a counter party will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables and advances to suppliers) and from its exposure to other financial assets, including deposits with banks and financial institutions, derivative instruments, and other financial instruments. The company has adopted a policy of only dealing with counterparties that have sufficiently high credit rating in order to manage the credit risk. Trade receivables mainly comprise of government entities and the cash and cash equivalents and derivative instruments are maintained with banks and recognised financial institutions with high credit rating.

For trade receivables, as a practical expedient the company computes credit loss allowance based on a provision matrix which considers historically observed default rates over expected life of trade receivables, adjusted for forward looking estimates. The movement in expected credit loss allowance is disclosed in Note 15.

The Company's maximum exposure to the credit risk for the components of Balance Sheet as 31st March 2024 and 31st March 2023 is the carrying amounts mentioned in Note no 15 and as stated in Note 53, around 93.05%(approx) of company's turnover and 94.12% (approx.) of trade receivables and customer advance is with respect to Government and Govt. regulated entities. The maximum exposure relating to financial derivative instruments and financial guarantees is disclosed in Note 47 and Note 48 respectively.

Notes to the Standalone Financial Statements for the year ended March 31, 2024

56. Disclosure pursuant to Ind AS 1 "Presentation of financial statements":

a. Current assets expected to be recovered within twelve months and after twelve months from the reporting date

(₹ in lakhs)

Particulars	As on 31.03.2024			As on 31.03.2023		
	Within twelve months	After twelve months	Total	Within twelve months	After twelve months	Total
Inventories	95893.98		95893.98	35045.02		35045.02
Trade receivables	29355.093	4126.59	33481.68	33020.51		33020.51
Cash and cash equivalents	24583.27		24583.27	31097.78		31097.78
Bank balances	353812.08		353812.08	436082.74		436082.74
Loans	115.11		115.11	99.50		99.50
Other Financial assets	10656.17		10656.17	3396.47		3396.47
Current tax assets (net)	144.96		144.96	7147.48		7147.48
Other current assets	235524.77	86786.28	322311.05	151335.11		151335.11

b. Current liabilities expected to be settled within twelve months and after twelve months from the reporting date:

(₹ in lakhs)

Particulars	As on 31.03.2024			As on 31.03.2023		
	Within twelve months	After twelve months	Total	Within twelve months	After twelve months	Total
Borrowings	0.00		0.00	10279.78		10279.78
Lease Liabilities	2879.63		2879.63	4898.68		4898.68
Trade payables	42200.64		42200.64	20807.04		20807.04
Other financial liabilities	15448.73	6.96	15455.69	14412.88		14412.88
Other current liabilities	29229.34	482623.37	511852.71	412822.00		412822.00
Provisions	62234.84	359.20	62594.04	38366.11		38366.11
Current tax liabilities (net)	0.00		0.00	0.00		0.00

57. Segment Reporting

The Company has identified two major operating segments viz, Shipbuilding and Ship repair. Segment wise analysis has been made on the above basis and amounts allocated on a reasonable basis.

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Segment Assets		
Ship building	570597.30	404756.57
Ship Repair	303008.95	282191.99
Unallocated	314420.86	303128.91
Total	**1188027.11**	**990077.47**
Segment Liability		
Ship building	414480.77	314853.40
Ship Repair	47383.19	48998.81
Unallocated	223576.06	183883.39
Total	**685440.02**	**547735.60**

Notes to the Standalone Financial Statements for the year ended March 31, 2024

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Segment Revenue		
Ship building	263891.24	176645.19
Ship Repair	100636.73	56400.69
Unallocated	30738.25	20648.88
Total	**395266.22**	**253694.76**
Segment Result		
Ship building	59920.68	20777.90
Ship Repair	36320.76	9548.18
Unallocated	16275.56	11716.78
Total	**112517.00**	**42042.86**

Reconciliation of segment results to profit before tax from continuing operations:

(₹ in lakhs)

Particulars	For the year ended	
	As at March 31,2024	As at March 31,2023
Amount as per segment results	112517.00	42042.86
Less: Finance Costs	3154.60	3373.55
Add: Exceptional items	0.00	6181.35
Profit before tax from continuing operations	109362.40	44850.66

The Company has two major business segments -"shipbuilding" and "ship repair". Revenue under shipbuilding includes ₹230672.72 Lakhs (previous year: ₹155800.89 Lakhs) from one customer (previous year: one customer) having 87% revenue of the total Shipbuilding revenue, and for ship repair includes ₹63351.17 Lakhs (previous year: ₹37770.68 Lakhs) from two customers (previous year: two customers) having 63% in total of the total ship repair revenue.

58. Capital Management

The company's objective when managing capital are to safeguard their ability to continue as a going concern so that they can continue to provide returns for shareholders and maintain an optimal capital structure to reduce the cost of capital.

For the purpose of capital management, capital includes issued equity capital and all other equity reserves attributable to the equity holders of the parent. The company is not subject to any externally imposed capital requirements.

To maintain or adjust the capital structure, the company may adjust the dividend payment to shareholders, return on capital to shareholders or issue new shares. The company monitors capital using a gearing ratio, which is net debt divided by total equity. The Company includes within net debt, interest bearing loans and borrowings (including bonds).

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Long term borrowings	2302.20	2302.20
Net Debt	2302.20	12581.98
Equity Share Capital	13154.04	13154.04
Other equity	489433.05	429187.83
Total Equity	502587.09	442341.87
Gearing Ratio	0.46%	2.84%

No changes were made in the objectives, policies or processes for managing capital during the years ended March 31, 2024 and March 31, 2023.

Notes to the Standalone Financial Statements for the year ended March 31, 2024

(₹ in lakhs)

Ratios	Numerator	Denominator	As at March 31,2024	As at March 31,2023	% change	Remarks if change is more than 25%
(a) Current Ratio,	Current Assets	Current Liabilities	1.32	1.39	(4.72%)	-
(b) Debt-Equity Ratio,	Total Debt	Shareholder's Equity	0.00	0.03	(83.90%)	Due to redemption of Tax free bonds ₹10000 lakhs
(c) Debt Service Coverage Ratio,	*Earnings available for debt service	Debt Service	12.41	6.05	105.25%	Due to increase in Earnings available for debt service
(d) Return on Equity Ratio,	Net Profits after taxes – Preference Dividend (if any)	Average Shareholder's Equity	0.17	0.08	127.99%	Due to increase in Net Profit after tax
(e) Inventory turnover ratio,	Revenue from Operations	Average Inventory	5.57	7.30	(23.68%)	-
(f) Trade Receivables turnover ratio,	Net Credit Sales	Avg. Accounts Receivable	8.13	4.75	71.25%	Due to increase in Turnover and reduction in trade receivables
(g) Trade payables turnover ratio,	Net Credit Purchases	Average Trade Payables	7.09	6.25	13.46%	-
(h) Net capital turnover ratio,	Net Sales	Working Capital	1.77	1.19	48.54%	Due to increase in turnover
(i) Net profit ratio,	Net Profits	Net Sales	0.22	0.14	55.41%	Due to increase in Profit after tax
(j) Return on Capital employed,	Earning before interest and taxes	Tangible Net Worth + Total Debt + Deferred Tax Liability	0.23	0.11	109.64%	Due to increase in Earnings before interest and taxes
(k) Return on investment:						
(1) ROI on Equity Investment - unlisted subsidiaries	Dividend	Average investment in Equity of subsidiaries	-	-	-	-
(2) ROI on Equity Investment - others	Dividend	Average investment in Equityshares	4.52%	5.27%	(14.12%)	-

*Earning for Debt Service = Net Profit after taxes + Non-cash operating expenses like depreciation and other amortizations + Interest + other adjustments like loss on sale of Fixed assets etc.

*Debt service = Interest & Lease Payments + Principal Repayments

Notes to the Standalone Financial Statements for the year ended March 31, 2024

59. The Company have used the ERP, SAP S/4HANA as the accounting software for maintaining its books of account, which have a feature of Security audit log and recording audit trail (edit log) facility throughout the year for all relevant transactions recorded in the respective softwares except for the instances mentioned below.

i. The feature of recording audit trail (edit log) facility were enabled for identified database tables to log data changes for the accounting software used for maintaining the books of account. However, any direct data change to SAP database tables are not being carried out.

ii. Security audit log was enabled in the ERP from 2022 onwards.The feature of recording audit trail (edit log) facility of the accounting software was enabled on March, 2024.

Further no instance of audit trail feature being tampererd with was noted in respect of the accounting software.

60. Consumption of imported goods/services for the year amounts to ₹78495.68 lakhs (₹74122.85 lakhs in previous year)

61. No proceedings have been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder,

62. The Company has no borrowings from banks or financial institutions on the basis of security of current assets. The company has been sanctioned aggregate Non –Fund based limits in excess of ₹5 Crores by the multiple banks, which are availed as and when required . It has also been sanctioned aggregate fund based limits in excess of ₹5 Crores by multiple banks which has not been availed by the company . The company is not required to file any quarterly returns or statements with the banks .

63. The company is not declared wilful defaulter by any bank or financial Institution or other lender,

64. The company has no transactions with the companies struck off under section 248 of Companies Act, 2013 or section 560 of Companies Act, 1956.

65. The Company has entered agreement with Andaman & Nicobar Administration on a long term license basis for a period of 30 years from November 2019 onwards for developing, designing, constructing, modernising, operating, maintaining and managing the existing shiprepair facility which is named as CSL-AN Ship Repair Unit (CANSRU).

66. There are no charges or satisfaction yet to be registered with ROC beyond the statutory period.

67. No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries. No funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the company shall (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or (ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

Notes to the Standalone Financial Statements for the year ended March 31, 2024

68. The company did not trade or invest in Crypto Currency or virtual currency during the financial year. Hence disclosures relating to it are not applicable.

69. In the case of contracts/ sub-contracts, wherever final bills are not submitted by the contractors for the work done as at the close of the year, liability is estimated and provided based on the work done.

70. The Company has made adequate provision towards material foreseeable losses wherever required, in respect of long term contracts. The Company do not have any long term derivative contracts for which there were any material foreseeable losses.

71. Figures in brackets denote negative figures.

72. Previous year figures have been regrouped and reclassified wherever necessary to conform to the current year presentation.

As per our report attached
For M/s Anand & Ponnappan
Chartered Accountants
(Firm Registration No. 000111S)

Y BANUTEJA
Partner
(Membership Number 250129)
Kochi, dated May 24, 2024

For and on behalf of Board of Directors

SYAMKAMAL N
Company Secretary
Membership Number – A25337

BEJOY BHASKER
Director (Technical)
DIN – 08103825

JOSE V J
Director (Finance) & Chief Financial Officer
DIN – 08444440

MADHU S NAIR
Chairman and Managing Director
DIN - 07376798
Kochi, dated May 24, 2024

Independent Auditors' Report

To
The Members of **Cochin Shipyard Limited**
Report on Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying Consolidated financial statements of Cochin Shipyard Limited (referred to as the "Holding Company") and its subsidiaries (Holding Company and its subsidiaries together referred as "Group") which comprises the Consolidated Balance Sheet as at March 31,2024, the Consolidated Statement of Profit and Loss (including other comprehensive income), Consolidated Statement of Cash Flows, and Consolidated Statement of Changes in Equity for the year then ended, and notes to the consolidated financial statements, including material accounting policy information and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information, in the manner so required, and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Companies Act 2013 read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31,2024, the consolidated Profit including other comprehensive income, consolidated changes in equity and its consolidated cashflows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the Consolidated financial statements under the provisions of the Companies Act, 2013 and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the financial statements.

Emphasis of Matters:

1. Change in Accounting Policy:

a. Revenue Recognition of Subsidiaries:

Attention is drawn to Note No.2.6.C, 34.7 & 51 of the Consolidated Financial Statements, wherein, during the year the subsidiaries in the Group has changed its method of measurement of performance obligation from Input Method to Output Method, which is treated to be a "Change in Accounting Policy" as per Ind AS 8.

The impact of change in accounting policy in the current consolidated financial statements, to the extent practicable are duly disclosed in Note No. 34.7 & 51 to the Consolidated Financial Statements. The effect due to change in the accounting policy in the comparative years are not material, hence the Group has not restated the figures of the comparative periods presented.

b. Measurement of Inventories:

Attention is drawn to Note No.2.6.B to the Consolidated Financial Statements, wherein the Group has changed its accounting policy with regard to measurement of Raw Materials and Components classified under "Note No.14 - Inventories" to the Consolidated Financial Statements.

The said change in measurement is treated as "Change in Accounting Policy" of the Group as per Ind AS 8 and does not have any impact in the Consolidated Financial Statements.

Necessary disclosures as required under Ind AS 8 to the extent practicable, were duly made in the Note No.2.6.B & 14 to the Consolidated Financial Statements.

2. Non-Factoring of Liquidated Damages for 2 Nos 1200 Passenger Vessels:

Attention is drawn to Note No.34.4 to the Consolidated Financial Statements, on shipbuilding contract with Andaman & Nicobar Administration for construction of 2 Nos 1200 Passenger Vessels. The contractual delivery date (as extended) for both the ships are already expired. At the request of the customer for reallocation of the ships for other prospective buyers, the delivery of ship has been abated with minor progress. The Holding Company has provided for the liquidated damages for the delay upto 29th April,2023 and 30th Oct,2023 in respect of these ships. Since the Holding Company has a valid contract, it has not recognized further liquidated damages in the financials beyond the dates mentioned above.

3. **Land at Kulpi:**

Attention is drawn to Note No. 4.l to the Consolidated Financial Statements, wherein it is mentioned that the value of land at Kulpi (Kolkata-230 cents) belongs to M/s Udupi Cochin Shipyard Limited (formerly, known as Tebma Shipyards Limited) has not been recognized in the subsidiary's financial statements as well as in the consolidated financial statements, pending verification of geographical area and valuation.

4. **Research and Development Project-Hydrogen Fuel Cell Electric Vessel:**

Attention is drawn to Note No.13 to the Consolidated Financial Statements, wherein, the Holding Company has constructed a Hydrogen Fuel Cell Electric Vessel during the year amounting to ₹1,399.74 lakhs out of the Total estimated cost including demonstration and operation & maintenance cost for two of ₹1,750.00 lakhs.

Research Committee of Ministry of Port, Shipping and Waterways (MoPSW) has provided ₹1,015.88 lakhs as grant out of sanctioned grant of ₹1,312.50 lakhs.

Subsequently, the Holding Company has entered into a Memorandum of Understanding with Inland Waterways Authority of India (IWAI) for Develop,Design,Construct and Supply of 1 No' Hydrogen Fuel Cell Vessel. The Holding Company intends to transfer the tittle and ownership of said the vessel through a separate contract, which is currently under advanced stage of discussion.

The Holding Company has classified the said developed vessel under "Other Non-Current Assets" by reducing the amount received ie., "Amount payable to Ministry/GoI" on account of the intended transfer of asset to IWAI.

Our opinion is not modified in respect of these matters.

Key Audit Matters:

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements for the year ended March 31,2024. These matters were addressed in the context of our audit of the consolidated financial statements as a whole and in forming our opinion thereon, we do not provide a separate opinion on these matters. We have determined the matters of the group described below to be the key audit matters to be communicated in our report.

1. **Recognition Revenue- Ship Building and Ship Repair activities:**

(Refer Note No.3.10(a),34 and 46 to the Consolidated Financial Statements)

The Group enters into shipbuilding and ship repair contracts with customers, where revenue is recognised over time in accordance with the Output Method.

There are significant accounting judgements involved in estimating contract revenue to be recognised on shipbuilding and ship repair contracts with customers, including determination of physical progress of completion as on the reporting date.

The physical progress of completion is ascertained as per the in-house procedures developed by the Group. The procedure and the assumptions therein, are based on certain judgements made by the management, on inputs from the technical departments of the Group. Further, the ascertainment of the actual physical completion of each sub-activity on reporting date, also involves management estimation.

Significant judgements are involved in determining the expected losses, when such losses become probable based on the expected total contract cost. Cost contingencies are included in these estimates to take into account specific risks of uncertainties or disputed claims against the Group, arising within each contract. These contingencies are reviewed by the Management on a regular basis throughout the life of the contract and adjusted where appropriate. The revenue on contracts may also include variable consideration (variations and claims). Variable consideration is recognised when the recovery of such consideration is highly probable.

During the year, the Holding Company has updated its measurement of progress in applying the Output Method and Subsidiaries in the Group has changed its method of measurement ie., from Input Method to Output Method for recognition of revenue in respect of Shipbuilding Contracts in order to have a more faithful depiction in the company's performance towards satisfaction of the performance obligations in the said segment, based on the change in circumstances and characteristics of the contracts entered thereon.

Due to the nature of the contracts, revenue recognition involves usage of percentage of completion method (ie., physical progress of completion) which is determined by survey of work performed , which involves technical expertise, significant judgments, identification of contractual obligations and the Group's rights to receive payments for performance completed till date, changes in scope and consequential revised contract price and recognition of the liability for loss making contracts/ onerous obligations.

Auditing management's measurement of revenue recognised over time involves significant judgements and estimations made in measuring the physical progress of completion, we presumed there are inherent audit risks in the recognition of revenue and therefore determined this to be a key audit matter.

Our Audit approach and procedures included but were not limited to:

- Obtained an understanding of the policies and procedures that the Group applies in recognising revenue from contract with customers, using the output method and the underlying assumptions and estimates thereon.
- Evaluated the appropriateness of the Group's revenue recognition policies, including those related to variable considerations, by comparing with the Ind AS 115-Revenue from Contract with Customers.
- Tested the effectiveness of controls relating to the evaluation of performance obligations and identification of those that are distinct; estimation of costs to complete each of the performance obligations including the contingencies in respect thereof, as work progresses and the impact thereon as a consequence of change orders; the impact of change orders on the transaction price of the related contracts; and evaluation of the impact of variable consideration on the transaction price.
- Selected a sample of contracts with customers and performed the following procedures:
  - Obtained and read contract documents for each selection, change orders, and other documents that were part of the agreement/arrangement.
  - Identified significant terms and deliverables in the contract to assess management's conclusions regarding the (i) identification of distinct performance obligations; (ii) changes to costs to complete as work progresses and as a consequence of changed orders; (iii) the impact of changed orders on the transaction price; and (iv) the evaluation of the adjustment to the transaction price on account of variable consideration.
  - Compared costs incurred with Group's estimates of costs incurred to date to identify significant variations and evaluate whether those variations have been considered appropriately in estimating the remaining costs to complete the contract.
  - Tested the estimate for consistency with the status of delivery of milestones and customer acceptance to identify possible delays in achieving milestones, which require changes in estimated costs or efforts to complete the remaining performance obligations.
- Performed analytical audit procedures for reasonableness of revenues disclosed by type and nature of service.
- Substantial reliance was placed on the technical and activity-based assessment made by the management in determination of percentage of physical progress completion and work performed by the Component (ie., Subsidiaries) Auditors in the audit of respective company's financial statements.
- Assessed appropriateness of the relevant disclosures made by the Group in accordance with IND AS 115.

We concluded that based on the procedures performed above, we did not find any material exceptions with regards to adoption of IND AS 115 and timing of revenue recognition.

Information Other than the Consolidated Financial Statements and Auditor's Report thereon

The Holding Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the Consolidated financial statements and our auditor's report thereon.

Our opinion on the Consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

When we read the other information, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

As on the date of this report, the other information was not made available to us by the management. Accordingly, we are unable to comment on this matter.

Responsibility of Management for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Consolidated financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Group in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate implementation and maintenance of accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that are operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless Board of Directors either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies in the Group are also responsible for overseeing the Group's financial reporting process.

Auditor's Responsibility for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

a. Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

b. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.

c. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

d. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our report. However, future events or conditions may cause the Group to cease to continue as a going concern.

e. Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Consolidated financial statements may be influenced. We consider quantitative materiality and qualitative factors as in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Consolidated financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matters:

1. We did not audit the financial statements of two Subsidiary companies namely "M/s Hooghly Cochin Shipyard Limited" & "M/s Udupi Cochin Shipyard Limited (formerly known as Tebma Shipyards Limited)", whose standalone financial statements reflects total assets of ₹58,071.57 lakhs (PY- ₹48,370.03 lakhs) as at March 31,2024, total income of ₹21,050.05 lakhs (PY- ₹6,542.29 lakhs) and the net cashflows of ₹771.47 lakhs (PY- ₹2,458.56 lakhs) for the year ended on that date, as considered in the consolidated financial statements.

2. M/s Udupi Cochin Shipyard Limited ('UCSL') (formerly known as Tebma Shipyards Limited), a wholly-owned subsidiary of the Company is the custodian of the two ships namely, Y123-MPSV and Y159-TUG which are excluded from resolution plan at the time of acquisition under CIRP vide NCLT order dated 04th March,2020. Both the Vessels has already been sold by the CoC and amount received by them during the current and previous financial year respectively, which was classified as "Exceptional Items" in the Statement of Profit and Loss Account. As UCSL has title and custody of the said ships and has an obligation towards Financial Creditors/Committee of Creditors (CoC) for remittance of entire sale proceeds made, which we are of the opinion that the said asset and liability to be incorporated in their standalone financial statements of said subsidiary company. Consequently, it is not considered in the consolidated financial statements.

These financial statements have been audited by other auditor whose report have been furnished to us by the management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of the subsidiary and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiary, is based solely on the reports of the other auditor.

Our opinion on the consolidated financial statements, and our report on the "Other Legal and Regulatory Requirements" below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the **"Annexure-A"**, a statement on the matters specified in paragraphs 3 (xxi) of the Order, to the extent applicable.

2. As required by Section 143(3) of the Act, based on our audit and on the consideration of the report of the other auditors on the separate financial statements and other information of the subsidiaries referred to in the "Other Matters" section above, we report that:

    a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements;

b. In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books, returns and the reports of the other auditors;

c. The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, the Consolidated Statement of Cash Flows and the Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements;

d. In our opinion, the aforesaid Consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2016 as amended from time to time;

e. The provisions of Section 164(2) of the Act in respect of disqualification of directors are not applicable to the Holding Company and its Subsidiaries, being a Government Company/ies in terms of notification no. G.S.R.463 (E) dated 5th June, 2015 issued by Ministry of Corporate Affairs, Government of India;

f. With respect to the adequacy of the internal financial controls over financial reporting of the Group and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting;

g. With respect to the other matters to be included in the Auditors' Report in accordance with the requirements of section 197(16) of the Act, as amended: The provisions of Section 197 read with Schedule V of the Act, relating to managerial remuneration are not applicable to the Holding Company and its Subsidiaries, being a Government Company/ies, in terms of Ministry of Corporate Affairs Notification no. G.S.R. 463 (E) dated 5th June, 2015;

h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i. The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group- Refer Note No. 49 to the Consolidated Financial Statements;

ii. The Group Provision has been made in the consolidated financial statements, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts;

iii. There were no amounts which were required to be transferred, to the Investor Education and Protection Fund by the Group;

iv. a. The respective Managements of the Holding Company and its subsidiaries, which are companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiaries respectively that, to the best of their knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or any of such subsidiaries or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company or any of such subsidiaries ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

b. The respective Managements of the Holding Company and its subsidiaries, which are companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiaries respectively that, to the best of their knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Holding Company or any of such subsidiaries from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company or any of such subsidiaries shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

c. Based on the audit procedures, that has been considered reasonable and appropriate in the circumstances, performed by us and those performed by the auditors of the subsidiaries, which are companies incorporated in India whose financial statements have been audited under the Act, nothing has come to our or other auditor's notice that has caused us or the other auditors to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) contain any material misstatement.

v. In respect of the holding company, we report that the dividend declared/paid by the holding Company during the year is in compliance with section 123 of the Companies Act, 2013.

The subsidiaries have not declared or paid any dividends during the year.

vi. Based on our examination carried out in accordance with the Implementation Guidance on Reporting on Audit Trail under Rule 11(g) of the Companies (Audit and Auditors) Rules,2014 (Revised 2024 Edition) issued by the Institute of Chartered Accountants of India, which included test checks and that performed by the respective auditors of the subsidiaries, which are companies incorporated in India whose financial statements have been audited under the Act, except the instances mentioned below, we report that the company and the above referred subsidiaries have used an accounting software ie.,SAP S/4HANA, for maintaining its books of accounts, which has a feature of security audit log and recording audit trail (edit log) facility for all relevant transactions recorded in the software:

a. The feature of recording audit trail (edit log) facility were enabled for identified database tables to log data changes for the accounting software used for maintaining the books of account. However, any direct data change to SAP database tables are not being carried out;

b. Security audit log was enabled in the ERP from 2022 onwards. The feature of recording audit trail (edit log) facility of the accounting software was enabled on March, 2024;

Further, for the periods where audit trail (edit log) facility was enabled and operated, we and respective auditors of the above referred subsidiaries did not come across any instance of audit trail feature being tampered with during the course of our audit.

Our examination of the audit trail was in the context of an audit of financial statements carried out in accordance with the Standard of Auditing and only to the extent required by Rule 11(g) of the Companies (Audit and Auditors) Rules,2014. We have not carried out any audit or examination of the audit trail beyond the matters required by the aforesaid Rule 11(g) nor have we carried out any standalone audit or examination of the audit trail.

For Anand and Ponnappan
Chartered Accountants
FRN000111S

Place: Kochi
Date: 24.05.2024
UDIN: 24250129BKKRRC7609

Y. Banuteja
Partner
Membership No :250129

Annexure A to Independent Auditors' Report

Referred to in paragraph 1 under "Report on Other Legal and Regulatory Requirements" Section of our Report of even date.

As required by paragraph 3(xxi) of the CARO 2020, we report that the auditors of the following companies have given qualification or adverse remarks in their CARO report on the standalone financial statements of the respective companies included in the Consolidated Financial Statements of the Holding Company:

S.No	Name of the Company	CIN	Relation	Date of Auditor's Report	Paragraph number in the respective CARO reports
1.	Cochin Shipyard Limited	L63032KL1972GOI002414	Holding Company	24th May,2024	Nil
2.	Hooghly Cochin Shipyard Limited	U35900WB2017GOI223197	Subsidiary	06th May,2024	Nil
3.	Udupi Cochin Shipyard Limited	U27209TN1984GOI010994	Subsidiary	06th May,2024	i(a)(A) & i(c)

For Anand and Ponnappan
Chartered Accountants
FRN000111S

Place: Kochi
Date: 24.05.2024
UDIN: 24250129BKKRRC7609

Y. Banuteja
Partner
Membership No :250129

Annexure – B to the Auditors' Report

Referred to in Paragraph 2(f) under "Report on Other Legal and Regulatory Requirements' section of our report to the Members of the Company of even dated.

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the Internal Financials Controls over Financial Reporting of Cochin Shipyard Limited (referred to as the **"Company"**) and its subsidiary companies, which are incorporated in India for the year ended March 31,2024, in conjunction with our audit of the Consolidated Financial Statements of the company.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Company and its Subsidiaries are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the company's and its subsidiaries internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the ICAI and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide us for our audit opinion on the company's and its subsidiaries internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of standalone financial statements for external purposes in accordance with generally accepted accounting principles.

A company's internal financial control over financial reporting includes those policies and procedures that:

a. pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

b. provide reasonable assurance that transactions are recorded as necessary to permit preparation of standalone financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and

c. provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the standalone financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the company and its subsidiaries has in all material respects, maintains adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31,2024, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Other Matters

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting in so far as it relates to the subsidiary companies incorporated in India is based on the corresponding reports of the auditors of the subsidiary companies incorporated in India.

Our opinion is not modified in respect of this matter.

For Anand and Ponnappan
Chartered Accountants
FRN000111S

Place: Kochi
Date: 24.05.2024
UDIN: 24250129BKKRRC7609

Y. Banuteja
Partner
Membership No :250129

Consolidated Balance Sheet

as at March 31, 2024

(₹ in Lakh)

Particulars	Note No.	As at March 31,2024	As at March 31,2023
ASSETS			
Non-current assets			
(a) Property, Plant and Equipment	4	94,945.10	94,329.82
(b) Capital Work-In-Progress	5	2,19,526.87	1,60,249.73
(c) Intangible Assets	6	1,811.09	966.05
(d) Intangible Assets Under Development	7	60.64	1,602.37
(e) Financial Assets			
(i) Investments	8	12.55	11.32
(ii) Loans	9	569.95	520.60
(iii) Other Financial Assets	10	98.71	107.34
(f) Income Tax Assets (net)	11	6,486.87	3,007.47
(g) Deferred Tax Assets (net)	12	10,425.45	10,449.51
(h) Other Non-Current Assets	13	6,429.65	17,184.46
Total Non-Current Assets		**3,40,366.88**	**2,88,428.67**
Current Assets			
(a) Inventories	14	1,02,609.40	37,299.71
(b) Financial Assets			
(i) Trade Receivables	15	35,547.56	33,841.50
(ii) Cash and Cash Equivalents	16	30,641.30	37,502.21
(iii) Bank Balances Other than (ii) above	17	3,55,759.25	4,38,299.56
(iv) Loans	18	115.11	99.50
(v) Other Financial Assets	19	11,848.96	3,421.07
(c) Current Tax Assets (net)	11	323.10	7,147.48
(d) Other Current Assets	20	3,27,010.97	1,55,224.89
Total Current Assets		**8,63,855.65**	**7,12,835.92**
Total Assets		**12,04,222.53**	**10,01,264.59**
EQUITY AND LIABILITIES			
Equity :			
(a) Equity Share Capital	21	13,154.04	13,154.04
(b) Other Equity	22	4,87,179.63	4,29,610.60
Total Equity		**5,00,333.67**	**4,42,764.64**
Liabilities :			
Non-Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	23	2,302.20	2,302.20
(ii) Lease Liabilities	24	44,925.88	40,446.48
(iii) Other Financial Liabilities	25	18.27	261.22
(b) Provisions	26	4,488.93	4,150.65
(c) Deferred Tax Liabilities (Net)	12	520.62	-
(d) Other Non Current Liabilities	27	11.00	248.98
Total Non-Current Liabilities		**52,266.90**	**47,409.53**
Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	28	-	10,984.78
(ii) Lease Liabilities	29	2,991.88	4,999.40
(iii) Trade Payables			
Total outstanding dues of Micro Enterprises and Small Enterprises	30	8,879.21	5,716.84
Total outstanding dues of creditors other than Micro Enterprises and Small Enterprises	30	37,632.80	15,931.10
(iv) Other Financial Liabilities	31	18,255.60	19,344.46
(b) Other Current Liabilities	32	5,20,982.79	4,15,106.90
(c) Provisions	33	62,879.68	39,006.94
Total Current Liabilities		**6,51,621.96**	**5,11,090.42**
Total Equity and Liabilities		**12,04,222.53**	**10,01,264.59**
Corporate overview and Material Accounting Policy Information	1 - 3		
Notes to the Consolidated Financial Statements	4 - 77		

The accompanying notes are an integral part of these financial statements

As per our report attached

For M/s Anand & Ponnappan
Chartered Accountants
(Firm Registration No. 000111S)

Y BANUTEJA
Partner
(Membership Number 250129)
Kochi, dated May 24, 2024

For and on behalf of Board of Directors

SYAMKAMAL N
Company Secretary
Membership Number – A25337

BEJOY BHASKER
Director (Technical)
DIN – 08103825

JOSE V J
Director (Finance) & Chief Financial Officer
DIN – 08444440

MADHU S NAIR
Chairman and Managing Director
DIN - 07376798
Kochi, dated May 24, 2024

Consolidated Statement of Profit & Loss

For the year ended March 31, 2024

(₹ in Lakh)

	Particulars	Note No.	For the year ended March 31, 2024	For the year ended March 31, 2023
I	**Income**			
	Revenue From Operations	34	383045.42	236455.48
	Other Income	35	31018.09	20701.25
	Total Income		**414063.51**	**257156.73**
II	**Expenses:**			
	Cost of Materials Consumed	36	173444.78	112188.86
	Changes in Inventories of Work-in-Progress	37	67.40	(143.74)
	Sub Contract and Other Direct Expenses	38	55876.42	43489.88
	Employee Benefits Expenses	39	38628.40	33425.55
	Finance Costs	40	3324.11	3502.59
	Depreciation and Amortisation Expenses	41	7457.82	6884.21
	Other Expenses	42	24882.91	21147.82
	Provision for anticipated losses and expenditure	43	3287.91	999.21
	Total Expenses		**306969.75**	**221494.38**
III	**Profit Before Exceptional items and tax**		**107093.76**	**35662.35**
IV	**Exceptional items**	44	0.00	6181.35
V	**Profit BeforeTax**		**107093.76**	**41843.70**
VI	**Tax expense:**			
	(1) Current tax	11	25016.34	11597.42
	(2) Income tax of prior years	11	3307.72	(1289.25)
	(3) Deferred tax	11	441.92	1064.62
VII	**Profit for the year**		**78327.78**	**30470.91**
VIII	**Other comprehensive income**			
	A) Items that will be reclassified to profit or loss			
	i) Effective portion of gains/losses on cash flow hedging instruments		3988.03	(4781.91)
	ii) Income tax relating to items that will be reclassified to profit or loss		(1003.38)	1203.51
	B) Items that will not be reclassified to profit or loss			
	i) Remeasurements of defined employee benefit obligations		(90.26)	(132.28)
	ii) Changes in fair value of FVTOCI equity instruments		1.23	2.14
	iii) Income tax relating to items that will not be reclassified to profit or loss		22.96	33.59
	Other comprehensive income for the year		**2918.58**	**(3674.95)**
IX	**Total Comprehensive Income for the period (Comprising Profit and Other Comprehensive Income for the period)**		**81246.36**	**26795.96**
X	**Earnings per equity share of ₹ 5 each :**	45		
	(1) Basic (₹)		29.77	11.58
	(2) Diluted (₹)		29.77	11.58
	Corporate overview and Material Accounting Policy Information	1 - 3		
	Notes to the Consolidated Financial Statements	4 - 77		

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For and on behalf of Board of Directors

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Chairman and Managing Director
DIN - 07376798
Kochi, dated May 24, 2024

Consolidated Statement of Cash Flows

for the year ended March 31, 2024

(₹ in Lakh)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
A. Cash flow from operating activities		
Profit before tax	**1,07,093.76**	**41,843.70**
Adjustments for :		
Exceptional items	-	(6,181.35)
Depreciation and amortisation expense	7,457.82	6,884.21
Dimunition in value of Loose tools	150.49	133.33
Finance cost	3,324.11	3,502.59
Interest income	(24,054.71)	(12,365.83)
Provision for anticipated losses and expenditure	3,287.91	
Provision no longer required	(2,426.41)	-
Loss allowance for Trade Receivables	1,659.04	730.47
Dividend income from Mutual Funds	(7.49)	-
Loss on sale/write off of property, plant and equipment	0.87	4.92
Profit on sale of Fixed assets	(13.25)	(6.11)
Deferred Govt. Assistance	(1.14)	(1.14)
Loss/(gain) on derivative contracts (net)	724.89	-
Net (gain) /loss on foreign currency transactions	(2,004.65)	109.01
Operating cash flow before working capital changes	**95,191.24**	**34,653.80**
Movements in working capital :		
(Increase) / decrease in inventories	(65,309.69)	(7,463.68)
(Increase) / decrease in trade, other receivables and assets	(1,73,832.77)	18,778.95
Increase / (decrease) in trade and other payables	1,45,557.70	1,53,035.79
	1,606.48	**1,99,004.86**
Income tax paid net of refunds	(18,765.84)	(11,355.34)
Net cash flows from operating activities (A)	**(17,159.36)**	**1,87,649.52**
B. Cash flow from investing activities		
Purchase of property, plant and equipment and intangible assets	(3,043.42)	(4,503.12)
(Increase) / decrease in Intangible assets under development	-	701.58
(Increase) / decrease in capital work In progress	(60,338.52)	(29,383.01)
(Increase) / decrease in Other Bank balances	82,540.31	(1,67,382.85)
(Increase) / decrease in Capital advance	11,078.97	16,455.40
Dividend received	7.49	-
Sale proceeds from PPE	19.18	83.80
Interest received	17,905.34	10,433.62
(Borrowings)/ Repayment of loans	(64.96)	(203.70)
Net cash flows from investing activities (B)	**48,104.39**	**(1,73,798.28)**
C. Cash flow from financing activities		
Redemption of tax free bond	(10,000.00)	-
Net gain /(loss) on foreign currency transactions	942.59	(219.05)
Repayment of lease liability	(3,264.62)	(2,655.34)
Dividend paid	(23,677.27)	(23,348.40)
Finance cost	(1,101.64)	(1,181.37)
Net cash flows from financing activities (C)	**(37,100.94)**	**(27,404.16)**
D. Net Increase in Cash & Cash Equivalents (A)+(B)+(C)	**(6,155.91)**	**(13,552.92)**
Cash and cash equivalent at the beginning of the Year	**36,797.21**	**50,350.13**
Cash and cash equivalent at the end of the year	**30,641.30**	**36,797.21**

Consolidated Statement of Cash Flows

for the year ended March 31, 2024

Cash Flow Reconciliation:

(₹ in Lakh)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Cash and cash equivalents		
Balance with Banks		
In current account	951.82	7,394.45
Term deposits with original maturity of less than three months	29,689.48	30,107.76
Total	**30,641.30**	**37,502.21**
Less : Bank Overdrafts	-	(705.00)
Cash and cash equivalents for the purpose of Statement of Cash flows	**30,641.30**	**36,797.21**

1. Statement of Cash Flows are prepared and presented using the Indirect Method, whereby profit/loss before tax is adjusted for the effect of transactions of non-cash nature and , any deferrals or accruals of past or future cash receipts or payments and items of income or expenses associated with investing or financial cash flows. The cash flows from operating, investing and financial activities of the Company are segregated based on the available information.

2. For the purpose of statement of cash flow, Cash and cash equivalent comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less (other than lien marked deposits), which are subject to an insignificant risk of changes in value, net of outstanding bank overdrafts, if any. Bank overdrafts, if any, are disclosed within borrowings in current liabilities in the Balance Sheet.

Corporate overview and Material Accounting Policy Information 1 - 3

Notes to the Consolidated Financial Statements 4 - 77

The accompanying notes are an integral part of these financial statements

As per our report attached
For M/s Anand & Ponnappan
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Y BANUTEJA
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Kochi, dated May 24, 2024

For and on behalf of Board of Directors

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DIN – 08444440

MADHU S NAIR
Chairman and Managing Director
DIN - 07376798
Kochi, dated May 24, 2024

Consolidated Statement of Changes in Equity

for the year ended March 31, 2024

A. Equity Share Capital

(₹ in lakhs)

Balance as at April 01,2023	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the year	As at March 31, 2024
13,154.04	0.00	0.00	0.00	13,154.04

Consolidated Statement of Changes in Equity for the year ended March 31, 2023

(₹ in lakhs)

Balance as at April 01,2022	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the year	As at March 31, 2023
13,154.04	0.00	0.00	0.00	13,154.04

Consolidated Statement of Changes in Equity

for the year ended March 31, 2024

B. Other Equity

(₹ in lakhs)

Particulars	Reserves and Surplus						Other Comprehensive Income	Total		
	Capital Reserve	Securities Premium	General Reserve	Retained Earnings	Capital Redemption Reserve	Debenture Redemption Reserve	Effective portion of Cash Flow Hedges	Attributable to the Parent Company	Attributable to NCI	Other Equity
Balance as at April 01,2023	**7,024.25**	**93,151.96**	**6,322.75**	**3,12,667.84**	**12,353.76**	**1,668.44**	**(3,578.40)**	**4,29,610.60**	**-**	**4,29,610.60**
Profit for the year				78,327.78				78,327.78		78,327.78
Other comprehensive income for the year				(66.07)			2,984.65	2,918.58		2,918.58
Total comprehensive income for the year				**78,261.71**	**-**	**-**	**2,984.65**	**81,246.36**		**81,246.36**
Dividends				(23,677.27)				(23,677.27)		(23,677.27)
Transfer to retained earnings				1,668.44		(1,668.44)	-	-		0.00
Amortisation of premium		(0.06)						(0.06)		(0.06)
Balance as at March 31,2024	**7,024.25**	**93,151.90**	**6,322.75**	**3,68,920.72**	**12,353.76**	**-**	**(593.75)**	**4,87,179.63**		**4,87,179.63**

Refer Note 22 for further details

Consolidated Statement of Changes in Equity

for the year ended March 31, 2023

(₹ in Lakh)

Particulars	Reserves and Surplus						Other Comprehensive Income	Total		
	Capital Reserve	Securities Premium	General Reserve	Retained Earnings	Capital Redemption Reserve	Debenture Redemption Reserve	Effective portion of Cash Flow Hedges	Attributable to the Parent Company	Attributable to NCI	Other Equity
Balance as at April 01,2022	7,024.25	93,152.08	6,322.75	3,05,641.87	12,353.76	1,668.44	0.98	4,26,164.12		4,26,164.12
Profit for the year				30,470.91				30,470.91		30,470.91
Other comprehensive income for the year				(96.56)			(3,579.37)	(3,675.93)		(3,675.93)
Total comprehensive income for the year				**30,374.35**			**(3,579.37)**	**26,794.98**		**26,794.98**
Dividends (including taxes)				(23,348.38)				(23,348.38)		(23,348.38)
Transfer to retained earnings						-	-	-		0.00
Amortisation of premium		(0.12)						(0.12)		(0.12)
Balance as at March 31,2023	**7,024.25**	**93,151.96**	**6,322.75**	**3,12,667.84**	**12,353.76**	**1,668.44**	**(3,578.40)**	**4,29,610.60**	**-**	**4,29,610.60**

Refer Note 22 for further details

Corporate overview and Material Accounting Policy Information 1 - 3

Notes to the Consolidated Financial Statements 4 - 77

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MADHU S NAIR
Chairman and Managing Director
DIN - 07376798
Kochi, dated May 24, 2024

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

1. CORPORATE OVERVIEW AND MATERIAL ACCOUNTING POLICY INFORMATION

1.1 Corporate Information:

Cochin Shipyard Limited (referred to as "CSL" or "Holding Company" or "the Group") is one of the leading shipyards in India, located in the southern state of Kerala. The Company was founded in 1972 and is owned by the Government of India. The group is primarily engaged in shipbuilding and ship repair, catering to both the domestic and international markets.

The Holding Company is a "Miniratna", Schedule-"A", Category-I CPSE, which is also a public limited group incorporated and domiciled in India. The registered office of the Holding Company is Perumanoor, Kochi, Kerala.

As at March 31, 2024, the Government of India holds 72.86% of the Group's equity share capital. The Group's equity shares are listed for trading on NSE Limited and BSE Limited in India and tax-free bonds are listed for trading on BSE Limited.

The consolidated financial statements relate to Cochin Shipyard Limited (Holding Company) and its Subsidiaries, Hooghly Cochin Shipyard Limited (hereinafter referred to as HCSL) and Udupi Cochin Shipyard Limited (hereinafter referred to as UCSL) (Formerly Tebma Shipyards Ltd).

The Holding Company and its Subsidiaries are together referred to as "Group".

The Consolidated financial statements for the year ended March 31,2024 were approved by the Board of Directors and authorized for issue on May 24, 2024 which are subject to the supplementary audit by the Comptroller & Auditor General of India (C&AG) and final approval of the shareholders.

Details of Subsidiaries	Share holding
Hooghly Cochin Shipyard Ltd. (hereinafter referred to as HCSL) incorporated on October 23, 2017 is mainly engaged in the business of construction and repair of vessels of all types.	100%
Udupi Cochin Shipyard Limited (Formerly Tebma Shipyards Ltd), acquired on September 15, 2020 through NCLT process, is mainly engaged in the business of construction and repair of vessels of all types.	100%

2. Basis of preparation and presentation of consolidated financial statements

2.1 Statement of compliance

These consolidated financial statements have been prepared in accordance with the Indian Accounting Standards (referred to as "Ind AS") as prescribed under Section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time and other Accounting Principles generally accepted in India.

The Balance Sheet, the Statement of Profit and Loss and the Statement of Changes in Equity are prepared and presented in the format prescribed in the Division II of Schedule III to the Companies Act, 2013 (the Act). The Statement of Cash Flows has been prepared and presented in accordance with Ind AS 7 "Statement of Cash Flows". The disclosures with respect to items in the Balance Sheet and Statement of Profit and Loss, as prescribed in the Schedule III to the Act, are presented by way of notes forming part of the consolidated financial statements along with the other notes required to be disclosed under the notified Accounting Standards and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended.

2.2 Functional and Presentation Currency

The consolidated financial statements are presented in Indian Rupees (₹) which is group's presentation and functional currency and all values are rounded to the nearest lakhs (rounded off to two decimals) as permitted by Schedule III of the Act except when otherwise indicated.

2.3 Basis of Measurement

These consolidated financial statements have been prepared on the historical cost basis, except for certain financial instruments which are measured at fair values at the end of each reporting period, as explained in the accounting policies below. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

2.3.1 Current/ Non-Current Classification

An Asset/ liability is classified as current if it satisfies any of the following conditions:

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

i. the asset/ liability is expected to be realized/ settled in the group's normal operating cycle;

ii. the asset is intended for sale or consumption;

iii. the asset/ liability is held primarily for the purpose of trading;

iv. the asset/ liability is expected to be realized/ settled within twelve months after the reporting period;

v. the asset is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date;

vi. in the case of a liability, the group does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting date.

All other assets and liabilities are classified as non-current.

For the purpose of current/ non-current classification of assets and liabilities, the group has ascertained its normal operating cycle of different business activities as follows:

(i) In case of ship building and ship repair, normal operating cycle is considered vessel wise, as the time period from the effective date of contract to the date of expiry of warranty period.

(ii) In the case of other business activities, normal operating cycle is 12 months.

2.3.2 Basis of consolidation

The Consolidated financial statements comprise the financial statements of the CSL and its subsidiaries as at March 31, 2024.

Subsidiaries are entities (including structured entities) over which the Holding Company has control. The Holding Compnay controls an entity when the Holding Company is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the relevant activities of the entity.

Consolidation of a subsidiary begins when the Holding Company obtains control over the subsidiary and ceases when the Holding Company loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the Consolidated Financial Statements from the date the Holding Company gains control until the date the Holding Company ceases to control the subsidiary.

Consolidated Financial Statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the group uses accounting policies other than those adopted in the Consolidated Financial Statements for like transactions and events in similar circumstances, appropriate adjustments are made to that group member's financial statements in preparing the Consolidated Financial Statements to ensure conformity with the group's accounting policies.

The Financial Statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the Holding Company, i.e., year ended on March 31. Following consolidation procedure is followed:

a) Combine like items of assets, liabilities, equity, income, expenses and cash flows of the Holding Company with those of its subsidiaries. For this purpose, income and expenses of the subsidiary are based on the amounts of the assets and liabilities recognized in the consolidated financial statements at the acquisition date.

b) Offset (eliminate) the carrying amount of the Holding Company's investment in each subsidiary and the Holding Company's portion of equity of each subsidiary.

c) Eliminate in full intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the group (profits or losses resulting from intragroup transactions that are recognized in assets, such as inventory and fixed assets, are eliminated in full). Intragroup losses may indicate an impairment that requires recognition in the consolidated financial statements. Ind AS 12 Income Taxes applies to temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions.

Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the Holding Company of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with the Group's accounting policies. All intra-group assets

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

2.3.3 Business Combinations

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred measured at acquisition date fair value and the amount of any non-controlling interests in the acquiree. Acquisition related transaction costs are recognised as expense in the statement of profit and loss as and when incurred.

At the acquisition date, the identifiable assets acquired and the liabilities assumed are recognized at their acquisition date fair values. For this purpose, the liabilities assumed include contingent liabilities representing present obligation and they are measured at their acquisition fair values irrespective of the fact that outflow of resources embodying economic benefits is not probable. However, the following assets and liabilities acquired in a business combination are measured at the basis indicated below:

* Deferred tax assets or liabilities, and the assets or liabilities related to employee benefit arrangements are recognized and measured in accordance with Ind AS 12 Income Tax and Ind AS 19 Employee Benefits respectively.

* Assets (or disposal groups) that are classified as held for sale in accordance with Ind AS 105 Non-current Assets Held for Sale and Discontinued Operations are measured in accordance with that standard.

Aggregate amount of consideration transferred (Purchase consideration) in excess of the Group's interest in the acquiree's net fair value of identifiable assets and liabilities is recognised as Goodwill. Excess of the Group's interest in the net fair value of the acquiree's identifiable assets and liabilities over the purchase consideration is recognised in the Capital Reserve.

Non-Controlling Interest

Non-controlling interest represent the proportion of income, other comprehensive income and net assets in subsidiaries that is not attributable to the Group's shareholders. Non-controlling interest is initially measured at the proportionate share of the recognized amounts of the acquiree's identifiable net assets. Subsequent to acquisition, the carrying amount of non-controlling interest is the amount of the interest at initial recognition plus the non-controlling interests' share of subsequent changes in equity.

Profit or loss and other comprehensive income are attributed to the owners of the Holding Company and to the non-controlling interests, shown separately in the consolidated financial statements.

2.4 Use of estimates and judgments

The preparation of the consolidated financial statements in conformity with the Ind AS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities and disclosures as at date of the consolidated financial statements and the reported amounts of the revenues and expenses for the years presented. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates under different assumptions and conditions.

Future results could differ due to changes in these estimates and the difference between the actual result and the estimates are recognized in the period in which the results are known/materialize.

The estimates and underlying assumptions are reviewed on an ongoing basis.

2.5 Critical Accounting estimates and judgments:

The application of accounting policies that require critical accounting estimates involving complex and subjective judgments and the use of assumptions in the consolidated financial statements have been disclosed below:

a) Valuation of deferred tax assets / liabilities

The group reviews the carrying amount of deferred tax assets / liabilities at the end of each reporting period. Significant judgments are involved in determining the elements of deferred tax items.

b) Leases

The group evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Identification of a lease requires significant judgment. The group uses significant judgments in assessing the lease term (including anticipated renewals) and the applicable discount rate.

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

The classification of the leasing arrangement as a finance lease or operating lease is based on an assessment of several factors, including, but not limited to, transfer of ownership of leased asset at end of lease term, lessee's option to purchase and estimated certainty of exercise of such option, proportion of lease term to the asset's economic life, proportion of present value of minimum lease payments to fair value of leased asset and extent of specialized nature of the leased asset.

For computation of lease liability, Ind AS 116 requires lessee to use their incremental borrowing rate as discount rate if the rate implicit in the lease contract cannot be readily determined.

For leases denominated in group's functional currency, the group considers the incremental borrowing rate to be the interest rate on borrowings from banks available to the group.

c) Provision towards Guarantee repairs

A provision is made towards guarantee repairs/claims in respect of newly built ships/small crafts delivered and repaired ships on the basis of the technical estimation done by the group. The guarantee claims received from the ship owners are reviewed every year till settlement of the same. In case of a shortfall / surplus in the provision made earlier, necessary adjustments are made.

d) Litigations

From time to time, the group is subject to legal proceedings and the ultimate outcome of each being always subject to many uncertainties inherent in litigation. A provision for litigation is made when it is considered probable that a payment will be made and the amount of the loss can be reasonably estimated. Significant judgment is made when evaluating, among other factors, the probability of unfavorable outcome and the liability to make a reasonable estimate of the amount of potential loss. Provision for litigations are reviewed at the end of each accounting period and revisions made for the changes in facts and circumstances.

e) Fair value measurements

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date under current market conditions.

The group categorizes assets and liabilities measured at fair value into one of three levels depending on the ability to observe inputs employed in their measurement which are described as follows:

(a) Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities.

(b) Level 2 inputs are inputs that are observable, either directly or indirectly, other than quoted prices included within level 1 for the asset or liability.

(c) Level 3 inputs are unobservable inputs for the asset or liability reflecting significant modifications to observable related market data or group's assumptions about pricing by market participants.

Management applies valuation techniques to determine the fair value of financial instruments (where active market quotes are not available) and non-financial assets. This involves developing estimates and assumptions consistent with how market participants would price the instrument. Management bases its assumptions on observable data as far as possible but this is not always available. In that case management uses the best information available. Estimated fair values may vary from the actual prices that would be achieved in an arm's length transaction at the reporting date.

f) Liquidated Damages

Claims for liquidated damages against the group are recognized in the consolidated financial statements based on the management's assessment of the probable outcome with reference to the available information supplemented by experience of similar transactions.

g) Revenue Recognition

The group exercises significant judgment in measuring progress of performance obligations satisfied over time for recognition of revenue from contracts with customers.

Revenue is recognized over time by measuring the work carried out or survey of performance completed

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

to date under output method. Under this method, works completed to date in each contract are the basis to measure and recognize revenue. The quantum is calculated by each project team based on the technical progress up to the reporting date. The revenue recognized reflects the value of works completed/ measured to date in line with the consideration as determined in the respective contracts.

Provision for estimated losses if any, on the uncompleted part of the contracts are provided in the period in which such losses become probable based on the expected contract estimates at the reporting date.

h) Recognition and measurement of defined benefit obligations

The obligation arising from defined benefit plan is determined on the basis of actuarial assumptions. Key actuarial assumptions include discount rate, trends in salary escalation and vested future benefits and life expectancy. The discount rate is determined with reference to market yields at the end of the reporting period on the Government bonds. The period to maturity of the underlying bonds correspond to the probable maturity of the post employment benefit obligations.

2.6 Changes in Accounting Policies

A. Deferred Tax related to assets and liabilities arising from a single transaction

The group has adopted Deferred Tax related to Assets and Liabilities arising from a Single Transaction (Amendments to Ind AS 12) from 1st April,2023. The amendments narrow the scope of the initial recognition exemption to exclude transactions that give rise to equal and offsetting temporary differences - e.g. leases and decommissioning liabilities. For leases and decommissioning liabilities, an entity is required to recognize the associated deferred tax assets and liabilities from the beginning of the earliest comparative period presented, with any cumulative effect recognized as an adjustment to retained earnings or other components of equity at that date. For all other transactions, group applies the amendments to transactions that occur on or after the beginning of the earliest period presented.

The group previously accounted for deferred tax on leases by applying the 'integrally linked' approach, resulting in a similar outcome as under the amendments, except that the deferred tax asset or liability was recognized on a net basis.

Following the amendments, the group has recognized a separate deferred tax asset in relation to its lease liabilities and a deferred tax liability in relation to its right-of-use assets.

However, there was no impact on the statement of financial position ie., Balance Sheet because the balances qualify for offset under paragraph 74 of Ind AS 12. There was also no impact on the opening retained earnings as at 01st April,2022 as a result of the change.

B. Change in accounting policy on measurement of inventories:

Nature of Inventories	Current Year	Previous Years
Raw materials and components	At weighted average cost method. When they are intended for project use, valuation is done at project specific weighted average cost method	At weighted average cost method or net realisable value whichever is lower.

Raw-materials and components, Stores & Spares and Goods in Transit represents items that are contract/ project specific and are consumed in the ship building and/ or ship repair contracts and other directly related ancillary services. Since each contract/project with different customers is distinct and having different characteristics, raw-materials and components, Stores & Spares and Goods in Transit are held for use in the production and not for sale in the ordinary course of business, are not ordinarily inter-changeable and unique in nature, therefore arriving at their net realizable value/replacement cost is not practical.

The raw materials and components have been valued at weighted/project specific weighted average cost method as against the present policy of valuing inventories at weighted average cost method or net realisable value whichever is lower. The said change in the measurement policy does not have any impact in the current and previous financial statements.

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

C. Change in methods for measuring progress towards complete satisfaction of a performance obligation by subsidiaries

During the year, in order to faithfully depict the entity's performance towards complete satisfaction of a performance obligation ,the subsidiaries has adopted (as per Ind AS 115 "Revenue from Contract with Customers") Output method (based on physical completion) changing from the Input method which was followed in the comparative previous year. The subsidiaries has made reasonable efforts to determine effect of change in the accounting policy during the year. The effect due to change in the accounting policy in the comparative years are not material, hence the amounts of comparative periods are not restated.The impact of the aforesaid changes have been disclosed in Note No.51.

D. Material accounting policy information

The group adopted Disclosure of Accounting Policies (Amendments to Ind AS 1) from 1st April,2023. This amendment did not result in any changes in the accounting policies themselves and also did not result in any significant impact in the accounting policy information disclosed in the consolidated financial statements.

The amendments require the disclosure of 'material accounting policy information', rather than 'significant accounting policies'. The amendments also provide guidance on the application of materiality in disclosing accounting policies to provide useful, group specific accounting policy information that users need to understand along with other material information in this consolidated financial statements.

Management reviewed the accounting policies and made updates to the information disclosed in Note No.3 Material Accounting Policy Information in line with the amendment.

3. Material Accounting Policy Information

The group has consistently applied all the accounting policies to the period presented in this consolidated financial statements except where a newly issued Accounting Standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

(Refer "Note No. 2.6-Changes in Accounting Policies")

The group presents the material accounting policies under this note, which should be read in conjunction with the information presented and disclosed in the relevant notes referred under these consolidated financial statements and are considered to be "Material Accounting Policy Information".

3.1 Property , Plant and Equipment (PPE)

Recognition and Measurement:

Items of Property, Plant and Equipment are measured at cost, which includes capitalized borrowing costs, less accumulated depreciation and any accumulated impairment losses. For the items of Property, Plant and Equipment existing as on April 1, 2015 i.e group's date of transition to Ind AS, was carried at deemed cost ie carrying amount as at that date. However in case of UCSL, fair value has been adopted as deemed cost on the transition date to Ind AS.

If significant parts of an item of Property, Plant and Equipment have different useful lives, then they are accounted for as separate items (major components) of Property, Plant and Equipment.

Spare Parts are capitalized when they meet the definition of Property, Plant and Equipment, i.e., when the group intends to use these for a period exceeding 12 months, have value of more than ₹ 5 Lakhs and that can be used only in connection with an item of property, plant and equipment and whose use is expected to be irregular are capitalized and depreciated over the useful life of the spares or principal item of the relevant assets, whichever is lower.

Any gain or loss on disposal of an item of Property, Plant and Equipment is recognized in the statement of profit and loss account.

Subsequent Expenditure:

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the group and the cost of the items is material and can be measured reliably.

3.2 Capital work in progress

Capital work in progress are property, plant and equipment that are not yet ready for their intended use at the reporting date, which are carried at cost, comprising direct cost, related incidental expenses and attributable borrowing cost.

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

Expenditure incurred on assets under construction (including a project) is carried at cost under Capital work in Progress ('CWIP').

3.3 Intangible Assets

Design development: Cost incurred on Design Development which is not directly chargeable on a product are capitalized as Intangible Asset and amortized on a straight-line basis over a period of five years.

Software: Cost of software which is not an integral part of the related hardware acquired for internal use is capitalized as intangible asset and amortized on a straight-line basis over a period of three years.

Internally generated procedure: Cost of internally generated weld procedure is capitalized as Intangible Asset and amortized on a straight-line basis over a period of three years.

For the intangible assets existing as on April 1, 2015 i.e group's date of transition to Ind AS, was carried at deemed cost ie carrying amount as at that date.

The residual values, useful lives and methods of amortization of intangible assets are reviewed at each financial year end and adjusted prospectively, if appropriate.

Computer software/ license is under development or is not yet ready for use, accumulated cost incurred on such items are accounted as "Intangible Assets Under Development".

3.4 Leases

The group assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

The group's lease asset classes primarily consist of leases for Land and Buildings.

i) As a Lessee:

At the date of commencement of the lease, the group recognizes a lease liability and a corresponding right-of-use ("RoU") asset for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short term leases) and leases of low value assets. For these short term and leases of low value assets, the group recognizes the lease payments as an operating expense on a straight-line basis or another systematic basis over the term of the lease.

Right of Use (RoU) Assets

The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses, if any. Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset.

Lease Liabilities

The lease liability is initially measured at the present value of the future lease payments i.e. amortised cost under effective interest method.The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates.

The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability and reducing the carrying amount to reflect the lease payments made.

A lease liability is remeasured upon the occurrence of certain events such as a change in the lease term or a change in an index or rate used to determine lease payments. When a lease liability is remeasured, a corresponding adjustment is made to the carrying amount of right of use asset, or is recorded in statement of profit and loss, if carrying amount of the right of use asset has been reduced to nil.

Modifications to a lease agreement beyond the original terms and conditions are generally accounted for as a re-measurement of the lease liability with a corresponding adjustment to the RoU asset. Any gain or loss on modification is recognized in the Statement of Profit and Loss. However, the modifications that increase the scope of the lease by adding the right to use one or more underlying assets at a price commensurate with the stand-alone selling price are accounted for as a separate new lease. In case of lease modifications, discounting rates used

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

for measurement of lease liability and RoU assets is also suitably adjusted.

The group presents right of use assets in 'property, plant and equipment' and the lease liabilities separately from other liabilities in the Balance Sheet.

ii) As a lessor:

Leases for which the group is a lessor is classified as a finance or operating lease.

For operating leases, rental income is recognized on a straight line basis or another systematic basis over the term of the relevant lease .The difference between the amount recognized as lease rental income and actual cashflows receivable as per the lease agreement is adjusted in ("Accrued Lease Rental asset").

3.5 Depreciation

Depreciation on property, plant and equipment is provided on straight-line method based on useful life of the asset as prescribed in part C of Schedule II to the Companies Act, 2013 except to the extent described below:

* For the assets acquired from Cochin Port Trust for International Ship Repair Facility (ISRF), depreciation is provided on the basis of remaining useful life as assessed by technical experts.

* Assets on leased premises are depreciated from the commencement date on a straight line basis over the shorter of its the end of the useful life of the Right Of Use asset/ Assets on leased premises or the end of the lease term.

* For certain types of buildings and equipments ,based on technical evaluation, useful life has been estimated to be different from that prescribed in Schedule II of the Act.

Depreciation on additions/deletions to Gross Block is calculated on pro-rata basis from the date of such additions and up to the date of such deletions.

Depreciable amount is the cost of an asset, or other amount substituted for cost, less its residual value. A maximum residual value of 5% of original cost is considered for all categories of assets.

Depreciation method, useful lives and residual values are reviewed at each reporting date and adjusted prospectively, if appropriate.

Based on the technical evaluation of the management, for few categories of plant and machinery, the useful life is determined on double shift basis.

Capital Work in Progress included under Property, Plant and equipments are not depreciated as these assets are not yet available for use. However, they are tested for impairment if any.

3.6 Impairment of Assets -Non Financial Assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less cost of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets.

Impairment loss is recognized when the carrying amount of an asset exceeds recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less cost of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, available quoted market prices for public traded companies or other available fair value indicators.

The Company bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Company's CGUs to which the individual assets are allocated. To estimate cash flow projections beyond periods covered by the most recent budgets/forecasts, the Company extrapolates cash flow projections in the budget using a steady or declining growth rate for subsequent years, unless an increasing rate can be justified.

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognized impairment losses no longer exist or have decreased. If such indication exists,

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

the Company estimates the asset's or CGU's recoverable amount. A previously recognized impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognized. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years.

3.7 Inventories

Raw materials and components are valued at weighted average cost method. When they are intended to project use, valuation is done at project specific weighted average cost method.

Stores and spares are valued at weighted average cost method.

Goods in transit are valued at cost.

Work In Progress (WIP) and Finished goods have been valued at lower of cost and net realisable value.

3.8 Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets and financial liabilities are recognized when the group becomes a party to the contractual provisions of the instruments.

a) Equity Instruments

An equity instrument is a contract that evidences residual interest in the assets of the group after deducting all of its liabilities. Equity instruments are recognized at the proceeds received net of direct issue cost.

b) Financial Assets

Initial recognition and measurement

All Financial Assets other than trade receivables are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction cost that are attributable to the acquisition of the Financial Asset. Transaction costs directly attributable to the acquisition of financial assets measured at fair value through profit or loss are recognized immediately in the Statement of Profit and Loss.

Subsequent measurement

For the purpose of subsequent measurement, Financial Assets are classified in three categories:

* Financial assets at amortized cost;

* Financial assets at Fair Value through other comprehensive income (FVTOCI);

* Financial assets at Fair Value through statement of profit and loss (FVTPL);

i) Financial assets at amortized cost

Financial assets are subsequently measured at amortized cost if these financial assets are held within a business whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

ii) Financial assets at Fair Value through other comprehensive income (FVTOCI)

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business whose objective is achieved by both collecting contractual cash flows that give rise on specified dates to solely payments of principal and interest on the principal amount outstanding and by selling financial assets.

iii) Financial assets at Fair Value through statement of profit and loss (FVTPL)

Financial assets are measured at fair value through profit or loss unless it is measured at amortized cost or at fair value through other comprehensive income on initial recognition. The transaction costs directly attributable to the acquisition of financial assets and liabilities at fair value through profit or loss are immediately recognized in statement of profit and loss.

Investments

All equity investments in scope of Ind AS 109 Financial Instruments are measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the group had made an irrevocable election to present the subsequent changes in the fair value in other comprehensive income. The group makes such election on an instrument-by- instrument basis. The classification is made on initial recognition/transition and is irrevocable.

There is no recycling/reclassification of the amounts from OCI to the Statement of Profit and Loss, even on sale/disposal of the said equity investments.

Investment in preference shares/debentures are treated as equity instruments if the same are convertible into equity shares. Investment in preference shares/debentures not meeting the aforesaid condition is classified as debt instruments at amortized cost.

Investment in a 'debt instrument' is measured at the amortized cost if both the following conditions are met: The asset is held within a business model whose objective is -

(1) To hold assets for collecting contractual cash flows, and

(2) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

Amortized cost is calculated by taking into account any discount or premium and fees or costs that are an integral part of the Effective Interest Rate (EIR). The EIR amortization is included in other income in the Statement of Profit and Loss.

Impairment of Financial Assets

In accordance with Ind AS 109, the group applies Expected Credit Loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

a) Financial Assets that are Debt Instruments, and are measured at amortized cost e.g., loans, debt securities, deposits, trade receivables and bank balance

b) Financial guarantee contracts which are not subsequently measured as at FVTPL

c) Lease Receivables under Ind AS 116

Simplified Approach

The group follows 'simplified approach' for recognition of impairment loss allowance on Trade Receivables.

Trade Receivables

The group classifies the right to consideration in exchange for deliverables as either a receivable or as contract asset. A receivable is a right to consideration that is unconditional and only the passage of time is required before the payment of that consideration is due.

The group assesses at each Balance Sheet date whether a financial asset or a group of financial asset is impaired. Ind AS 109 requires expected credit loss to be measured through a loss allowance.

The group recognizes lifetime expected credit losses for all trade receivables that do not constitute a financing transaction. Impairment loss allowance is based on a simplified approach as permitted by Ind AS 109. As a practical expedient, the group uses a provision matrix to determine the impairment loss on the portfolio of its trade receivables.

The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward-looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analyzed. On that basis, the group estimates provision on trade receivables at the reporting date.

Impairment loss allowance (or reversal) that is required to be recognized at the reporting date is recognized as an impairment loss or gain in the Statement of Profit & Loss Account.

General Approach

For recognition of impairment loss on other financial assets and risk exposure, the group determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-months ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

the entity reverts to recognizing impairment loss allowance based on 12-months ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-months ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

ECL impairment loss allowance (or reversal) recognized during the period is recognized in the Statement of Profit and Loss. The Balance Sheet presentation for various financial instruments is described below:

* Financial Assets measured as at amortized cost: ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the Balance Sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the group does not reduce impairment allowance from the gross carrying amount.

* Financial Guarantee contracts: ECL is presented as a provision in the Balance Sheet, i.e. as a liability.

* Debt instruments measured at FVTOCI: Since financial assets are already reflected at fair value, impairment allowance is not further reduced from its value. Rather, ECL amount is presented as 'accumulated impairment amount' in the OCI.

c) Financial liabilities

Initial recognition and measurement

Financial Liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss and financial liabilities at amortized cost, as appropriate.

All Financial Liabilities are recognized initially at fair value and, in the case of liabilities subsequently measured at amortized cost, they are measured net of directly attributable transaction cost. In case of Financial Liabilities measured at fair value through profit or loss, transaction costs directly attributable to the acquisition of financial liabilities are recognized immediately in the Statement of Profit and Loss.

The group's Financial Liabilities include trade and other payables, loans and borrowings including financial guarantee contracts and derivative financial instruments.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

* Financial liabilities at Fair Value through statement of profit and loss (FVTPL);

* Financial liabilities at amortized cost;

* Financial Guarantee Contracts;

i) Financial Liabilities at fair value through profit or loss

Financial Liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through the Statement of Profit and Loss. Financial Liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the group that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109.

Gains or losses on liabilities held for trading are recognized in the Statement of Profit and Loss.

ii) Financial Liabilities at amortized cost

Financial Liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortized cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortized cost are determined based on the effective interest method. Gains and losses are recognized in the Statement of Profit and Loss when the liabilities are derecognized as well as through the EIR amortization process.

Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or cost that are an integral part of the EIR. The EIR amortization is included as finance costs in the Statement of Profit and Loss.

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

iii) Financial Guarantee Contracts

Financial guarantee contracts issued by the group are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make the payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognized initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount initially recognized less cumulative income recognized in accordance with principles of Ind AS 115.

d) De-recognition of Financial Instruments

A financial asset is de-recognized when:

* The rights to receive cash flows from the asset have expired, or

* the group has transferred substantially all the risks and rewards of the asset, or the group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

A financial liability or a part of financial liability is de-recognized from the Balance Sheet when the obligation specified in the contract is discharged, cancelled or expired. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the statement of profit or loss.

e) Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in consolidated financial statements if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

f) Derivative instruments and hedge accounting:

The group uses derivative financial instruments, such as forward currency contracts, to hedge its foreign currency risks respectively. Such derivative financial instruments are initially recognized at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value. The accounting for subsequent changes in fair value of derivatives depends on the designation or non-designation of derivative as hedging instruments. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

Derivative that are designated as Hedge Instrument

The group undertakes foreign exchange forward contracts for hedging foreign currency risks. The group generally designates the whole forward contract as hedging instrument.

These hedging instruments are governed by the group's foreign exchange risk management policy approved by the Board of Directors.

At the inception of a hedge relationship, the group formally designates and documents the hedge relationship to which the group wishes to apply hedge accounting and the risk management objective and strategy for undertaking the hedge. The documentation includes the group's risk management objective and strategy for undertaking hedge, the hedging/ economic relationship, the hedged item or transaction, the nature of the risk being hedged, hedge ratio and how the entity will assess the effectiveness of changes in the hedging instrument's fair value in offsetting the exposure to changes in the hedged item's fair value or cash flows attributable to the hedged risk.

Such hedges are expected to be highly effective in achieving offsetting changes in fair value or cash flows and are assessed on an ongoing basis to determine that the hedge is actually have been highly effective throughout the financial reporting periods for which it was designated

The effective portion of change in the fair value of the designated hedging instrument is recognized in the Other Comprehensive Income ('OCI') and accumulated under the heading Cash Flow Hedge

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

Reserve within Equity. The gain or loss relating to the ineffective portion is recognized immediately in the Statement of Profit and Loss and included in the Other Income or Other Expenses as Gain on Derivatives or Loss on Derivatives respectively.

Amounts previously recognized in OCI and accumulated in equity relating to effective portion are reclassified to Statement of Profit and Loss in the periods when the hedged item affects profit or loss, in the same line item as the recognized hedged item or treated as basis adjustment if a hedged forecast transaction subsequently results in the recognition of a non-financial asset or non-financial liability. When a forecasted transaction is no longer expected to occur, the cumulative gain or loss accumulated in equity is transferred to the Statement of Profit and Loss.

Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated or exercised without replacement or rollover (as part of hedging strategy), or if its designation as a hedge is revoked, or when the hedge no longer meets the criteria for hedge accounting.

g) Contract Assets

Where the group performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, the group presents the contract as a contract asset. A contract asset is group's right to consideration in exchange for goods or services that the group has transferred to a customer, when that right is conditioned on something other than the passage of time. Contract assets are reviewed for impairment in accordance with Ind AS 109.

h) Contract Liabilities

Where the group receives consideration, or the group has a right to an amount of consideration that is unconditional (i.e. a receivable), before the group transfers a good or service to the customer, the group presents the contract as a contract liability when the payment is made or the payment is due (whichever is earlier). A contract liability is group's obligation to transfer goods or services to a customer for which the group has received consideration (or an amount of consideration is due) from the customer.

3.9 Provisions, Contingent Liabilities and Contingent assets

a) Provisions

A provision is recognized if, as a result of a past event, the group has a present legal obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation.

Provisions (excluding retirement benefits and compensated leave) are not discounted to its present value and are determined by the best estimate of the outflow of economic benefits required to settle the obligation at the reporting date. These are reviewed at each reporting date adjusted to reflect the current best estimates.

Warranty obligations included in this type of provisions are not treated as a separate performance obligation, unless the customer has the option of contracting the warranty separately, therefore they are recognized in accordance with Ind AS 37. These provisions are classified as current liabilities since they relate to the operating construction projects cycle, in line with Ind AS 1.

Provision towards guarantee claims in respect of ships delivered wherever provided/ maintained is based on technical estimation. For the ships delivered, guarantee claims are covered by way of insurance policies covering the guarantee period on case-to-case basis, wherever required.

Provisions for anticipated losses are recognized when it becomes apparent that the total costs expected to fulfil a contract exceed expected contract revenues. For the purpose of determining, where appropriate, the amount of the provision, budgeted contract revenue will include the forecast revenue that is considered probable, in line with Ind AS 37 as well as incremental costs. General costs are not directly attributable to a contract and are therefore excluded from the Budgeted cost unless they are explicitly passed on to the counterparty in accordance with the contract, in line with paragraph 68 of Ind AS 37.

b) Contingent Liabilities and Contingent Assets

In the normal course of business, contingent liabilities may arise from litigations and other claims against the group. Where the potential liabilities have a low probability of crystallizing or are very difficult to quantify reliably, the group treats them as contingent liabilities. Such liabilities are disclosed in the notes but are not provided for in the consolidated financial statements. Although there can be no assurance regarding the final outcome of the legal proceedings, group does not expect them to have a materially adverse impact on the financial position or profitability. The group does not recognize a contingent liability but discloses its existence in the consolidated financial statements.

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity. The group does not recognize a contingent asset but discloses its existence in the consolidated financial statements where an inflow of economic benefits is probable.

3.10 Revenue Recognition

a) Revenue from Operations

Revenue from contracts with customers are measured based on the consideration specified in a contract with a customer (ie., transaction price, which is the fair value of consideration received or receivable).

At the first instance, revenue recognition process involves identifying the relevant contracts and technical evaluation of the performance obligations, contained therein.

A single performance obligation is identified in shipbuilding and/or ship repair segments for each vessel, due to the high degree of integration and customization of the various goods and services forming a combined output that is transferred to the customer over time.

The group choses the appropriate method of measuring the progress of the completion at the contract inception for recognizing revenue over time, and are applied consistently to similar performance obligations under the respective segments and/or activities carried out thereon.

Recognition of Revenue for a performance obligation satisfied over time is made only if the group can reasonably measure its progress towards complete satisfaction of the performance obligation.

The performance obligations for the shipbuilding and Ship repair activities carried out by the company are satisfied over time rather than at a point in time since the Company's performance does not create an asset with an alternative use to the Company ie contractual restrictions and practical limitations to readily direct that asset for another use (Even in some cases it will be able to do so, it can only be done after significant changes and at significant cost) and it has an enforceable right to payment for performance completed to date.

Revenue is recognized when the group satisfies performance obligations by transferring promised goods and services to the customer over a period of time using output method based on measurement of physical performance completed to date in respect of contracts with customers for ship building and ship repair other than Indigenous Aircraft Carrier (IAC).

In respect of contract with Indian Navy for construction of Indigenous Aircraft Carrier, which is partly 'fixed price basis' and partly 'cost plus basis', the revenue.

- from fixed price portion is recognized using output method.
- by way of mark up from cost plus part of the contract for procuring and supply of materials and design outsourcing is recognized when performance obligations as per the terms of the contract are fulfilled upon making payments to the suppliers.
- The cost of materials, value of design outsourcing and other expenses incurred for the vessel which are recoverable separately from Navy are charged off to the statement of Profit and Loss when materials are consumed/ activities are performed/expenses are incurred and are simultaneously grossed up with the value of work done and recognized as revenue.

In the case of ship repair contracts involving continuous multiple years maintenance support/ recurring and routine services, the group opted for time-elapsed output method, i.e, measuring the progress based on time elapsed to reporting

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

date, which is representative of the satisfaction of performance obligation subject to entitlement of consideration in exchange of goods and/or services.

Based on the technical assessment considering the latest available information to the group, measuring the progress towards complete satisfaction of a performance obligation in the method adopted will be revised/updated on an ongoing basis.

During the initial stages of a contract, where the group may not be able to reasonably measure the outcome of a performance obligation and the group expects to recover the costs incurred in satisfying the performance obligation, revenue will be recognized only to the extent of the costs incurred until such time that it can reasonably measure the outcome of the performance obligation.

Contract modifications are accounted when additions, deletions or changes are approved either to the contract scope or contract price. The accounting for modifications of contracts involves assessing whether the services added to an existing contract are distinct and whether the pricing is at the stand alone selling price. Where the goods or services added are not distinct, adjustment to revenue is made on a cumulative catch up basis. Where the goods or services added are distinct, and such additional goods or services are priced at standalone selling prices, the contract modification is accounted for as a separate contract; whereas if the modification is not priced at standalone selling price, the same is accounted as a termination of the existing contract and creation of a new contract.

The group generally does not recognize any revenue from additional work until it has been approved by the customer. When the scope of work has been approved but the impact on revenue is yet to be valued, the "variable consideration" requirement (as explained below) will apply. This entails recognizing revenue in an amount that is unlikely to be reversed.

If the consideration promised in a contract includes variable amounts like discounts, rebates, refunds, credits, price concessions, liquidated damages or other similar items, the group estimates the net amount of consideration to which the group is entitled in exchange for transferring the promised goods or services to a customer and accounts for the same. The payment terms are based on milestones specified in the respective contracts with customers. On achieving the specified milestones these payments are released.

Revenue from Supply of Base & Depot Spares is recognized based on the satisfaction of performance obligation at a point in time on proof of receipt of goods from customer.

Unlike revenue recognition, amounts billed to the customer are based on the various milestones reached under the contract and on acknowledgement thereof by the customer by means of a contractual document referred to as a progress billing certificate. Therefore, the amounts recognized as revenue for a given year do not necessarily match those billed to or certified by the customer. For contracts in which the revenue recognized exceeds the amount billed or certified, the difference is recognized in as "Contract Asset" under "Other Current Assets", while for contracts in which the revenue recognized is lower than the amount billed or certified, the difference is recognized as "Contract Liability" under "Other Current Liabilities".

Other Operating Revenue with respect to sale of stock items and scrap is recognized at a point in time when the group satisfies performance obligations and right to receive the income is established as per terms of the contract by transferring promised goods and services to the customer.

Management fee is also recognized over a period of time.

b) Government Grants

Government grants are recognized when there is reasonable assurance that the group will comply with the conditions attaching to them and that the grants will be received.

Government grants are recognized in Statement of Profit and Loss on a systematic basis over the periods in which the group recognizes as expenses, the related costs for which the grants are intended to compensate. Where the Grant relates to an asset value, it is recognized as deferred income, and amortized over the expected useful life of the asset. Other grants are recognized in the statement of

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

Profit & Loss concurrent to the expenses to which such grants relate/ are intended to cover.

Ship Building Financial Assistance (SBFA) is recognized over a period of time in proportion to the expenses / cost incurred and classified under "other operating revenue".

Government grants that are receivable as compensation for expenses or losses already incurred or for the purpose of giving immediate financial support to the group with no future related costs are recognized in statement of profit & loss in the period in which they become receivable.

c) Other income

i) **Liquidated damages and interest on advances**

No income is recognized on (a) interest on advances given and (b) liquidated damages, where the levies depend on decisions regarding force majeure condition of contract. These are accounted for on completion of contracts and / or when final decisions are taken.

In the case of contracts entered into for execution of capital works having long gestation period, where the extant commercial terms of the contract provides for provision of extending interest bearing mobilisation advance to the service provider for mobilising various resources for timely execution, mobilisation advances are paid and interest is accounted on accrual basis.

ii) **Accounting for insurance claims**

(i) Warranty/Builder Risk claims

In the case of guarantee defects covered under warranty insurance policies or claims under Insurance Policies taken for ship building and ship repair works, the insurance claims lodged are recognized in the consolidated financial statements in the year in which the survey is completed and the probable amount of settlement is intimated by the insurance company.

(ii) Other Insurance Policies

In the case of other Insurance Policies like Asset Insurance, Transit Insurance, Marine Insurance, Cash Insurance etc., the claims are recognized in the the consolidated financial statements on settlement of the claims by way of receipt of the amount from the Insurance company.

In the case of Medical insurance, claims are recognized on due basis, based on the claims submitted with the insurance company.

Other items of income are accounted as and when the right to receive such income arises and it is probable that the economic benefits will flow to the group and the amount of income can be measured reliably.

3.11 Employee benefits

Employee benefits consist of salaries and wages, contribution to provident fund, superannuation fund, gratuity fund, towards medical assistance, which are short term in nature and contribution towards compensated absences, which is long term in nature.

Post-employment benefit plans

i) Defined Contribution plans

In respect of Holding company, Defined contribution to Employees Pension scheme for eligible employees is made to National Pension Scheme (NPS) and are charged as expense as they fall due. Such benefits are classified as Defined Contribution Schemes as the Holding company does not carry any further obligations, apart from the contributions made.

The Holding Company makes contributions to the Cochin Shipyard Employees Mutual Public Welfare Trust and Employees Medical Assistance Trusts, which are charged as expense, as and when they fall due. Such benefits are classified as Defined Contribution Schemes as the group does not carry any further obligations, apart from the contributions made.

In respect of subsidiaries ,contributions to Providend Fund are made to the Regional Providend Fund Commisioner and are charged to the Profit and Loss account. The companies have no further obligations for future Providend Fund benefits other than its monthly contributions.

ii) Defined benefit plans

Gratuity

The group provides for gratuity, a defined benefit retirement plan covering eligible employees. The

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

fund of Holding Company is managed by the trustees of the Cochin Shipyard Ltd Group Gratuity Trust .The liability or asset recognized in the balance sheet in respect of its defined benefit plan is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated periodically by actuaries using the projected unit credit method.

The present value of the said obligation is determined by discounting the estimated future cash outflows, using market yields of government bonds that have terms approximating the terms of the related liability.

The interest income / (expense) are calculated by applying the discount rate to the net defined benefit liability or asset. The net interest income / (expense) on the net defined benefit liability or asset is recognised in the Statement of Profit and loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the Statement of Changes in Equity and in the Balance Sheet.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in Statement of profit and loss as past service cost.

UCSL makes contribution to Group Gratuity Cash Accumulation plan maintained with Life Insurance Corporation of India (LIC).

Provident Fund and Pension Scheme

The group also makes contribution towards provident fund. The provident fund of Holding Company is administered by the Trustees of the Cochin Shipyard Limited Employees Contributory Provident Fund Trust. The rules of the provident fund administered by the Trust, require that if the Board of Trustees are unable to pay interest at the rate declared by the Government under para 60 of the Employees' Provident Fund Scheme, 1952, then the deficiency shall be made good by the Holding Company. The deficiency, if any assessed by the holding company based on actuarial valuation will be provided for in the accounts.

Other employee benefits

Compensated absences

The group has a policy on compensated absence which are both accumulating and non-accumulating in nature. The expected cost of accumulating compensated absence is determined by Actuarial valuation performed by an independent actuary at each Balance Sheet date using projected unit credit method on the additional amount expected to be paid/availed as a result of unused entitlement that has accumulated at the Balance Sheet date. Expense on non-accumulating compensated absence is recognised in the period in which the absences occur.

3.12 Taxes on Income

a) Income tax

Income tax expense comprises current tax expense and the net change in the deferred tax asset or liability during the year.

Current and deferred taxes are recognized in Statement of Profit and Loss, except when they relate to items that are recognized in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognized in other comprehensive income or directly in equity, respectively.

The group has determined that interest and penalties related to income taxes, including uncertain tax treatments, do not meet the definition of income taxes, and therefore accounted for them under Ind AS 37 Provisions, Contingent Liabilities and Contingent Assets.

b) Current tax

Current tax is measured at the amount of tax expected to be payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years as determined in accordance with the provisions of the Income Tax Act, 1961. The amount of current tax payable or receivable is the best estimate of the tax amount expected to be paid or received that reflects uncertainty related to income taxes, if any. It is measured using the tax rates enacted or substantively enacted at the reporting date.

Current tax assets and current tax liabilities are offset, when there is a legally enforceable right to set

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

off the recognized amounts and there is an intention to settle the asset and the liability on a net basis.

c) Deferred tax

Deferred tax is recognized using the Balance Sheet approach. Deferred tax assets and liabilities are recognised for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount, except when the deferred tax arises from the initial recognition of an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profit or loss at the time of the transaction.

Deferred tax assets are recognised only to the extent that it is probable that either future taxable profits or reversal of deferred tax liabilities will be available, against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised.

The carrying amount of a deferred tax asset shall be reviewed at the end of each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilised. Unrecognized deferred tax assets are re-assessed at each reporting date and are recognized to the extent that it has become probable that future taxable profits will allow the deferred tax assets to be recovered.

Deferred tax relating to items recognized outside profit or loss is recognized outside profit or loss (either in other comprehensive income or in equity).

Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period and are expected to apply when the related deferred tax asset is realised or the deferred tax liability is settled.

Deferred tax assets and liabilities are off set when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority.

3.13 Operating Segments

Operating segments are defined as components of an enterprise for which discrete financial information is available that is evaluated regularly by the chief operating decision maker, in deciding how to allocate resources and assessing performance. The group's chief operating decision maker is the Chairman & Managing Director.

The group has identified business segments (industry practice) as reportable segments. The business segments comprise: 1) Ship Building and 2) Ship Repair

Segment revenue, segment expenses, segment assets and segment liabilities have been identified to segments on the basis of their relationship to the operating activities of the segment. Revenue, expenses, assets and liabilities which relate to the group as a whole and are not allocable to segments on a reasonable basis have been included under "unallocated revenue / expenses / assets / liabilities".

3.14 Exceptional Items

An item of income or expense which by its size, type or incidence requires disclosure in order to improve an understanding of the performance of the Company is treated as an exceptional item and disclosed as such in the consolidated financial statements and also as per Guidance note on Division II - Ind AS Schedule III.

3.15 Excluded Financial Asset

Pursuant to resolution plan and NCLT Order dated 4th March 2020, the following assets/matters of Erstwhile Tebma shipyards mentioned below are identified as excluded financial asset based on information provided by the COC or Resolution Professional

1) VAT refund;
2) Insurance claim for damages to Tug lodged with an insurance company;
3) Insurance claim for theft and burglary with an insurance company;
4) Trade receivables from Indian Navy; and
5) 50% (fifty percent) of the amount of subsidy claim (ie., Shipbuilding Finance Assistance/subsidy) form Government of India.

These items will be accounted on realization basis.

3.16 Recent Pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2024, MCA has not notified any new standards or amendments to the existing standards applicable to the group.

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

Note 4 : Property, Plant and Equipment

(₹ in lakhs)

Particulars	Gross carrying amount				Depreciation				Net Carrying amount	
	As at 1st Apr 2023	Additions/ adjustments during the year	Disposal/ adjustments during the year	As at 31st Mar 2024	As at 1st Apr 2023	For the year	Adjustment/ (withdrawal)	As at 31st Mar 2024	As at 31st Mar 2024	As at 31st Mar 2023
a) Owned Assets										
Land (Freehold)	3,267.86			3,267.86	-			-	3,267.86	3,267.86
Buildings & Roads	10,286.02	238.31	0.65	10,523.68	4,575.00	688.33	0.44	5,262.89	5,260.79	5,711.02
Plant and equipment	24,814.37	1,711.28	19.30	26,506.35	14,420.54	2,293.79	14.83	16,699.50	9,806.85	10,393.83
Furniture and fixtures	1,777.45	215.90	3.98	1,989.37	864.45	160.64	3.78	1,021.31	968.06	913.00
Vehicles	677.87	7.55	6.80	678.62	430.23	55.83	6.48	479.58	199.04	247.64
Office equipments	657.30	100.23	0.76	756.77	368.46	83.83	0.73	451.56	305.21	288.84
Others	-				-					-
Data Processing Equipments	2,773.54	299.23	8.45	3,064.32	1,720.06	320.09	6.88	2,033.27	1,031.05	1,053.48
Docks and quays	4,466.45			4,466.45	2,440.78	299.41		2,740.19	1,726.26	2,025.67
Railway sidings	1.10			1.10	-			-	1.10	1.10
Electrical installations	2,018.12	297.16		2,315.28	1,227.65	149.55		1,377.20	938.08	790.47
Drainage and water supply	23.55			23.55	0.98	1.07		2.05	21.50	22.57
Vessels	21.88	34.54		56.42	9.80	2.42		12.22	44.20	12.08
Sub Total	**50,785.51**	**2,904.20**	**39.94**	**53,649.77**	**26,057.95**	**4,054.96**	**33.14**	**30,079.77**	**23,570.00**	**24,727.56**
b) Assets on leased premises										
Buildings & Roads	23,232.33	729.46		23,961.79	2,488.59	570.50		3,059.09	20,902.70	20,743.74
Plant and equipment	6,543.03	2,441.54		8,984.57	492.78	467.92		960.70	8,023.87	6,050.25
Docks and quays	22.05			22.05	8.76	0.79		9.55	12.50	13.29
Electrical installation	1,365.12	43.48		1,408.60	286.16	71.43		357.59	1,051.01	1,078.96
Slip way	1,117.99			1,117.99	850.74			850.74	267.25	267.25
Sub Total	**32,280.52**	**3,214.48**	**-**	**35,495.00**	**4,127.03**	**1,110.64**	**-**	**5,237.67**	**30,257.33**	**28,153.49**
Total (a)+(b)	**83,066.03**	**6,118.68**	**39.94**	**89,144.77**	**30,184.98**	**5,165.60**	**33.14**	**35,317.44**	**53,827.33**	**52,881.05**
c) Right Of Use Assets										
Right of Use - Land	41,111.01	1,614.72		42,725.73	5,463.55	1,709.86		7,173.41	35,552.32	35,647.46
Right of Use - Buildings	173.07	2.41		175.48	118.34	18.44		136.78	38.70	54.73
Right to use ship repair facility	7,000.00			7,000.00	1,793.99	210.34		2,004.33	4,995.67	5,206.01
Leased Land at Nazirgunge & salkia -Right to use	575.00			575.00	34.43	9.49		43.92	531.08	540.57
Sub Total	**48,859.08**	**1,617.13**	**-**	**50,476.21**	**7,410.31**	**1,948.13**	**-**	**9,358.44**	**41,117.77**	**41,448.77**
Total(a+b+c)	**1,31,925.11**	**7,735.81**	**39.94**	**1,39,620.98**	**37,595.29**	**7,113.73**	**33.14**	**44,675.88**	**94,945.10**	**94,329.82**

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

(₹ in lakhs)

Particulars	Gross carrying amount				Depreciation				Net Carrying amount	
	As at 1st Apr 2022	Additions/ adjustments during the year	Disposal/ adjustments during the year	As at 31st Mar 2023	As at 1st Apr 2022	For the year	Adjustment/ (withdrawal)	As at 31st Mar 2023	As at 31st Mar 2023	As at 31st Mar 2022
a) Owned Assets										
Land (Freehold)	3,267.86	-	-	3,267.86	-	-	-	-	3,267.86	3,267.86
Buildings & Roads	9,822.16	463.86	-	10,286.02	3,928.04	646.96	-	4,575.00	5,711.02	5,894.12
Plant and equipment	24,794.20	243.18	223.01	24,814.37	12,247.84	2,360.24	187.54	14,420.54	10,393.83	12,546.36
Furniture and fixtures	1,529.05	248.40	-	1,777.45	726.59	137.86	-	864.45	913.01	802.46
Vehicles	675.02	2.94	0.09	677.87	370.03	60.23	0.03	430.23	247.64	304.99
Office equipment	565.19	92.11	-	657.30	295.89	72.57	-	368.46	288.84	269.30
Others	-	-	-	-	-	-	-	-	-	-
Data Processing Equipments	2,446.19	338.43	11.08	2,773.54	1,385.95	340.67	6.56	1,720.06	1,053.48	1,060.24
Docks and quays	4,466.45		-	4,466.45	2,141.37	299.41	-	2,440.78	2,025.67	2,325.08
Railway sidings	1.10	-	-	1.10	-	-	-	-	1.10	1.10
Electrical installation	1,832.41	189.52	3.81	2,018.12	1,102.86	127.91	3.12	1,227.65	790.47	729.55
Drainage and water supply	6.67	16.88	-	23.55	-	0.98	-	0.98	22.57	6.67
Vessels	19.74	2.14	-	21.88	8.44	1.36	-	9.80	12.08	11.30
Sub Total	**49,426.04**	**1,597.46**	**237.99**	**50,785.51**	**22,207.01**	**4,048.19**	**197.25**	**26,057.95**	**24,727.56**	**27,219.03**
b) Assets on leased premises										
Buildings & Roads	23,004.37	227.96	-	23,232.33	1,706.78	781.81	-	2,488.59	20,743.74	21,297.59
Plant and equipment	4,824.37	1,718.66	-	6,543.03	157.75	335.03	-	492.78	6,050.25	4,666.62
Docks and quays	9.62	12.43	-	22.05	8.35	0.41	-	8.76	13.29	1.27
Electrical installation	1,330.09	35.03	-	1,365.12	212.78	73.38	-	286.16	1,078.96	1,117.31
Slip way	1,117.99	-	-	1,117.99	681.05	169.69	-	850.74	267.25	436.94
Sub Total	**30,286.44**	**1,994.08**	**-**	**32,280.52**	**2,766.71**	**1,360.32**	**-**	**4,127.03**	**28,153.49**	**27,519.73**
Total (a)+(b)	79,712.48	3,591.54	237.99	83,066.03	24,973.72	5,408.51	197.25	30,184.98	52,881.05	54,738.76
c) Right Of Use Assets										
Right of Use - Land	39,874.95	1,331.96	95.90	41,111.01	4,142.95	1,390.64	70.04	5,463.55	35,647.46	35,732.00
Right of Use - Buildings	173.07	-	-	173.07	100.20	18.14	-	118.34	54.73	72.87
Right to use - land and ship repair facility	7,000.00			7,000.00	1,583.67	210.32		1,793.99	5,206.01	5,416.33
Leased Land at Nazirgunge & salkia -Right to use	575.00			575.00	24.94	9.49		34.43	540.57	550.06
Right to use - land (Malpe)	16.68		16.68	-	12.53	1.73	14.26	-	-	4.15
Sub Total	**47,639.70**	**1,331.96**	**112.58**	**48,859.08**	**5,864.29**	**1,630.32**	**84.30**	**7,410.31**	**41,448.77**	**41,775.41**
Total(a+b+c)	**1,27,352.18**	**4,923.50**	**350.57**	**1,31,925.11**	**30,838.01**	**7,038.84**	**281.55**	**37,595.29**	**94,329.82**	**96,514.17**

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

a) Freehold Land includes the value of (a) land allotted on lease basis to (i) Bharatiya Vidya Bhavan (0.69045 hectare) (ii) M/s Indian Oil Corporation Ltd (0.620 hectare) for laying pipeline (iii) land leased to M/s Kochin Air Products (0.30 hectare) and (b) land leased to Kerala State Electricity Board (0.47 hectare).

b) Value of land includes value of buildings acquired along with the land for which depreciation has not been provided as the value is not separately available and most of these buildings are likely to be demolished for putting up facilities for the factory.

c) Freehold land includes landed properties of the Company admeasuring 197.12 ares (487.00 cents) made up of 34.30 ares in Sy No. 713/11, 23.57 ares in Sy No. 713/12, 59.12 ares in Sy No. 713/13, 50.18 ares in Sy No. 714/06, 10.12 ares in Sy No. 714/2, 8.90 ares in Sy No. 714/4 and 10.93 ares in Sy No. 714/5 of land all are lying contiguously in Elamkulam village, Kanayannur taluk, Ernakulam Dist, Kerala provided as security for issue of Tax free bonds.

d) The company has bearer plants in its premises and other sites which generates nominal income. Cost of such bearer plants cannot be reliably measured and hence these plants were not capitalized.

e) Title deeds of all immovable properties are held in the name of the Company. In the case of following properties where the Company is the lessee, lease agreements are duly executed in favour of the lessee with the following exceptions:

1. CSL has taken 8.12 HA of land (re-measured as 8.1164HA) and 15 HA of water body on lease from Cochin Port Authority (CoPA) on 12 April 2013 (1st phase). CSL has also taken 8.134 HA of additional land area on lease from CoPA on 16 Nov 2017 (2nd phase). Two lease agreements (i.e. 1st phase allotment of land/waterbody and 2nd phase allotment of land) were entered between CSL & CoPA and both lease deeds have not been registered.

2. The company has executed concessionaire agreements with the Mumbai Port Trust (MBPT) and Syama Prasad Mukherjee Port (SMPT) to Upgrade, Operate and Manage Ship Repair facility at Hughes Dry Dock and specified berths at Indira Dock of MbPT and two dry docks and Berth No.6 of Netaji Subash Dock of SMPT respectively.

   The project site at MbPT is taken on license for 29 years. The license agreement is yet to be registered, as a request submitted for waiver of the stamp duty to the Government of Maharashtra is under consideration.

   The project site at Syama Prasad Mukherjee Port is taken on license for 30 years. As license agreement does not attract stamp duty and registration charges in West Bengal, Concession Agreement with SMPT has not been registered.

f) The Right to use of land and ship repair facility represents the upfront fee paid to Cochin Port Trust towards setting up of International Ship Repair Facility (ISRF) project, to be amortised over the period of lease which was further extended based on the date of obtaining of Environmental Clearance. As all environmental clearances for ISRF are obtained as on January 09, 2018, the lease period of 30 years effectively starts from this date.

g) As at 31 March 2024, plant and equipment with a carrying amount of ₹465.55 lakhs were temporarily idle, but the company plans to operate the assets in FY 2024-25.

h) The Gross Carrying value of assets of ₹12938.36 Lakhs have been fully depreciated, but still are in use.

i) PPE includes capital expenditure on Research & development relating to equipments for welding technology amounting to ₹25.95 lakhs.

j) UCSL and Karnataka Maritime Board have signed the Lease Agreement for the Leasehold land at Malpe & Hangarkatta on 23.12.2022, for a period of 30 years w.e.f 04.3.2020, i.e.; the date of NCLT order approving the take over of M/s Udupi Cochin Shipyard Limited (Erstwhile M/s TEBMA Shipyards Ltd) by M/s Cochin Shipyard Ltd. Modification to lease ageement has necessitated the reassessment of ROU assets and lease liabilities as per IND AS 116 and also the extension of useful life of assets located on lease hold land. Towards this, company made a total payment of ₹325.50 lakhs to Karnataka Maritime board(KMB) during FY 2022-23 which consists of payment towards security deposit, lease dues, penalty and interests to the KMB against the dues. Resulting changes has been incorporated in FY 2022-23 figures.

k) Team 2 (12T BollardPull Tug) given on operating lease during the financial year has been included in "Plant & Equipments".

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

l) The value of Land at Kulpi (Kolkata- 230 cents) have not been recognized in accounts due to pending verification of geographical area & valuation of the same.

m) Land belonging to UCSL continue to be in the name of erstwhile "Tebma Shipyards Ltd" and/or "Tebma Engineering Pvt Ltd" in the land records. Company has already initiated action to change the title deed in the name of "Udupi Cochin Shipyard Limited".

n) Assets which cannot be detached and transported for alternate use ("Non Removable Assets") constructed on leasehold land at Malpe yard are amortized/ depreciated over the lower of the period of lease and useful life of those assets.

o) During the year, borrowing cost of ₹8.11 Lakhs (PY ₹23.59 lakhs) capitalised in the books of UCSL, The total borrowing cost of ₹32.98 lakhs incurred during the FY 2021-22 to 2023-24 capitalised to Building (Asset held under lease land) included in the addition during the year.

p) No charge has been created on Property, Plant & Equipments of UCSL.

q) M/s Udupi Cochin Shipyard Ltd had elected to consider the fair value of the assets as on the transition date, as the deemed cost of the property, plant and equipment and accordingly the gross block of property, plant and equipment arrived at.

r) The Right to use of land at Malpe represents the upfront fee paid to Port Officer Kundapura towards using Malpe leasehold land, which is amortised over the lease period.

s) The title deeds of Building, Temporary Structure, Office Building, Factory Building and Roads belonging to M/s Hooghly Cochin Shipyard Ltd are not held in the name of Company, as the land is in the name of Government of India which were taken on lease for a period of 59 years and the Company had constructed immovable properties on the same.

t) In case of HCSL, Twenty-six percent (26%) of initial Equity Share capital of the company was issued to secure leasehold right of the land without receipt of any monetary consideration. Value of such 26% equity shares (₹572.00 Lakhs) along with related expenses totalling ₹575.00 Lakhs was capitalized as Right to Use asset and amortized on a straight line basis over the period for which the right is acquired, commencing from the date on which the right becomes capable of being exercised.

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

Note 5: Capital work -in -progress

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Plant and machinery, Buildings and Civil works	1,86,531.68	1,34,792.90
Add: Expenditure during construction	12,141.82	9,570.95
Capital yard items	20,852.09	15,354.87
Goods in Transit	1.28	7.30
Project Management fees and miscellaneous capital expenditure	-	523.71
Total	**2,19,526.87**	**1,60,249.73**

Expenditure during construction

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Opening Balance	9,570.95	1,006.79
Add:Expenses during the year		
Salaries	364.32	275.95
Depreciation under Ind AS116	545.32	513.64
Finance cost under Ind AS116	1,661.23	1,593.22
Exceptional items	-	
Closing Balance	**12,141.82**	**9,570.95**

Capital work -in -progress (CWIP) includes capital expenditure on Research & development relating to R&D centre amounting to ₹24.78 lakhs

CWIP Ageing schedule as on 31.03.2024

(₹ in lakhs)

Capital Work in Progress	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	64,679.21	33,924.80	16,434.84	1,04,488.02	2,19,526.87
Projects temporarily suspended	-	-	-	-	-

CWIP Ageing schedule as on 31.03.2023

(₹ in lakhs)

Capital Work in Progress	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	41,592.43	17,749.39	42,957.11	57,950.80	1,60,249.73
Projects temporarily suspended	-	-	-	-	-

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

Overdue CWIP as on 31.03.2024

(₹ in lakhs)

Capital Work in Progress	To be completed in			
	Less than 1 year	1-2 years	2-3 years	More than 3 years
Caisson Gate - Kolkata unit	1,503.61	-	-	-
Integrated Security System	923.67	-	-	-
Conference Hall Renovation Of Business Development	36.81	-	-	-
Office Space For Basic Design	19.37	-	-	-
Dock Arm Accessories	352.78	-	-	-
Fire Main System	88.10	-	-	-
Aluminium Roofing Hull Shop	-	162.25	-	-
DSL System For Crane	56.30	-	-	-
Office for Project Management Section	52.15	-	-	-
BBT and Tap Off Box	54.82			
Electrical installation at Hull Shop	23.48			
Asset under Construction- Docks & Quay	63.24			
Asset under Construction-Capstan	30.84			
Augmentation of yard facilities-civil	36.41			

Overdue CWIP as on 31.03.2023

(₹ in lakhs)

Capital Work in Progress	To be completed in			
	Less than 1 year	1-2 years	2-3 years	More than 3 years
International Ship Repair Facility	-	70,447.15	-	-
Dry Dock	84,852.92		-	-
Caisson Gate - Kolkata unit	694.78		-	-
Integrated security system	354.17		-	-
Caisson Gate - Mumbai Unit	1,359.38		-	-
Asset under Construction- Docks & Quay	22.09	18.63	22.51	
Asset under Construction-Capstan	0	26.01	4.82	
Asset under Construction-Pontoon	459.16			
Asset under Construction-Skid	55.66			

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

Note 6 : Intangible assets

(₹ in lakhs)

Particulars	Gross carrying amount				Amortisation				Net Carrying amount	
	As at 1st Apr 2023	Additions/ adjustments during the year	Disposal/ adjustments during the year	As at 31st Mar 2024	As at 1st Apr 2023	For the year	Adjustment/ (withdrawal)	As at 31st Mar 2024	As at 31st Mar 2024	As at 31st Mar 2023
Internally generated weld procedure	27.67			27.67	27.67			27.67	-	-
Computer software	2,914.75	1,766.10		4,680.85	1,948.70	921.06		2,869.76	1,811.09	966.05
	2,942.42	**1,766.10**	**-**	**4,708.52**	**1,976.37**	**921.06**	**-**	**2,897.43**	**1,811.09**	**966.05**

(₹ in lakhs)

Particulars	Gross carrying amount				Amortisation				Net Carrying amount	
	As at 1st Apr 2022	Additions/ adjustments during the year	Disposal/ adjustments during the year	As at 31st Mar 2023	As at 1st April 2022	For the year	Adjustment/ (withdrawal)	As at 31st Mar 2023	As at 31st Mar 2023	As at 31st Mar 2022
Internally generated weld procedure	27.67			27.67	27.67			27.67	-	-
Computer software	2,003.14	911.61		2,914.75	1,552.61	396.09		1,948.70	966.05	450.53
	2,030.81	**911.61**	**-**	**2,942.42**	**1,580.28**	**396.09**	**-**	**1,976.37**	**966.05**	**450.53**

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

Note 7: Intangible assets under development

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Intangible assets under development	60.64	1,602.37
Total	**60.64**	**1,602.37**

Intangible assets under development Ageing schedule as on 31.03.2024

(₹ in lakhs)

Capital Work in Progress	Amount in CWIP for a period of			
	Less than 1 year	1-2 years	2-3 years	More than 3 years
Projects in progress	0.00	32.18	28.46	0.00
Projects temporarily suspended	-	-	-	-

Intangible assets under development Ageing schedule as on 31.03.2023

(₹ in lakhs)

Capital Work in Progress	Amount in CWIP for a period of			
	Less than 1 year	1-2 years	2-3 years	More than 3 years
Projects in progress	39.07	28.46	136.15	1,398.69
Projects temporarily suspended	-	-	-	-

Overdue Intangible assets under development as on 31.03.2024

(₹ in lakhs)

Capital Work in Progress	To be completed in			
	Less than 1 year	1-2 years	2-3 years	More than 3 years
Repository - CANSRU	60.64	0.00	0.00	0.00

Overdue Intangible assets under development as on 31.03.2023

(₹ in lakhs)

Capital Work in Progress	To be completed in			
	Less than 1 year	1-2 years	2-3 years	More than 3 years
3D Experience Ship building software	1541.73	-	-	-
REPOSITORY - CANSRU	60.64	-	-	-

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

Note 8: Investments-Non Current

(₹ in lakhs)

Particulars	Face value per unit	Number of units as on Mar 31, 2024	Number of units as on Mar 31, 2023	As at March 31,2024	As at March 31,2023
Unquoted (Fully Paid up)					
Investment in equity instruments					
a) At Fair Value Through Other Comprehensive Income					
Cochin Shipyard Employees Consumer Co-operative Society Limited 2175 'B Class'	100	2,175	2,175	2.18	2.18
Kerala Enviro Infrastructure Limited	10	70,000	70,000	10.37	9.14
Cochin Waste 2 Energy Private Limited	10	1,00,000	1,00,000	-	-
Total				**12.55**	**11.32**
Aggregate value of unquoted investment				**12.55**	**11.32**
Aggregate value of quoted investments and market value thereof				**-**	**-**
Aggregate value of unquoted investment				**12.55**	**11.32**
Aggreagate amount of impairment in value of investments				**10.00**	**10.00**

a) Considering the indicators of the value of an investment such as investee's assets, results etc. a decline, other than temporary, in the value of investment in Cochin Waste 2 Energy (P) Ltd is noticed and accordingly fair value is considered as Nil .Similarly, increase in value of investment in Kerala Enviro Infrastructure Limited is noticed and accordingly investment is fair valued.

b) The Group's Investment in Cochin Shipyard Employees Consumer Co-operative Society Limited are non-participative shares and normally does not carry any voting rights. Hence, the group has carried this investment at its transaction value considering to be its fair value.

Note 9: Loans - Non Current

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Unsecured, considered good:		
Loan to employees		
Related parties	-	-
Others	569.95	520.60
Total	**569.95**	**520.60**

No signficant increase in credit risk or credit impairment

Note 10: Other Financial Assets - Non Current

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Security deposits	97.40	100.90
Accrued Lease Rental Asset	1.31	6.44
Total	**98.71**	**107.34**

Security deposits includes rent deposits paid towards lease land at amortised cost under Ind AS 109 read with Ind As 116.

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

Note 11: Income tax assets / liability (net)

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Non current tax assets		
Income Tax Assets net of provisions	6,486.87	3,007.47
Current tax assets / (liabilities)		
Advance income tax net of provisions	323.10	7,147.48

UCSL has not accounted the TDS amount uploaded in Form 26AS on those deposits which are not taken as fixed deposits in the books of UCSL due to lien mark bank guarantee issued by Committe of Creditors (CoC).

Income tax recognised in the Statement of profit and loss

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Current tax:		
Current income tax charge	25,016.34	11,597.42
Adjustment in respect of prior years	3,307.72	(1,289.25)
Total (A)	**28,324.06**	**10,308.17**
Deferred tax:		
In respect of current year	441.92	1,064.62
Total (B)	**441.92**	**1,064.62**
Income tax expense recognised in the Statement of Profit and Loss (A+B)	**28,765.98**	**11,372.79**

The income tax expense for the year can be reconciled to the accounting profit as follows:-

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Profit before tax	**1,07,093.76**	**41,843.70**
Income tax expense calculated at respective applicable rates	27,601.01	11,288.02
Effect of expenses that are not deductible in determining taxable profit	5,655.16	3,528.04
Effect of expenses that are allowable in determining taxable profit	(7,578.04)	(4,879.90)
Effect of expenses incurred on Corporate Social Responsibility not deductible in determining taxable profit	348.42	416.52
Effect of income that is exempt from taxation	-	
Adjustments with respect to unabsorbed business loss / Depreciation	(245.56)	
Others	(764.65)	1,244.74
	25,016.34	**11,597.42**
Adjustments recognised in the current year in relation to the current tax of prior years	3,307.72	(1,289.25)
Adjustments for changes in estimates of deferred tax assets	441.92	1,064.62
Income tax expense recognised in the Statement of Profit and Loss	**28,765.98**	**11,372.79**

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

Note 12: Deferred tax assets (net)

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Deferred tax liabilities	(2,239.59)	(3,266.05)
Deferred tax assets	12,665.04	13,715.55
Total	**10,425.45**	**10,449.51**
Deferred tax liabilities of HCSL	520.62	
Total	**520.62**	**-**

Deferred tax liabilities/(assets) in relation to 2023-24

(₹ in lakhs)

Particulars	Opening balance	Recognised in Statement of Profit and Loss	Recognised in OCI	Closing Balance
Provisions	(5,585.50)	(947.81)	(6.38)	(6,539.69)
Property, plant and equipment	3,033.55	(532.94)	-	2,500.61
Intangible assets	32.67	225.69	-	258.36
Leased Assets	(2,433.71)	(15.81)	-	(2,449.52)
Leased Liabilities	1,064.86	(222.21)	-	842.65
Carry forward losses	(5,199.16)	546.99	-	(4,652.17)
Cashflow Hedge-Adjustment	-	-	109.14	109.14
Others	(1,362.22)	1,388.01	-	25.79
Total	**(10,449.51)**	**441.92**	**102.76**	**(9,904.83)**

Deferred tax liabilities/(assets) in relation to 2022-23

(₹ in lakhs)

Particulars	Opening balance	Recognised in Statement of Profit and Loss	Recognised in OCI	Closing Balance
Provisions	(7,601.16)	2,015.66	-	(5,585.50)
Property, plant and equipment	3,190.06	(156.51)	-	3,033.55
Intangible assets	(18.27)	50.94	-	32.67
Leased Assets	(2,464.67)	30.96	-	(2,433.71)
Leased Liabilities	625.75	439.11	-	1,064.86
Carry forward losses	(5,085.79)	(113.37)	-	(5,199.16)
Others	(160.05)	(1,202.17)	-	(1,362.22)
Total	**(11,514.13)**	**1,064.62**	**-**	**(10,449.51)**

Brought forward losses and unabsorbed depreciation of HCSL for which no deferred tax assets have been recognized are attributable to the following:

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Brought forward losses	900.78	211.10
Unabsorbed tax depreciation	804.56	468.49
Total	**1,705.34**	**679.59**

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

Note 13: Other non-current assets

(₹ in lakhs)

Particulars		As at March 31,2024	As at March 31,2023
Unsecured, considered good			
Capital advances		4,892.43	15,971.40
Advances other than capital advances:			
Security deposits		312.88	266.38
Advance lease rentals		40.71	36.43
Deposits with Customs department *		-	261.22
Loose tools		799.77	649.03
Research & Development vessel- Cost of the vessel **	1399.74		-
Less : Amount payable to Ministry/GoI**	-1015.88	383.86	-
Total		**6,429.65**	**17,184.46**

* As per final order no: 20055 of 2024 dated 24.01.2024 passed by the Commissioner of Customs (Appeals), Cochin, the refund appeal has been dismissed. Hence the deposit with customs department of ₹261.22 lakhs which is appearing under Other Non-current asset has been adjusted with Other financial liabilities (Non current)- payable to Chennai port trust under note no.25

** Research committee of Ministry of Ports, Shipping and Waterways (MoPSW) approved on 16 November 2021 for construction of a Hydrogen Fuel Cell Electric vessel (HFCEV) by Cochin Shipyard Limited (CSL- Holding Company) as a pilot technology demonstrator vessel. MoPSW issued Work order (WO) dated 10 March 2022 for the research and development project of HFCEV by CSL. The HFCEV is constructed based on home grown new advanced technology i.e.; hydrogen fuel cell technology under the ambit of Atmanirbhar Bharat initiatives and Govt. of India's strong thrust on the Hydrogen economy as the initiatives arising out of the National Hydrogen Mission.

The overall estimated cost is ₹1750.00 Lakhs (including operation and maintenance cost for two years) out of which 75% (i.e. ₹1312.50 Lakhs) will be funded by MoPSW. Holding Company had incurred cumulative amount of ₹1399.74 lakhs as of March 31, 2024 out of which ₹1015.88 lakhs has been funded by MoPSW. The construction of the pilot project has been completed on Feb 24, 2024. As per WO issued by MoPSW, Holding Company has to demonstrate and run the vessel to prove the Hydrogen Fuel cell technology in ship building. Besides, IRS class certification for the vessel was accorded towards demonstration operation for two years before the vessel can be put into full commercial operation by another entity. Subseqently, Holding Company has entered into a Memorandum of Understanding with Inland Waterways Authority of India (IWAI) for Develop,Design,Construct and Supply of 1 No' Hydrogen Fuel Cell Vessel. The Holding Company intends to transfer the Title and Ownership of Vessel through a separate contract, which is currently under discussion.

Note 14: Inventories

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Raw Materials and components	82,303.86	33,839.75
Work in Progress	428.64	496.05
Goods-in transit	17,612.61	1,557.05
	1,00,345.11	**35,892.85**
Stores & Spares	1,789.81	1,296.27
Goods-in transit	474.48	110.59
	2,264.29	**1,406.86**
Total*	**1,02,609.40**	**37,299.71**

Stores & Spares represents spares of general nature and are not related to a particular asset.

*Includes Materials Pending Inspection as on 31 March 2024 comes to ₹15,364.25 lakhs

During the previous year, stores and spares are valued at weighted average cost method and goods in transit at cost as against "weighted average cost method or net realisable value whichever is lower" for stores and "lower of cost and net realisable value" for Goods in transit which was followed in prior years immediately preceeding to previous year. During the year, group reviewed this policy on measurement of Stores & Spares and Goods in transit and after due consideration of all the factors, the policy followed is considered as appropriate.

Entire stock of inventories of UCSL valuing ₹5907.02 lakhs are hypothecated towards availing cash credit facility from the bank.

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

Note 15: Trade Receivables-Current

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Unsecured		
Considered good:		
Trade Receivables considered good - Unsecured	35,547.56	33,841.50
Trade Receivables which have significant increase in Credit Risk	12,145.76	11,030.93
Less: Allowance for Expected credit loss	(12,145.76)	(11,030.93)
Trade Receivables - Credit impaired	-	-
Less: Allowance for Expected credit loss	-	-
Total	**35,547.56**	**33,841.50**

Trade receivables are non-interest bearing and receivable in normal operating cycle.

Trade receivables include receivable accrued but not due (unbilled trade receivables) ₹5202.58 Lakhs (previous year ₹2102.59 Lakhs)

Trade Receivables ageing schedule as on 31.03.2024

(₹ in lakhs)

Particulars	Accrued but not due (Unbilled trade receivables)	Outstanding for following periods from due date of payment					Total
		Less than 6 Months	6 Months to 1 year	1 to 2 years	2 to 3 years	More than 3 years	
(i) Undisputed Trade receivables – considered good	5,202.58	20,246.41	4,985.64	2,397.05	2,733.08	2.59	35567.35
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	0.00	0.00	0.00	111.12	476.18	2525.07	3112.37
(iii) Undisputed Trade Receivables – credit impaired	0.00	0.00	0.00	0.00	0.00	0.00	0.00
(iv) Disputed Trade Receivables– considered good	0.00	0.00	0.00	0.00	0.00	0.00	0.00
(v) Disputed Trade Receivables – which have significant increase in credit risk	0.00	0.00	0.00	0.00	27.91	8985.69	9013.60
(vi) Disputed Trade Receivables – credit impaired	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	5,202.58	**20,246.41**	**4,985.64**	**2,508.17**	**3,237.17**	**11,513.35**	**47,693.32**
Less: Expected Credit Loss provision as on 31.03.2024							12,145.76
Trade receivable as on 31.03.2024							**35,547.56**

Trade Receivables ageing schedule as on 31.03.2023

(₹ in lakhs)

Particulars	Accrued but not due (Unbilled trade receivables)	Outstanding for following periods from due date of payment					Total
		Less than 6 Months	6 Months to 1 year	1 to 2 years	2 to 3 years	More than 3 years	
(i) Undisputed Trade receivables – considered good	2,102.59	13777.34	12567.14	3707.94	1686.49	0.00	33841.50
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	0.00	0.00	0.00	189.72	292.00	1360.33	1842.05
(iii) Undisputed Trade Receivables – credit impaired	0.00	0.00	0.00	0.00	0.00	0.00	0.00

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

(₹ in lakhs)

Particulars	Accrued but not due (Unbilled trade receivables)	Outstanding for following periods from due date of payment					Total
		Less than 6 Months	6 Months to 1 year	1 to 2 years	2 to 3 years	More than 3 years	
(iv) Disputed Trade Receivables– considered good	0.00	0.00	0.00	0.00	0.00	0.00	0.00
(v) Disputed Trade Receivables – which have significant increase in credit risk	0.00	0.00	0.00	98.04	121.95	8968.89	9188.88
(vi) Disputed Trade Receivables – credit impaired	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	2,102.59	**13,777.34**	**12,567.14**	**3,995.70**	**2,100.44**	**10,329.23**	**44,872.43**
Less: Expected Credit Loss provision as on 31.03.2023							11,030.93
Trade receivable as on 31.03.2023							**33,841.50**

Movement in the expected credit loss allowance

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Opening balance	**11,030.93**	**10,439.67**
Add: Additions during the year	1,594.87	613.97
Less: Reversals/withdrawals during the year	480.04	22.71
Closing Balance	**12,145.76**	**11,030.93**

Note 16: Cash and Cash equivalents

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Cash on hand		
Balance with Banks		
In current account	951.82	7,394.45
Term deposits with original maturity of less than three months	29,689.48	30,107.76
Total	**30,641.30**	**37,502.21**

a) ₹3500 lakhs has been allocated for R&D and innovation initiatives Fund, for development of pilot Autonomous Surface Vessel Project. Also Board approval granted for funding support not exceeding ₹5000 lakhs to "USHUS" project under CSL's Start-up Engagement Policy Framework.

b) Pursuant to resolution plan submitted by the M/s Cochin Shipyard Limited for takeover of Udupi Cochin Shipyard Limited (Erstwhile Tebma shipyards), the bid amounts have been paid to the banks under the approved resolution plan and all security charges, encumbrances, created or suffered to exist in relation to credit facilities extended to erstwhile M/s Tebma Shipyards Limited, stands released, discharged in terms of the resolution plan.Consequently the Bank guarantees stands discharged and margin money shall be released to M/s Udupi Cochin Shipyard Limited. However, the margin monies (aggregating approx. ₹351.12 lakhs) have not yet been actually released by the banks to UCSL as they hold the same as lien for the Bank Guarantees issued by them earlier which has been disputed by the UCSL. Therefore, on a prudent basis, UCSL will recognize the Fixed deposits, Interest income and TDS portion of interest income only in the period in which the banks actually release the margin money deposits. Accordingly the aforesaid amount is not included in the above.

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

Note 17: Bank balances other than cash and cash equivalents

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Lien Marked Term deposits with original maturity of less than three months*	46,103.75	84,423.51
Term Deposits with banks with original maturity more than 3 months and less than 12 months**	22,094.07	56,869.86
In current account :		-
on behalf of Indian Navy ***	2,76,092.29	2,42,387.94
on behalf of UTLA	432.68	-
on behalf of A&N	1,897.80	-
on behalf of IWAI	1,046.23	828.34
Term deposit on behalf of IWAI	900.00	
Term Deposits with banks with original maturity more than 3 months and less than 12 months earmarked for objects of IPO	7,050.00	53,691.71
Earmarked balances (Unpaid Dividend account)	142.43	98.20
Total	**3,55,759.25**	**4,38,299.56**

*Lien Marked Term deposits represents deposits in which lien is marked in favour of Union Bank of India, State Bank of India & IDBI for maintaining cash margin towards the Non-Fund based credit facilities granted to the Company and ₹106.87 lakhs (previous year ₹101.92 lakhs) lien marked in favour of The Registrar of High Court of Kerala. ₹11.84 lakhs in previous year represents lien marked deposit in favour of Executive Engineer (M) Maritime Board, Gujarat towards submission of quotation for fabrication of patrolling boats.

**Term Deposit with original maturity more than 3 months and less than 12 months includes term deposit of ₹0.94 lakhs with ICICI bank for which deposit receipt is not available as it was placed by erstwhile M/s Tebma Shipyards Ltd,however the bank has issued the confirmation letter for holding the deposit.

*** Funds parked by Indian Navy for the construction of Indigenous Aircraft Carrier and Next generation Missile Vessels are held in a separate accounts.

Note 18: Loans - Current

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Unsecured, considered good		
Employee advances		
Related parties	-	-
Others	115.11	99.50
Total	**115.11**	**99.50**

No signficant increase in credit risk or credit impairment

Note 19: Other Financial Assets - Current

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Interest accrued on Bank Deposits	9,429.28	3,335.93
Interest accrued from Others		0.94
Related parties		-
Interest accrued on employee advances		
Related parties		
Others	124.75	68.73
FD More than 12 months	700.00	-
Foreign Exchange Derivatives Assets	1,594.93	15.47
Total	**11,848.96**	**3,421.07**

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

Note 20: Other Current Assets

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Unsecured advances		
Advances other than capital advances		
Advances to related party	3,527.06	0.39
Other advances#	1,56,344.44	63,822.35
Advances considered doubtful	0.07	1,030.17
	1,59,871.57	**64,852.91**
Less: Provision for doubtful advances	0.07	1,030.17
	1,59,871.50	**63,822.74**
Others		
Contract Assets for IAC works*	24,765.33	29,238.07
Contract Assets for other works	51,246.30	21,881.25
Obsolete stock	281.41	352.37
Less: Provision for obsolesence	(281.41)	(352.37)
Balance with Revenue authorities	1,167.99	709.69
Miscellaneous deposits	84.34	62.04
Prepaid expenditure	2,526.36	1,089.09
Other receivables**	31.95	31.95
Input Tax Credit on GST	83,885.69	34,783.32
Medical Insurance Premium	1,984.50	1,876.91
Miscellaneous current assets ***	1,447.01	1,729.83
Total	**3,27,010.97**	**1,55,224.89**

*The Group has incurred ₹40,057.28 Lakhs till 31 March 2024 (₹37,377.15 Lakhs till 31st March 2023) towards augmentation of infrastructure facility out of funds received from Indian Navy. The ownership of the assets created out of the said funds vests with Indian Navy.

Stock of raw materials and bought out components procured under "Cost Plus" part of the IAC contract amounting to ₹5601.25 lakhs (previous year ₹6966.24 lakhs) held on behalf of Indian Navy lying with the Company is adjusted against Advances from Indian Navy for Indigenous Aircraft Carrier.

During the Financial Year 2022-23, the Group has handed over the Indigenous Aircraft Carrier (IAC P-71) to Indian Navy in accordance with the contract for the construction of IAC P-71. The Company has raised Invoice for ₹1915000 Lakhs on achievement of the delivery milestone of the contract. The balance scope of work will be completed subsequently as per the construction contract.

The Group has recognised revenue to the extent of ₹1861114.01 Lakhs as on 31.03.2024 against the IAC project P-71 and the balance revenue would be recognised as and when the performance obligations are achieved in accordance with the construction contract of IAC P-71. The details of revenue recognised so far on the project are as follows:

Description	FY 2023-24 ₹ in Lakhs	FY 2022-23 ₹ in Lakhs
Revenue Recognised as at beginning of the year	17,40,844.14	15,98,425.48
Revenue recognised during the year	1,20,269.87	1,42,418.66
Total revenue recognised on IAC P-71 as at year end	18,61,114.01	17,40,844.14

Refer Note No 46 on Ind AS 115 "Revenue from Contract with Customers

**Other receivables represents the amount to be recovered from Committee of Creditors (CoC) for the costs incurred for maintenance of excluded ships. Said sum consisted of funds utilized from the CIRP account kept by the resolution professional as well as funds used from the company's account. The Group has raised debit note for recovery of balance amount to CoC but has not yet received the payment. No Balance confirmation is available from Committee of Creditors.

*** The Corporate Social responsibility (CSR) expenditure is charged to the Statement of Profit & Loss in the period in which it is incurred, except to the extent the Group decides to carry forward any amount in excess of the minimum required CSR expenditure for adjustment in future years in terms of Sec 135(5) of the Companies Act 2013 read with Companies (Corporate Social Responsibility Policy) Amendment Rules, 2021 and such excess amount is classified under Miscellaneous Current Assets.

#In HCSL,Fund received from Inland Waterways Authority of India (IWAI) for Pandu Project-Ship Repair Facility Unit at Pandu-Guwahati, on Deposit basis has been adjusted with amount incurred on Pandu Project till 31.03.2024.

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

Note 21: Equity Share Capital

Particulars	As at March 31,2024		As at March 31,2023	
	Number	₹ in lakhs	Number	₹ in lakhs
Authorised				
Equity shares of ₹5/- each as at March 31, 2024 Equity shares of ₹10/- each as at March 31, 2023	500000000	25,000.00	250000000	25,000.00
Issued, Subscribed and Fully paid up				
Equity shares of ₹5/- each as at March 31, 2024 Equity shares of ₹10/- each as at March 31, 2023	263080780	13,154.04	131540390	13,154.04
Total	**263080780**	**13,154.04**	**131540390**	**13,154.04**

21.1 Reconciliation of number of shares and amounts outstanding

Particulars	As at March 31,2024		As at March 31,2023	
	Number	₹ in lakhs	Number	₹ in lakhs
Equity Shares outstanding at the beginning of the year	131540390	13,154.04	131540390	13,154.04
Add : shares issued during the year	0	0.00	0	0.00
Less: Shares extinguished on splitting of shares (refer note below)	(131540390)	0.00	0	0.00
Add : Equity shares of ₹5/- each issued during the year on splitting (Refer note below)	263080780	0.00	0	0.00
Less : Shares bought back during the year	0	0.00	0	0.00
Equity Shares outstanding at the end of the year	**263080780**	**13154.04**	**131540390**	**13,154.04**

Terms & Rights attached to Equity shares: The Company has only one class of equity shares having a face value of ₹5 per share which is fully paid up. Equity shareholders are eligible for one vote per share held, and are entitled to dividends as and when declared by the Company. Interim dividend is paid as and when declared by the Board. Final dividend proposed by the Board of Directors is subject to approval/regularisation by the share holders in the Annual General meeting. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the company after distribution of all preferential amounts, in proportion to their shareholding.

Sub-division & Other information:

On 10 Jan 2024, the Company sub-divided every 1 (one) Equity Share of the nominal/face value of ₹10/- each into 2 (Two) Equity Share of the nominal/face value of ₹5/- each.

21.2 Details of shareholders holding more than 5% shares in the company

Particulars	As at March 31,2024		As at March 31,2023	
	Number of Shares held	% of holding	Number of Shares held	% of holding
The President of India (Pre stock split - Face value ₹10/share Post stock split - Face value ₹5/share)	191686928	72.86	95843464	72.86

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

21.3 Shares held by promoters at the end of the year

Promoter name	No. of Shares	% of total shares	% Change during the year
The President of India (Pre stock split - Face value ₹10/share Post stock split - Face value ₹5/share)	191686928	72.86	Nil

During the year 2023-24, as a result of splitting of shares of the company, one (01) equity share of face value of ₹10 each was sub divided into two (02) equity shares of face value of ₹5 each. However, there was no percentage change in share capital of the company as on 31st March 2024.

Note 22: Other Equity

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Capital Reserves	7,024.25	7,024.25
Capital Redemption Reserve	12,353.76	12,353.76
Securities Premium	93,151.90	93,151.96
Debenture Redemption Reserve	-	1,668.44
General Reserve	6,322.75	6,322.75
Cash flow Hedge Reserve	(593.75)	(3,578.40)
Retained Earnings	3,68,920.72	3,12,667.84
Total	**4,87,179.63**	**4,29,610.60**

Movement of each item in Other Equity is detailed in Statement of Changes in Equity

Capital Reserve: Capital reserve includes ₹263.56 lakhs being restoration charges received from M/s Indian Oil Corporation Ltd for laying pipe line through the Group's land. It also includes gain on acquisition of subsidiary M/s Udupi Cochin Shipyard Ltd (Formerly Tebma Shipyards Ltd) ₹6696.04 lakhs and acquisition of Non controlling interest of subsidiary M/s Hooghly Cochin Shipyard Ltd ₹64.65 lakhs.

Capital Redemption Reserve: Capital Redemption Reserve of ₹12353.76 lakhs includes ₹11914.20 lakhs being reserves created on redemption of preference shares and ₹439.56 lakhs being a sum equal to the nominal value of the shares bought back, which will be utilised for the purpose defined under the Companies Act 2013.

Securities Premium: Premium on tax free bonds is amortised on straight line basis over the period of bonds. The company had completed the Initial Public Offer (IPO) during 2017-18 and had allotted 22656000 equity shares of ₹10 each at premium (₹93929.76 lakhs). Expenses incurred net of deferred tax adjustment towards such allotment of shares amounting ₹777.93 lakhs has been debited in Securities Premium in accordance with the requirements of Indian Accounting Standard (Ind AS) 32- Financial Instruments.

Debenture Redemption Reserve: The Holding Company was hitherto creating Debenture Redemption Reserve at 25% of the value of bonds issued by the company over the maturity period of such debentures in accordance with Section 71(4) of the Companies Act, 2013 read with Rule 18(7) of the Companies (Share Capital and Debentures) Rules, 2014 and as per SEBI (Issue and Listing of Debt Securities) Regulations, 2008. As per the amendment made to the Companies (Share Capital and Debentures) Rules, 2014 notified vide Notification No. G.S.R. 574(E) by the Ministry of Corporate Affairs, the Holding company is not required to create Debenture Redemption Reserves in respect of the bonds issued by it. However, the Debenture Redemption Reserve already created up to 30.09.2019, ₹1668.44 Lakhs, was retained in the books till the time of redemption of the Tax Free Infrastructure Bond Series 2013-14 (Tranche I) on 2nd December 2023. After this, entire balance was transferred to retained earnings.

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

General Reserve: General reserve is primarily created to comply with the requirements of section 123(1) of the Companies Act, 2013. This is a free reserve and can be utilised for any general purpose like issue of bonus shares, payment of dividend, buy back of shares etc. The Company created a General reserve in earlier years pursuant to the provisions of the Companies Act,1956 where in certain percentage of profits were required to be transferred to General reserve before declaring dividends. As per the Companies Act 2013, the requirements to transfer profits to General reserve is not mandatory.

Cash flow Hedge Reserve: Cash flow hedge reserve represents the effective portion of change in the fair value of designated hedging instruments recognised in the Other Comprehensive Income. (Refer Note No. 48)

Interim dividend: During the year, the Company paid interim dividends of ₹8 per equity share of face value of ₹10 (Pre sub-division) and ₹3.5 per equity share of face value of ₹5 (Post sub- division), as recommended at the board meetings held on Nov 7, 2023 and Jan 30, 2024 respectively.

Proposed dividend: The Board of Directors of the Company have recommended a final dividend of ₹2.25 per equity share of face value of ₹5 for the financial year ended March 31, 2024 at the Board meeting held on May 24, 2024. This is subject to approval/ regularisation by the share holders in the Annual General meeting.

Note 23: Borrowings

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Bonds - Secured	-	
At amortised cost		
Tax Free Redeemable Non Convertible Bonds -Series 2013-14	2,302.20	2,302.20
Total	**2,302.20**	**2,302.20**

Tax Free Infrastructure Bond Series 2013-14

a) Tranche 1: 1000 bonds of face value of ₹10 lakhs totalling ₹10000 lakhs with interest rate of 8.51% payable annually, redeemable at par, redeemed on 02nd December 2023.

b) Tranche 2: 230 bonds of face value of ₹10 lakhs totalling ₹2300 lakhs with interest rate of 8.72% payable annually, redeemable at par, due for redemption on 28th March 2029.

These bonds are secured against the landed properties of the Group admeasuring 197.12 ares (487.00 cents) made up of 34.30 ares in Sy No. 713/11, 23.57 ares in Sy No. 713/12, 59.12 ares in Sy No. 713/13, 50.18 ares in Sy No. 714/06, 10.12 ares in Sy No. 714/2, 8.90 ares in Sy No. 714/4 and 10.93 ares in Sy No. 714/5 of land all are lying contiguously in Elamkulam village, Kanayannur taluk, Ernakulam Dist, Kerala.

Utilisation : Out of the issue proceeds of ₹12300 lakhs received, the Company has fully utilised/adjusted funds towards various expenditure incurred on International Ship Repair Facility (ISRF) project.

Difference between carrying amounts and fair values of financial liabilities of borrowings is not significant in each of the year presented.

Note 24: Lease Liabilities-Non current

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Lease Liabilities under Ind AS 116	44,925.88	40,446.48
Total	**44,925.88**	**40,446.48**

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

Note 25: Other Financial liabilities - Non Current

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Payable to Chennai Port Trust	-	261.22
Security deposit	18.27	-
Advance lease rent	-	-
Total	**18.27**	**261.22**

Rent Deposit received against vessel given on operating lease disclosed at amortised cost as per Ind AS 109 - Financial Instruments.

Liability of ₹261.22 lakhs to Chennai Port Trust in respect of customs duty was covered by a refund appeal lying before Commissioner (Appeals) which was also shown as deposits with Customs department under Note No. 13. Since the refund appeal has been rejected by Commissioner of Customs (Appeals), Other Non-current asset has been adjusted with Other financial liabilities (Non current)- payable to Chennai port trust.

Note 26: Provisions - Non Current

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Provision for employee benefits - Compensated absences (Refer Note No 39)	4,302.61	3,927.93
Provision for employee benefits - Gratuity	186.32	222.72
Total	**4,488.93**	**4,150.65**

Note 27: Other non current liabilities

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Deferred Income arising from Government Assistance	6.87	248.98
advance lease rental	4.13	
Total	**11.00**	**248.98**

Note 28: Borrowings

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Tax Free Redeemable Non Convertible Bonds -Series 2013-14	-	10,279.78
Loan from banks repayable on demand	-	705.00
Total	**0.00**	**10,984.78**

Referring to Note 23: Tranche 1: 1000 bonds of face value of ₹10 lakhs totalling ₹10000 lakhs with interest rate of 8.51% payable annually , redeemable at par, redeemed on 02nd December 2023.

UCSL has availed Cash Credit facility (Sanction limit of ₹8500 Lakhs) from Union Bank of India and SBI at the interest rate 9.4% & 9.2% / annum respectively. Credit facility is secured by hypothecation of current assets including inventory and receivables of the Company. Terms of Repayment: Running account repayable on demand subject to annual review/ renewal.

Cash credit facility availed as on 31.03.2024 is Nil.

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

Note 29: Lease liabilities

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Lease Liabilities under Ind AS 116	2,991.88	4,999.40
Total	**2,991.88**	**4,999.40**

Note 30: Trade Payables

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Trade payables (Unsecured)		
Outstanding dues of Micro enterprises and Small enterprises	8,879.21	5,716.84
Outstanding dues of creditors other than Micro enterprises and Small enterprises	37,632.80	15,931.10
Total	**46,512.01**	**21,647.94**

Fund received from Inland Waterways Authority of India (IWAI) for Pandu Project-Ship Repair Facility Unit at Pandu-Guwahati, on Deposit basis has been adjusted with amount incurred on Pandu Project till 31.03.2024.

To the extent, the Company has received intimation from the vendors regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006, the details of trade payables are provided as under:

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Amount remaining unpaid to supplier at the end of each accounting year;		
Principal	8,879.21	5,716.84
Interest on above Principal	-	-
The amount of interest paid by the buyer in terms of section 16 of the Micro, Small, and Medium Enterprises Development Act, 2006 (27 of 2006), along with the amount of the payment made to supplier beyond the appointed day during each accounting year;		
The amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under Micro, Small, and Medium Enterprises Development Act, 2006;	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small, and Medium Enterprises Development Act, 2006;	-	-

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

Trade Payables ageing schedule as on 31.03.2024

(₹ in lakhs)

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME					
Not due	8787.28	0.00	0.00	0.00	8787.28
Due	91.93	0.00	0.00	0.00	91.93
(ii) Others					
Not due	33626.83	0.00	0.00	0.00	33626.83
Due	3979.19	17.03	0.00	9.75	4005.97
(iii) Disputed dues – MSME					0.00
(iv) Disputed dues – Others					0.00
(v) Unbilled Creditors- ucsl					0.00
Total	**46,485.23**	**17.03**	**-**	**9.75**	**46,512.01**

Trade Payables ageing schedule as on 31.03.2023

(₹ in lakhs)

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME					
Not due	5,716.84	-	-	-	5,716.84
Due	-	-	-	-	-
(ii) Others					-
Not due	11,725.20	0.54	-	-	11,725.74
Due	4,184.22	7.34	-	13.80	4,205.36
(iii) Disputed dues – MSME	-	-	-	-	-
(iv) Disputed dues – Others	-	-	-	-	-
Total	**21,626.26**	**7.88**	**-**	**13.80**	**21,647.94**

Note 31: Other Financial Liabilities - Current

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Interest accrued but not due	-	-
Dividend on preference shares	115.42	96.01
Unpaid Dividend	142.43	93.22
Foreign Exchange Derivatives Liabilities	2,388.81	4,797.38
Others		
Security and other deposits	2,422.86	2,147.84
Profit share payable to lessor	202.13	268.60
Others Payables	12,983.95	11,941.41
Total	**18,255.60**	**19,344.46**

Other payables includes ₹1253.84 lakhs (PY ₹1253.84 Lakhs) payable to Committee of Creditors i.e; Subsidy received from Ministry under Ship Building Subsidy Scheme. No Balance confirmation is available from Committee of Creditors.

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

Note 32: Other Current Liabilities

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Contract Liability for Indigenous Aircraft Carrier works (Net)	-	-
IAC Trade payables	11,184.64	17,573.11
Contract Liability for other works	4,96,202.62	3,87,207.41
Advances for ship building , ship repair and other contracts	9,609.09	8,312.12
Advances for ship repair and others		
Income received in advance	1,259.55	29.08
Statutory dues	2,725.75	1,984.04
Deferred Income arising from Government Assistance	1.14	1.14
Total	**5,20,982.79**	**4,15,106.90**

IAC Trade Payables include ₹2072.12 lakhs (previous year -₹1774.84 lakhs) payable to MSME vendors which are not due as on 31 March 2024.

Note 33: Provisions - Current

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Provision for Employee benefits		
Gratuity	459.97	530.54
Compensated absences (Refer Note No 39)	363.42	275.69
	823.39	**806.23**
Other Provisions		
For Taxes and duties	2,672.32	2,668.99
For Shipbuilding loss *	6,363.00	5,465.00
For Expenditure / contingencies	53,020.97	30,066.72
	62,056.29	**38,200.71**
Total	**62,879.68**	**39,006.94**

Provision for Expenses / Contingencies

In order to meet the contingent expenditure to operationalise the facility as per the resolution plan, a provision for contingency of ₹1250 lakhs has been provided in books of UCSL as on 31/3/2020. During the year, UCSL has adjusted an amount of ₹156.64 lakhs (PY ₹212.59 lakhs) and the balance has been reviewed and retained.

* HCSL is executing one 2200 DWT-MPV order based on customer specification as per the agreement. During the construction of vessels design and other specification got changed and it is estimated that ₹427.00 lakhs additional cost will be incurred. Discussions are going on with the customer meanwhile company is making additional provision of ₹427.00 lakhs.

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

33.1 Details of movement of provisions

(₹ in lakhs)

Particulars	As at 01.04.2023	Provision made during the period	Amounts used during the period	Unused amounts reversed during the period	As at 31.03.2024
Provision for employee benefits- Gratuity	530.54	607.54	501.50	176.61	459.97
Compensated absences	275.69	87.86	0.13		363.42
Provision for taxes and duties	2,668.99	3.33			2,672.32
Provision for shipbuilding loss	5,465.00	2,014.00		1,116.00	6,363.00
Provision for expenditure / contingencies	30,066.72	2,14,143.06	1,89,780.27	1,408.54	53,020.97

(₹ in lakhs)

Particulars	As at 01.04.2022	Provision made during the period	Amounts used during the period	Unused amounts reversed during the period	As at 31.03.2023
Provision for employee benefits- Gratuity	360.78	449.55	279.79	-	530.54
Compensated absences	419.76	0.19	-	144.26	275.69
Provision for taxes and duties	2,665.50	3.49	-	-	2,668.99
Provision for shipbuilding loss	7,573.00	-	-	2,108.00	5,465.00
Provision for expenditure / contingencies	36,513.19	39,497.83	43,763.57	2,180.73	30,066.72

Note 34: Revenue from operations

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Sale of products		
Ship building:		
Indigenous Aircraft Carrier (IAC)	1,20,271.77	1,42,418.66
Vessels other than IAC	1,55,460.79	34,373.45
Engineering works	-	-
Income from Csas	686.90	-
	2,76,419.46	**1,76,792.11**
Sale of services		
Ship repairs	98,681.23	54,512.00
Income from services		576.35
	98,681.23	**55,088.35**
Other operating revenue		
Sale of stock items	123.43	63.23
Ship Building Financial Assistance	5,302.36	1,424.67
Sale of scrap	943.00	1,549.62
Management fee	1,575.94	1,537.50
	7,944.73	**4,575.02**
Total	**3,83,045.42**	**2,36,455.48**

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

1. Refer Note No 46 on Ind AS 115 "Revenue from Contract with Customers".

2. Out of the Revenue from Operations, ₹26135.62 lakhs (₹6905.65 lakhs in previous year) pertain to revenue from export orders.

3. The group has considered the lock down period due to COVID 19 & GoI circular dated May 13, 2020, which ever is applicable to the projects and Kerala Flood natural calamity 2018 as Force Majeure period for computation of Liquidated Damages while calculating Revenue from operations.

4. With regard to the Shipbuilding contract with Andaman & Nicobar ('A&N') Administration for construction of 2 Nos 1200 Passenger Vessels, the contractual delivery dates (as extended) for both the vessels have already expired. The Company has provided for LD for the delay upto 29 Apr 2023 and 30 Oct 2023 in vessel yard no. SH.0023 & vessel yard no. SH.0024 respectively. At the request of the A&N administration for reallocation of the vessel for other prospective buyers, the delivery of ships has been abated, with minor progress. Since the Holding Company has a valid contract with A&N Administration, the Holding company has not recognized further liquidated damages in the financials beyond the dates mentioned above.

5. Ship Building Financial Assistance ('SBFA') provided by Govt. of India is to compensate the cost incurred by the Group in building the vessels and it is not for the losses already incurred. Prior to 2016, SBFA was named as "Shipbuilding Subsidy", with an intention to subsidize the cost/compensating the cost of construction of vessel. Subsequently the term has been reworded as "Ship Building Financial Assistance", without any change in the intention of the Government, modality, principles and procedure of the policy.

   SBFA is recognized over a period of time in proportion to the expenses / cost incurred. The Group has obtained in principle approvals from DG Shipping for eligible vessels. Only for those vessels, which are constructed and delivered within the period as specified in the policy guidelines shall be eligible for availing financial assistance under the policy. Accordingly, the company has recognized the SBFA Income for those vessels, which in view of the management are complying with the requirements of SBFA Policy as amended.

   During the year, the group has reversed a sum of ₹1072.01 lakhs due to revision in expected delivery dates. To the extent of the SBFA Income recognized, there are no unfulfilled conditions or contingencies attached to it.

6. Cochin Shipyard Ltd (CSL) has entered into an Agreement with the Andaman and Nicobar Administration to commence its operations at Marine Dockyard, at Port Blair, a facility that is currently being operated directly by the A&N Administration. Management fee on pro rata basis is accounted based on this agreement. Under the ambit of this Agreement signed on 28 Nov 2019, CSL shall assist the Administration to set up a Ship repair ecosystem at A&N islands.CSL shall also associate in Augmentation and Modernisation of the facility and also focus efforts towards Skill Development in the Islands in consultation with the Administration and Technical Institutions located in the Islands.

7. During the year, the Group has updated its measurement of progress in applying the Output Method for recognition of revenue in respect of Shipbuilding Contracts in order to have a more faithful depiction towards complete satisfaction of the performance obligations considering the change in circumstances and characteristics of the contracts entered.

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

Note 35: Other Income

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Training facilities	501.57	327.76
Income from sale of scrap and stores	147.94	1,345.61
Profit on sale of Property, Plant & Equipment	13.25	6.11
Income from laboratory services	23.00	17.58
Rental income	253.30	298.30
Hire charges	60.00	1.39
Interest on bank deposits	23,220.58	11,601.55
Interest from others	834.13	764.28
Dividend income from Preference shares		-
Dividend Income from Mutual funds	7.49	-
Dividend income from Society	0.54	0.54
Net gain on foreign currency transactions	2,004.65	-
Provision no longer required	2,426.41	5,837.91
Miscellaneous income*	1,525.23	500.23
Total	**31,018.09**	**20,701.25**

*Miscellaneous income includes ₹1.14 lakhs being deferred government assistance in the form of subsidy relating to installation of Solar Power plant inside the yard. The same has been accounted as per the requirements of Ind AS 20 - Accounting for Government Grants and Disclosure of Government Assistance.

The Group is not accounting the Interest amount uploaded in Form 26AS on those deposits which are not taken as fixed deposits in the books of UCSL due to lien marked before NCLT order.

During the FY 2022-23, pursuant to the order of Madras High Court dismissing appeal filed by VOC Port Trust against the arbitral award, an amount of ₹181.82 lakhs has been received by the Group and same has been accounted as other income under the head "ProvisIon no longer required / Liabilities written back" during the FY 2022-23.

Provision of ₹26.46 lakhs reversed on receipt of TDS amount during the current financial year.

Note 36: Cost of Materials Consumed

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Raw Materials		
Steel	14,704.73	4,055.72
Pipe	1,556.61	1,178.60
Paint	2,300.28	2,011.92
Bought out components	1,54,883.16	1,04,942.62
Total	**1,73,444.78**	**1,12,188.86**

Note 37: Changes in Inventories of Work-in-Progress

(Other than those which are recognised as income on percentage / proportionate completion method)

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Work -in-progress at cost:		
At the beginning of the year	496.05	352.31
Less: at the end of the year	428.65	496.05
Total	**67.40**	**(143.74)**

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

Note 38: Sub Contract and Direct Expenses

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Sub contract and off loaded jobs	36,446.04	31,122.39
Hull insurance	835.21	335.99
Design Expenses	8,844.36	6,653.57
Operating expenses	9,750.81	5,377.93
Total	**55,876.42**	**43,489.88**

Note 39: Employee Benefits Expenses

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Salaries, wages, bonus/exgratia and allowances	32,349.42	28,009.19
Contribution to Provident Fund and Family Pension Fund	1,719.37	2,664.87
Gratuity	384.07	328.65
Staff welfare expenses	4,539.86	2,698.79
	38,992.72	**33,701.50**
Less:Expenditure during construction	(364.32)	(275.95)
Total	**38,628.40**	**33,425.55**

Contribution to Provident Fund and Family Pension Fund includes provident fund inspection and administration charges ₹28.41 lakhs (previous year ₹43.62 lakhs).

Salaries, Wages, bonus/exgratia and allowances includes provision for encashment of half pay compensated absences for workmen amounting to ₹90.00 lakhs (previous year ₹17.96 lakhs).

The employee benefits accruing to the employees on deputation from Cochin Port Trust and Mumbai Port Trust are being accounted based on demands received from Cochin Port Trust & Mumbai Port Trust as per tripartite agreement between the Holding Company, Cochin Port Trust & Mumbai Port Trust and the recognised Trade unions of the Port and not based on actuarial valuation except for gratuity which is actuarially valued.

Post-employment obligations

Provident fund

Provident Fund for eligible employees is managed by the Holding Company through a trust in line with the Provident Fund and Miscellaneous Provision Act,1952. The plan guarantees interest at the rate notified by the Provident Fund Authorities. The contribution by the employees and employer @12% of basic salary (including Dearness Allowance) together with the interest accumulated thereon are payable to employees at the time of separation from the Holding Company or retirement whichever is earlier. The benefits vests immediately on rendering of the services by the employee. The contribution is charged to Statement of Profit and Loss of the year when the contributions to the respective funds are due in accordance with relevant statute. Employer's contribution to Provident Fund & Family Pension fund is ₹1693.55 Lakhs for the year 2023-24 (₹2028.84 Lakhs for the year 2022-23). The minimum interest rate payable by the trust to the beneficiaries every year is notified by the Government. The Holding Company has an obligation to make good the shortfall, if any, between the return from the investments of the trust (including investment risk fall) and the notified interest rate, which is determined on the basis of actuarial valuation.

The Holding Company has obtained report on the determination and disclosure of interest rate Guarantee, valuation of Assets & Liabilities as per Ind AS 19 of Employees Benefits relating to Exempt Provident Fund for the period ended 31st March 2024.

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

The details of fund obligations as per actuarial valuation are given below:

(₹ in lakhs)

Particulars	2023-24	2022-23
Fair value of plan assets	23,514.49	19,430.22
Present value of benefit obligation at year end	23,581.18	19,995.86
Net liability / (Net asset)	66.69	565.64
Additional provision	Nil	Nil

Other Benefit Plan - Compensated absences

The principal assumptions used for the purpose of actuarial valuation were as follows:

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Discount Rate (p.a)	6.97%	7.23%
Rate of increase in compensation levels	Officers & Supervisors 3% Workers 3%	Officers & Supervisors 3% Workers 3%
Attrition Rate- Half Pay Leave	0.70%	0.70%
Attrition Rate- Earned Leave	Officers & Supervisors 0.7% Workers 0.7%	Officers & Supervisors 0.7% Workers 0.7%
Average Duration of Defined Benefit Obligation (In years)	9.30	9.03

Amount recognised in the Statement of Profit and Loss in respect of defined benefit plans are as follows:-

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Service Cost:		
Current Service Cost	245.58	227.99
Net Interest expense	283.51	267.00
Acturial (Gain)/Loss recognised during the period	453.72	428.75
Expenses recognised in the statement of profit and loss	**982.81**	**923.74**

The amount included in the Balance Sheet arising from the entity's obligation in respect of its defined benefit plan is as follows:-

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Present Value of Defined Benefit Obligation at end of the year	4,626.82	4,198.71
Fair Value of Plan Assets at the end of the year	-	-
Net Liabilities /(Assets) recognized in the Balance Sheet	**4,626.82**	**4,198.71**

(₹ in lakhs)

Type of Employee Benefit	For the year ended March 31, 2024	For the year ended March 31, 2023
Current Component of PVO	350.06	275.36
Non-Current Component of PVO	4,276.76	3,923.35
TOTAL PVO	**4,626.82**	**4,198.71**

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

Movements in present value of the defined benefit obligation are as follows:-

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Defined Benefit Obligation at beginning of the year	4,198.71	3,970.62
Current & Past Service Cost	245.58	227.99
Current Interest Cost	283.51	267.00
Actuarial (Gain)/ Loss	453.72	428.75
Benefits paid	(554.70)	(695.65)
Defined Benefit Obligation at end of the year	**4,626.82**	**4,198.71**

Movements in the fair value of the plan assets are as follows:

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Fair Value of Plan Assets at the beginning of the year	-	-
Expected Return on Plan Assets	-	-
Actuarial (Gain)/ Loss	-	-
Contributions from the employer	554.70	695.65
Benefits paid	(554.70)	(695.65)
Fair Value of the Assets at the end of the year	**-**	**-**

Expected Contributions in Following Years [mid-year cash flows]

(₹ in lakhs)

Year	For the year ended March 31, 2024	For the year ended March 31, 2023
Year 1	87.59	80.98
Year 2	249.14	191.37
Year 3	177.05	183.51
Year 4	157.34	153.66
Year 5	120.14	141.97
Next 5 Years	708.03	585.85

“NA “ denoted “ Not Available”

Expected Benefit Payments in Following Years [mid-year cash flows]

(₹ in lakhs)

Year	For the year ended March 31, 2024	For the year ended March 31, 2023
Year 1	87.59	80.98
Year 2	249.14	191.37
Year 3	177.05	183.51
Year 4	157.34	153.66
Year 5	120.14	141.97
Next 5 Years	708.03	585.85

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

Sensitivity Analysis - Half Pay Leave	For the year ended March 31, 2024	For the year ended March 31, 2023
A. Discount Rate + 50 BP	7.47%	7.73%
Defined Benefit Obligation [PVO]	3,889.26	3,546.50
Current Service Cost	168.06	152.61
B. Discount Rate - 50 BP	6.47%	6.73%
Defined Benefit Obligation [PVO]	4,234.29	3,850.97
Current Service Cost	185.38	167.55
C. Salary Escalation Rate + 50 BP	3.50%	3.50%
Defined Benefit Obligation [PVO]	4,240.52	3,856.87
Current Service Cost	185.70	167.84
D. Salary Escalation Rate - 50 BP	2.50%	2.50%
Defined Benefit Obligation [PVO]	3,882.28	3,539.98
Current Service Cost	167.72	152.29

BP denotes "Basis Points"

Sensitivity Analysis - Earned Leave	For the year ended March 31, 2024	For the year ended March 31, 2023
A. Discount Rate + 50 BP	7.47%	7.73%
Defined Benefit Obligation [PVO]	3,889.26	3,546.50
Current Service Cost	168.06	152.61
B. Discount Rate - 50 BP	6.47%	6.73%
Defined Benefit Obligation [PVO]	4,234.29	3,850.97
Current Service Cost	185.38	167.55
C. Salary Escalation Rate + 50 BP	3.50%	3.50%
Defined Benefit Obligation [PVO]	4,240.52	3,856.87
Current Service Cost	185.70	167.84
D. Salary Escalation Rate - 50 BP	2.50%	2.50%
Defined Benefit Obligation [PVO]	3,882.28	3,539.98
Current Service Cost	167.72	152.29

BP denotes "Basis Points"

Defined Benefit Plan-Gratuity

The principal assumptions used for the purpose of actuarial valuation were as follows (Head office):	For the year ended March 31, 2024	For the year ended March 31, 2023
Discount Rate (p.a)	6.97%	7.23%
Rate of increase in compensation levels	Officers & Supervisors 3% Workers 3%	Officers & Supervisors 3% Workers 3%
Attrition Rate	Officers & Supervisors 0.70% Workers 0.70%	Officers & Supervisors 0.70% Workers 0.70%
Expected Rate of Return on Plan Asset	6.97%	7.23%

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Average Duration of Defined Benefit Obligations (In years)	11.20	10.83

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

Amount recognised in the Statement of Profit and Loss/Other comprehensive income in respect of defined benefit plans are as follows:-

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Service Cost:		
Current Service Cost	295.69	265.13
Past Service Cost	-	-
Net Interest expense	18.13	10.31
Components of defined benefit costs recognised in statement of profit and loss	**313.82**	**275.44**
Remeasurement of the net defined benefit liability:		
Actuarial (Gain)/Loss on Plan Obligations	308.76	202.52
Difference between Actual Return and Interest income on Plan assets (gain)/loss	(222.81)	23.55
Components of defined benefit costs recognised in Other Comprehensive Income	**85.95**	**226.07**

The amount included in the Balance Sheet arising from the entity's obligation in respect of its defined benefit plan is as follows:-

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Present Value of Defined Benefit Obligation at end of the year	4,799.46	4,319.66
Less: Fair Value of Plan Assets at the end of the year	4,399.69	3,818.15
Net Liabilities /(Assets) recognized in the Balance Sheet	**399.77**	**501.51**

Movements in present value of the defined benefit obligation are as follows:-

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Defined Benefit Obligation at beginning of the year	4,319.66	4,313.35
Current Service Cost	295.69	265.13
Current Interest Cost	297.07	290.20
Past Service Cost	-	-
Actuarial (Gain)/ Loss	308.76	202.52
Benefits paid	(421.72)	(751.54)
Defined Benefit Obligation at end of the year	**4,799.46**	**4,319.66**

Movements in the fair value of the plan assets are as follows:

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Fair Value of Plan Assets at the beginning of the year	3,818.15	4,033.56
Expected Return on Plan Assets	278.94	279.89
Actuarial Gain/(Loss)	222.81	(23.55)
Contributions from the employer	501.50	279.79
Benefits paid	(421.71)	(751.54)
Fair Value of the Assets at the end of the year	**4,399.69**	**3,818.15**

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

Expected Contributions in Following Years [mid-year cash flows]

(₹ in lakhs)

Year	For the year ended March 31, 2024	For the year ended March 31, 2023
Year 1	NA	NA
Year 2	NA	NA
Year 3	NA	NA
Year 4	NA	NA
Year 5	NA	NA
Next 5 Years	NA	NA

"NA " denoted " Not Available"

Expected Benefit Payments in Following Years [mid-year cash flows]

(₹ in lakhs)

Year	For the year ended March 31, 2024	For the year ended March 31, 2023
Year 1	143.68	160.58
Year 2	629.58	571.47
Year 3	450.06	437.68
Year 4	352.83	400.09
Year 5	287.11	322.41
Next 5 Years	1,347.44	1,167.06

Sensitivity Analysis	For the year ended March 31, 2024	For the year ended March 31, 2023
A. Discount Rate + 50 BP	7.47%	7.73%
Defined Benefit Obligation [PVO]	4,560.01	4,111.97
Current Service Cost	314.70	276.46
B. Discount Rate - 50 BP	6.47%	6.73%
Defined Benefit Obligation [PVO]	5,058.74	4,544.50
Current Service Cost	361.87	316.81
C. Salary Escalation Rate + 50 BP	3.50%	3.50%
Defined Benefit Obligation [PVO]	5,019.28	4,519.69
Current Service Cost	354.30	308.18
D. Salary Escalation Rate - 50 BP	2.50%	2.50%
Defined Benefit Obligation [PVO]	4,582.95	4,127.12
Current Service Cost	323.51	280.70

BP denotes “Basis Points”

MAJOR CATEGORIES OF PLAN ASSETS (AS PERCENTAGE OF TOTAL PLAN ASSETS)	For the year ended March 31, 2024	For the year ended March 31, 2023
Government of India Securities	39.59%	31.68%
State Government Securities	24.56%	27.62%
High Quality Corporate Bonds	0.00%	0.00%
Equity shares of listed companies	28.37%	23.62%
Property	0.00%	0.00%
Special Deposit Scheme	0.00%	0.00%

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

MAJOR CATEGORIES OF PLAN ASSETS (AS PERCENTAGE OF TOTAL PLAN ASSETS)	For the year ended March 31, 2024	For the year ended March 31, 2023
Funds managed by Insurer	0.31%	0.33%
Others	7.17%	16.75%
Total	**100.00%**	**100.00%**

The plan assets are managed by the Gratuity Trust formed by the Holding Company.

The principal assumptions used for the purpose of actuarial valuation of International Ship Repair Facility (ISRF) and CSL Mumbai Ship Repair Unit (CMSRU) were as follows:	For the year ended March 31, 2024	For the year ended March 31, 2023
Discount Rate (p.a)-ISRF	7.10%	7.30%
Discount Rate (p.a)-CMSRU	7.10%	7.30%
Rate of increase in compensation levels	3.00%	3.00%
Attrition Rate	2.00%	2.00%
Expected Rate of Return on Plan Asset	0.00%	0.00%

Amount recognised in the Statement of Profit and Loss/Other comprehensive income in respect of defined benefit plans are as follows:-

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Service Cost:		
Current Service Cost	23.18	24.28
Past Service Cost	-	-
Net Interest expense	15.66	16.58
Components of defined benefit costs recognised in statement of profit and loss	**38.84**	**40.86**
Remeasurement of the net defined benefit liability:		
Actuarial (Gain)/Loss on Plan Obligations	(20.20)	(93.24)
Difference between Actual Return and Interest income on Plan assets (gain)/loss		
Components of defined benefit costs recognised in Other Comprehensive Income	**(20.20)**	**(93.24)**

The amount included in the Balance Sheet arising from the entity's obligation in respect of its defined benefit plan is as follows:-

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Present Value of Defined Benefit Obligation at end of the year	233.26	214.62
Less: Fair Value of Plan Assets at the end of the year	-	-
Net Liabilities /(Assets) recognized in the Balance Sheet	**233.26**	**214.62**

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

Movements in present value of the defined benefit obligation are as follows:-

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Defined Benefit Obligation at beginning of the year	214.62	267.00
Current Service Cost	23.18	24.28
Current Interest Cost	15.66	16.58
Past Service Cost		
Actuarial (Gain)/ Loss	(20.20)	(93.24)
Benefits paid		
Defined Benefit Obligation at end of the year	**233.26**	**214.62**

ISRF & CMSRU gratuity is self managed by the Holding Company.

Expected Contributions in Following Years [mid-year cash flows]

(₹ in lakhs)

Particulars	For the year ended Mar 31, 2024	
Year	**ISRF**	**CMSRU**
Year 1	NA	NA
Year 2	NA	NA
Year 3	NA	NA
Year 4	NA	NA
Year 5	NA	NA
Next 5 Years	NA	NA

"NA " denoted " Not Available"

Expected Contributions in Following Years [mid-year cash flows]

(₹ in lakhs)

Particulars	For the year ended Mar 31, 2023	
Year	**ISRF**	**CMSRU**
Year 1	NA	NA
Year 2	NA	NA
Year 3	NA	NA
Year 4	NA	NA
Year 5	NA	NA
Next 5 Years	NA	NA

"NA " denoted " Not Available"

Expected Benefit Payments in Following Years [mid-year cash flows]

(₹ in lakhs)

Particulars	For the year ended Mar 31, 2024	
Year	**ISRF**	**CMSRU**
Year 1	46.67	5.53
Year 2	28.57	-
Year 3	39.88	4.06
Year 4	18.71	2.14
Year 5	2.99	-
Next 5 Years	78.26	6.41

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

Expected Benefit Payments in Following Years [mid-year cash flows]

(₹ in lakhs)

Particulars	For the year ended Mar 31, 2023	
Year	**ISRF**	**CMSRU**
Year 1	25.46	5.97
Year 2	32.56	3.88
Year 3	22.42	-
Year 4	27.83	2.91
Year 5	18.96	1.56
Next 5 Years	68.53	4.49

Sensitivity Analysis as on 31.03.2024

Particulars	ISRF	CMSRU
A. Discount Rate + 100 BP	8.10%	8.10%
Defined Benefit Obligation [PVO]	207.27	17.54
Variation	(3.64)%	(3.36)%
B. Discount Rate - 100 BP	6.10%	6.10%
Defined Benefit Obligation [PVO]	223.62	18.81
Variation	3.96%	3.63%
C. Salary Escalation Rate + 100 BP	4.00%	4.00%
Defined Benefit Obligation [PVO]	222.80	18.74
Variation	3.58%	3.24%
D. Salary Escalation Rate - 100 BP	2.00%	2.00%
Defined Benefit Obligation [PVO]	207.91	17.60
Variation	(3.34)%	(3.05)%

BP denotes "Basis Points"

Sensitivity Analysis as on 31.03.2023

Particulars	ISRF	CMSRU
A. Discount Rate + 100 BP	8.30%	8.30%
Defined Benefit Obligation [PVO]	187.92	18.27
Variation	(4.02)%	(2.94)%
B. Discount Rate - 100 BP	6.30%	6.30%
Defined Benefit Obligation [PVO]	204.35	19.42
Variation	4.37%	3.17%
C. Salary Escalation Rate + 100 BP	4.00%	4.00%
Defined Benefit Obligation [PVO]	203.65	19.35
Variation	4.01%	2.78%
D. Salary Escalation Rate - 100 BP	2.00%	2.00%
Defined Benefit Obligation [PVO]	188.44	18.33
Variation	(3.75)%	(2.62)%

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

Employee Benefit Plans of UCSL (Subsidiary)

Defined Benefit Plan - Compensated absences

The principal assumptions used for the purpose of actuarial valuation were as follows:

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Discount Rate (p.a)	7.20%	7.30%
Rate of increase in compensation levels	5.00%	3.00%
Attrition Rate- Half Pay Leave	0.00%	0.00%
Average Duration of Defined Benefit Obligation (In years)	16.37	18.19

Amount recognised in the Statement of Profit and Loss in respect of defined benefit plans are as follows:-

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Service Cost:		
Current Service Cost	1.86	3.67
Past service cost		1.03
Net Interest expense	0.34	-
Acturial (Gain)/Loss recognised during the period	21.54	-
Expenses recognised in the statement of profit and loss	**23.74**	**4.70**

The amount included in the Balance Sheet arising from the entity's obligation in respect of its defined benefit plan is as follows:-

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Present Value of Defined Benefit Obligation at end of the year	28.31	4.70
Fair Value of Plan Assets at the end of the year		-
Net Liabilities /(Assets) recognized in the Balance Sheet	**28.31**	**4.70**

(₹ in lakhs)

Type of Employee Benefit	For the year ended March 31, 2024	For the year ended March 31, 2023
Current Component of PVO	2.46	0.11
Non-Current Component of PVO	25.85	4.59
TOTAL PVO	**28.31**	**4.70**

Movements in present value of the defined benefit obligation are as follows:-

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Defined Benefit Obligation at beginning of the year	4.70	
Current & Past Service Cost	1.86	3.67
Current Interest Cost	0.34	1.03
Actuarial (Gain)/ Loss	21.54	-
Benefits paid	(0.13)	-
Defined Benefit Obligation at end of the year	**28.31**	**4.70**

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

Movements in the fair value of the plan assets are as follows:

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Fair Value of Plan Assets at the beginning of the year	-	-
Expected Return on Plan Assets	-	-
Actuarial (Gain)/ Loss	-	-
Contributions from the employer	-	-
Benefits paid	-	-
Fair Value of the Assets at the end of the year	**-**	**-**

Expected Contributions in Following Years [mid-year cash flows]

(₹ in lakhs)

Year	For the year ended March 31, 2024	For the year ended March 31, 2023
Year 1	2.09	NA
Year 2	0.34	NA
Year 3	-	NA
Year 4	0.31	NA
Year 5	0.48	NA
6 years and above	25.09	NA

"NA " denoted " Not Available"

Sensitivity Analysis	For the year ended March 31, 2024	For the year ended March 31, 2023
A. Discount Rate + 100 BP	8.20%	8.30%
Defined Benefit Obligation [PVO]	25.72	4.31
Variation	(9.15)%	(8.25)%
B. Discount Rate - 100 BP	6.20%	6.30%
Defined Benefit Obligation [PVO]	31.36	5.16
Variation	10.76%	9.92%
C. Salary Escalation Rate +100 BP	6.00%	4.00%
Defined Benefit Obligation [PVO]	31.25	5.16
Variation	10.37%	9.74%
D. Salary Escalation Rate - 100 BP	4.00%	2.00%
Defined Benefit Obligation [PVO]	25.77	4.32
Variation	(8.97)%	(8.19)%

BP denotes "Basis Points"

Defined Benefit Plan-Gratuity

The principal assumptions used for the purpose of actuarial valuation were as follows:	For the year ended March 31, 2024	For the year ended March 31, 2023
Discount Rate (p.a)	7.10%	7.30%
Rate of increase in compensation levels	5.00%	3.00%
Expected Rate of Return on Plan Asset	0.00%	0.00%

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Average Duration of Defined Benefit Obligations (In years)	12.74	5.78

Amount recognised in the Statement of Profit and Loss/Other comprehensive income in respect of defined benefit plans are as follows:-

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Service Cost:		
Current Service Cost	22.44	11.85
Past Service Cost	-	-
Net Interest expense	1.44	0.50
Components of defined benefit costs recognised in statement of profit and loss	**23.88**	**12.35**
Remeasurement of the net defined benefit liability:		
Actuarial (Gain)/Loss on Plan Obligations	3.82	(0.62)
Difference between Actual Return and Interest income on Plan assets (gain)/loss		-
Components of defined benefit costs recognised in Other Comprehensive Income	**3.82**	**(0.62)**

The amount included in the Balance Sheet arising from the entity's obligation in respect of its defined benefit plan is as follows:-

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Present Value of Defined Benefit Obligation at end of the year	47.58	19.79
Less: Fair Value of Plan Assets at the end of the year	48.13	-
Net Liabilities /(Assets) recognized in the Balance Sheet	**(0.55)**	**19.79**

Movements in present value of the defined benefit obligation are as follows:-

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Defined Benefit Obligation at beginning of the year	19.79	8.06
Current Service Cost	22.44	11.85
Current Interest Cost	1.44	0.50
Past Service Cost	-	-
Actuarial (Gain)/ Loss	3.91	(0.62)
Benefits paid	-	-
Defined Benefit Obligation at end of the year	**47.58**	**19.79**

Movements in the fair value of the plan assets are as follows:

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Fair Value of Plan Assets at the beginning of the year		-
Expected Return on Plan Assets		-
Actuarial Gain/(Loss)	0.09	-
Contributions from the employer	48.04	-
Benefits paid		-
Fair Value of the Assets at the end of the year	**48.13**	**-**

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

Expected Contributions in Following Years [mid-year cash flows]

(₹ in lakhs)

Year	For the year ended March 31, 2024	For the year ended March 31, 2023
Year 1		NA
Year 2	-	NA
Year 3		NA
Year 4		NA
Year 5		NA
Next 5 Years		NA

"NA " denoted " Not Available"

Expected Benefit Payments in Following Years [mid-year cash flows]

(₹ in lakhs)

Year	For the year ended March 31, 2024	For the year ended March 31, 2023
Year 1	1.78	0.30
Year 2	3.27	2.82
Year 3	1.21	13.57
Year 4	4.16	1.49
Year 5	3.00	-
6 years and above	34.16	1.61

Sensitivity Analysis	For the year ended March 31, 2024	For the year ended March 31, 2023
A. Discount Rate + 100 BP	8.10%	8.30%
Defined Benefit Obligation [PVO]	42.78	19.70
Variation	(10.07)%	(3.60)%
B. Discount Rate - 100 BP	6.10%	6.30%
Defined Benefit Obligation [PVO]	53.26	20.58
Variation	11.93%	4.05%
C. Salary Escalation Rate + 100 BP	6.00%	4.00%
Defined Benefit Obligation [PVO]	53.07	20.51
Variation	11.54%	3.68%
D. Salary Escalation Rate - 100 BP	4.00%	2.00%
Defined Benefit Obligation [PVO]	42.86	19.13
Variation	(9.92)%	(3.31)%

BP denotes "Basis Points"

(₹ in lakhs)

MAJOR CATEGORIES OF PLAN ASSETS (AS PERCENTAGE OF TOTAL PLAN ASSETS)	For the year ended March 31, 2024	For the year ended March 31, 2023
Government of India Securities	-	NA
State Government Securities	-	NA
High Quality Corporate Bonds	-	NA
Equity shares of listed companies	-	NA
Property	-	NA
Special Deposit Scheme	-	NA

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

MAJOR CATEGORIES OF PLAN ASSETS (AS PERCENTAGE OF TOTAL PLAN ASSETS)	For the year ended March 31, 2024	For the year ended March 31, 2023
Funds managed by Insurer	-	NA
Others (Life Insurance Corporation of India)	100.00%	NA
Total	**100.00%**	**NA**

The plan assets are managed through Group Gratuity Scheme of Life Insurance Corporation of India.

Employee Benefit Plans of HCSL (Subsidiary)

Defined Benefit Plans/Long Term Compensated Absences

Description of Plans:

The Company has not taken any funded plan for gratuity of its employees. The present value of obligation is determined in accordance with the advice of independent, Professionally qualified actuaries using the projected unit credit method, which is recognised in each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation. The net Defined Benefit cost is recognised by the company in the Financial Statements.

Risk:

The Defined Benefit Plans expose the Company to interest rate risk, salary cost inflation risk and Demographic risk.

Interest Rate Risk: The present value of Defined Benefit Plans liability is determined using the discount rate based on the market yields prevailing at the end of reporting period on Government bonds. A decrease in yields will increase the fund liabilities and vice-versa.

Salary Cost Inflation Risk: The present value of the Defined Benefit Plan liability is calculated with reference to the future salaries of participants under the Plan. Increase in salary might lead to higher liabilities.

Demographic risk : This is the risk of variability of results due to unsystematic nature of decrements that include mortality, withdrawal, disability and retirement. The effect of these decrements on the defined benefit obligation is not straight forward and depends upon the combination of salary increase, discount rate and vesting criteria. It is important not to overstate withdrawals because in the financial analysis the retirement benefit of a short career employee typically costs less per year as compared to a long service employee.

(₹ in lakhs)

	Particulars	For the year ended 31st March, 2024		For the year ended 31st March, 2023	
		Gratuity	Leave Encashment	Gratuity	Leave Encashment
I	**Components of Employer Expense**				
	Recognised in the Statement of Profit and Loss:				
1	Current Service Cost	4.81	3.42	4.75	2.06
2	Past Service Cost	-	-	-	-
3	Net Interest Cost	0.63	0.59	0.26	0.42
4	Actuarial gains/(losses)	-	(0.48)	-	0.72
5	**Total expense recognised in the Statement of Profit and Loss**	**5.44**	**3.54**	**5.01**	**3.20**
	Re-measurements recognised in Other Comprehensive Income				
6	Return on plan assets (greater)/less than discount rate	-	-	-	-
7	Effect of changes in assumptions	0.55	-	-	-
8	Effect of experience adjustments	(1.39)	-	0.08	-
9	**Total re-measurements included in Other Comprehensive Income**	**(0.84)**	**-**	**0.08**	**-**
10	**Total defined benefit cost recognised in the Statement of Profit and Loss and Other Comprehensive Income (5+9)**	**4.60**	**3.54**	**5.09**	**3.20**

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

The current service cost, past service cost and net interest cost for the year pertaining to Gratuity expenses have been recognised in "Contribution to Provident and other funds" and Leave Encashment in "Employee Salaries & Allowances" under Note 39. The remeasurements of the net defined benefit liability are included in Other Comprehensive Income.

(₹ in lakhs)

	Particulars	For the year ended 31st March, 2024		For the year ended 31st March, 2023	
		Gratuity	Leave Encashment	Gratuity	Leave Encashment
II	**Net Liability/(Asset) recognised in Balance Sheet**				
	Present Value of Defined Benefit Obligation	13.25	10.90	8.65	8.90
	Fair Value of Plan Assets	-	-	-	-
	Net liability:				
	- Non-Current	13.11	10.68	8.58	8.68
	- Current	0.14	0.22	0.07	0.22
III	**Change in Defined Benefit Obligation (DBO)**				
1	Present Value of DBO at the beginning of the year	8.65	8.90	3.56	5.70
2	Current Service Cost	4.81	3.42	4.75	2.06
3	Past Service Cost	-	-	-	-
4	Net Interest Cost	0.63	0.59	0.26	0.42
5	Actuarial gains/(losses)	-	(0.48)	-	0.72
6	Remeasurement gains /(losses):				
	a Effect of changes in demographic assumptions	-	-	-	-
	b Effect of changes in financial assumptions	0.55	-	-	-
	c Changes in asset ceiling (excluding interest income)	-	-	-	-
	d Effect of experience adjustments	(1.39)	-	0.08	-
7	Curtailment Cost/(Credits)	-	-	-	-
8	Settlement Cost/(Credits)	-	-	-	-
9	Acquisitions credit/ (cost)	-	-	-	-
10	Effects of transfer In/(Out)	-	-	-	-
11	Benefits Paid	-	(1.53)	-	-
12	**Net defined benefit liability/ (asset) at end of current period**	**13.25**	**10.90**	**8.65**	**8.90**
IV	**Best Estimate of Employers' Expected Contribution for the next year**				
	Gratuity	13.25	8.65	NA	
V	**Change in Fair Value of Assets**				
1	Plan Assets at the beginning of the year	-	-	-	-
2	Acquisition adjustment	-	-	-	-
3	Interest income on plan assets	-	-	-	-
4	Employer contributions	-	-	-	-
5	Return on plan assets greater/(lesser) than discount rate	-	-	-	-
6	Benefits paid	-	-	-	-
7	Fair Value of assets at the end of current period	-			
VI	**Actuarial Assumptions**				
1	Discount rate per annum	7.30%	7.30%	7.30%	7.30%
2	Rate of Escalation in Salary	3.00%	3.00%	3.00%	3.00%
3	Mortality Rate	Indian Assured Lives Mortality (2006-08) Ultimate	Indian Assured Lives Mortality (2006-08) Ultimate	Indian Assured Lives Mortality (2006-08) Ultimate	Indian Assured Lives Mortality (2006-08) Ultimate
4	Withdrawal	0.70%	0.70%	0.70%	0.70%

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

VII. Sensitivity Analysis

The Sensitivity Analysis below has been determined based on reasonably possible change of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant. These sensitivities show the hypothetical impact of a change in each of the listed assumptions in isolation. While each of these sensitivities holds all other assumptions constant, in practice such assumptions rarely change in isolation and the asset value changes may offset the impact to some extent. For presenting the sensitivities, the present value of the Defined Benefit Obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same as that applied in calculating the Defined Benefit Obligation presented above. There was no change in the methods and assumptions used in the preparation of the Sensitivity Analysis from previous year.

(₹ in lakhs)

Particulars	As at 31st March, 2024		As at 31st March, 2023	
	Gratuity	Leave Encashment	Gratuity	Leave Encashment
A Discount Rate	7.00%	7.00%	7.30%	7.30%
Effect on DBO due to 1% increase in Discount Rate	(1.71)	(1.61)	(1.07)	(1.13)
Percentage Impact	(12.90)%	(14.80)%	(12.40)%	(12.60)%
Effect on DBO due to 1% decrease in Discount Rate	2.07	1.97	1.29	1.35
Percentage Impact	15.60%	18.00%	14.90%	15.10%
B Salary Escalation Rate	3.00%	3.00%	3.00%	3.00%
Effect on DBO due to 1% increase in Salary Escalation Rate	2.13	1.39	1.33	1.39
Percentage Impact	16.10%	12.80%	15.40%	15.70%
Effect on DBO due to 1% decrease in Salary Escalation Rate	(1.78)	(2.10)	(1.12)	(1.18)
Percentage Impact	(13.50)%	(19.30)%	(13.00)%	(13.20)%
Maturity Analysis of the Benefit Payments				
Year 1	0.14	0.20	0.07	0.23
Year 2	0.16	0.21	0.27	0.30
Year 3	1.25	0.21	2.55	0.38
Year 4	0.25	0.22	3.69	0.47
Year 5	0.27	0.23	0.66	0.57
Next 5 Years	5.41	2.60	16.53	16.07

Amounts towards Defined Contribution Plans have been recognised under “Contribution to Provident and other funds” in Note 39: ₹37.12 Lakh (2023 - ₹32.03 Lakh).

Note 40: Finance Costs

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Interest expense on lease liabilities	4,163.54	3,975.85
Interest on tax free bonds	771.70	1,051.44
Interest on Cash credit	29.36	28.40
Interest others	20.74	40.12
	4,985.34	**5,095.81**
Less:Expenditure during construction	(1,661.23)	(1,593.22)
Total	**3,324.11**	**3,502.59**

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

Note 41: Depreciation and Amortisation Expenses

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Depreciation on property, plant and equipments	5,165.60	5,408.51
Depreciation on Right Of Use Assets	1,948.13	1,630.32
Amortisation of intangible asset	921.06	396.09
Total	**8,034.79**	**7,434.92**
Less:Expenditure during construction	(576.97)	(550.71)
Total	**7,457.82**	**6,884.21**

Note 42: Other Expenses

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Consumption of stores & spares	3,155.97	2,632.01
Dimunition in value of Loose tools	150.49	133.33
Rates and taxes	71.74	126.70
Power	2,847.29	2,741.04
Fuel	573.66	138.96
Water	421.28	390.91
Repairs and maintenance:		
Building and roads	853.95	1,460.08
Plant and machinery	385.77	271.59
Others	2,090.56	1,668.61
Maintenance dredging	243.93	616.82
Transport and stores handling	204.04	105.37
Travelling and conveyance expenses	1,282.76	1,171.73
Printing and stationery	111.60	94.00
Postage, telephone and telex	65.35	54.11
Advertisement and publicity	1,081.87	424.34
Lease rent	1.58	10.60
Hire charges	1,292.96	588.95
Insurance charges	639.03	652.55
Security expenses	2,571.09	2,579.08
Payments to Auditors	39.19	37.55
Training expenses	821.09	750.98
Legal expenses	48.43	84.45
Consultancy	150.70	66.50
Bank charges	1,298.35	826.70
Net loss on foreign currency transactions	-	109.01
Loss on Forex Derivative Transactions	724.89	-
Corporate social responsibility (Refer Note no.54)	1,384.38	1,654.96
Loss on sale/write off of property, plant and equipments	0.87	4.92
Penalty payment	-	38.89
Loss on lease modification	-	32.08
Bad debts written off	96.98	-
R&D and New initiatives *	626.18	864.16
Miscellaneous expenses	1,646.93	816.84
Total	**24,882.91**	**21,147.82**

Persuant to extension of lease agreement, ROU and lease liabilities in the books of accounts of UCSL stood as at 23.12.2022 (the date of Lease Modification) were remeasured and loss on lease moditication amounting to ₹32.08 lakhs charged off to Profit and Loss account during FY 2022-23.

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

Auditors remuneration, Auditors remuneration for other services and Miscellaneous expenses include:

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
For Audit Fees	24.50	24.50
For Limited Review/other services	11.69	11.30
For Certifications	3.00	1.75
Total	**39.19**	**37.55**

*R&D and New initiatives includes the following:

- National Centre of Excellence for Green Port & Shipping (NCoEGPS) is a major initiative by the Ministry of Ports, Shipping and Waterways (MoPSW) towards providing greener solutions. The Energy and Resources Institute (TERI) is the knowledge and implementation partner for this project. The centre aims to develop a regulatory framework and alternate technology adoption road map for Green Shipping to foster carbon neutrality and circular economy (CE) in shipping sector in India. MoPSW , Deendayal Port Authority Kandal, Paradip Port Authority Paradip, V O Chidambaranar Port authority Thoothukudi & Cochin Shipyard Ltd have partnered to develop NCoEGPS by providing funding support for infrastructure development and supporting research and capacity-building activities/initiatives for 5 years. During FY 22-23, CSL has paid ₹475.00 lakhs to TERI which has been reported as R&D expenses.

- USHUS is a start-up support program of CSL in association with Indian Institute of Management Kozhikode (IIM K) & Indian Institutes of Technology Madras (IIT) to augment the Government of India's initiatives to encourage and develop an ecosystem in India to support Maritime Start-ups. As part of this program maritime start-ups will receive seed funds from CSL as grants/ investments. IIMK LIVE & IIT Madras will review and recommend the proposals received under this scheme for investment by CSL. Fee for their services amounts to ₹7.00 lakhs(Previous Year - ₹18.50 lakhs). ₹90 Lakhs has been disbursed to five start ups identified by IIM K under seed funding scheme during the F.Y 2023-24.

- M/s Boston Consulting group was entrusted with preparation of detailed report for Setting up of Ship repair cluster (Mumbai & Kochi) in India in line with MoPSW's Maritime India Vision-2030 for an amount of ₹686.00 lakhs out of which ₹343.00 lakhs has been charged to Profit and loss account during current year. M/s Boston Consulting group is also entrusted for preparation of detailed report for Setting up of Ship repair business in Vadinar, Gujrat in India for an amount of ₹137.00 lakhs.

Note 43: Provision for Anticipated Losses and Expenditure

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Loss allowance for Trade Receivables	1,659.04	730.47
Expenses and contingencies	520.01	-
Profit share to lessor	210.86	268.74
Loss on Ship Building	898.00	-
Total	**3,287.91**	**999.21**

Note 44: Exceptional items

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Sale of excluded ships on behalf of CoC		
- Y123		3,850.00
- Y159	655.00	
Less: Sale proceeds directly collected by/passed on to CoC as per NCLT order	(655.00)	(3,850.00)
Prior period error	-	6,181.35
Total	**-**	**6,181.35**

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

The land and water area on which the International Ship Repair Facility (ISRF) project is being constructed has been taken on lease from Cochin Port Trust. The company has commenced development of the new ship repair facility with effect from 09th Jan 2018. The lease period of 30 years commences from date of Environmental Clearance. The Company has not considered capitalization of said cost amounting to ₹8288.21 lakhs from the commencement of project construction/development till 31 Mar 2023. As the amount is less than the materiality level arrived by the Company, the management rectified/corrected the prior periods error amounting to ₹6181.35 Lakhs during the financial year 2022-23, which was duly classified as 'Exceptional items'.

Persuant to NCLT Order, Tripartite agreement was entered into among UCSL, Committee of Creditors & HAL Offshore limited, for effecting transfer of title of excluded ship bearing Hull No. Y 123 in FY 2022-23. In accorance with the agreement, Tax invoice was raised by company for the consideration of ₹3850 lakhs which was collected directly by CoC. GST portion amounting to ₹192.50 lakhs (5% on sale consideration) collected by company from the transferee to facilitate GST remittance has been remitted to Govt treasury.

However, during current financial year, Tripartite agreement has been entered into among UCSL, Committee of Creditors & SAN Marine, for effecting transfer of title of excluded ship bearing Hull No. Y159. In accordance with the agreement, Tax invoice have been raised by UCSL for the consideration of ₹655.00 Lakhs which was collected by CoC. GST portion amounting to ₹32.75 Lakhs (5% on sale consideration) alone collected by UCSL from the transferee and later remitted to Govt treasury.

Note 45: Earnings per Equity Share

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Net Profit after tax (₹ in lakhs)	78,327.78	30,470.91
Basic and Diluted Earnings Per Share (EPS) (in ₹)	29.77	11.58
Face value per share (in ₹)	5.00	5.00

Refer Note No:21.1

Note 46: Additional Disclosures under Ind AS 115-"Revenue from Contract with Customers"

A. Disclosures of Disaggregated revenue as per Ind AS 115

(₹ in lakhs)

Type of Product or Services	Year ended 31 March 2024			
	Revenue as per Ind AS 115	Method for measuring performance obligation		Total as per Statement of Profit and Loss
		Input Method	Output Method	
A. Revenue from goods or services transferred over time				
(i) Sale of products				
Ship building:				
Indigenous Aircraft Carrier (IAC)	1,20,271.77	-	1,20,271.77	1,20,271.77
Vessels other than IAC	1,56,147.69	-	1,56,147.69	1,56,147.69
Other operating revenue:				
Ship Building Financial Assistance	5,302.36	5,302.36	-	5,302.36
(ii) Sale of services				
Ship repairs	98,681.23	-	98,681.23	98,681.23
Other operating revenue				
Management fee	1,575.94	-	1,575.94	1,575.94

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

(₹ in lakhs)

Type of Product or Services	Year ended 31 March 2024			
	Revenue as per Ind AS 115	Method for measuring performance obligation		Total as per Statement of Profit and Loss
		Input Method	Output Method	
B. Revenue from goods or services transferred to customers at a point in time				
Other operating revenue				
Sale of Ship Building Scrap	566.12	-	-	566.12
Sale of Ship Repair Scrap	376.88	-	-	376.88
Sale of stock items	123.43	-	-	123.43
Total				**3,83,045.42**

(₹ in lakhs)

Type of Product or Services	Year ended 31 March 2023			
	Revenue as per Ind AS 115	Method for measuring performance obligation		Total as per Statement of Profit and Loss
		Input Method	Output Method	
A. Revenue from goods or services transferred over time				
(i) Sale of products				
Ship building:				
Indigenous Aircraft Carrier (IAC)	1,42,418.66	-	1,42,418.66	1,42,418.66
Vessels other than IAC	34,373.45	2,543.01	31,830.44	34,373.45
Other operating revenue				
Ship Building Financial Assistance	1,424.67	1,424.67	-	1,424.67
(ii) Sale of services				
Ship repairs	55,088.35	757.35	54,331.00	55,088.35
Other operating revenue				
Management fee	1,537.50	-	1,537.50	1,537.50
B. Revenue from goods or services transferred to customers at a point in time				
Other operating revenue				
Sale of Ship Building Scrap	1,017.44	-	-	1,017.44
Sale of Ship Repair Scrap	532.18	-	-	532.18
Sale of stock items	63.23	-	-	63.23
Total				**2,36,455.48**

B. Contract balances

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Trade Receivables	35,547.56	33,841.50
Contract Assets	76,011.63	51,119.32
Contract Liabilities	4,96,202.62	3,87,207.41

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

Movement in contract balances during the year

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Contract asset at the beginning of the year	51,119.32	35,028.44
Contract asset at the end of the year	76,011.63	51,119.32
Net (increase)/decrease	24,892.31	16,090.88

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Contract liabilities at the beginning of the year	3,87,207.41	2,26,054.62
Contract liabilities at the end of the year	4,96,202.62	3,87,207.41
Net (increase)/decrease	1,08,995.21	1,61,152.79

C. Details of transaction price allocated to unsatisfied/ partially satisfied performance obligations:

Aggregate amount of the transaction price allocated to the performance obligations that are unsatisfied (or partially unsatisfied) as of the end of the reporting period amounts to ₹1626061.35 lakhs (excluding Cost Plus Part of IAC contract). The amount of transaction price relating to unsatisfied performance obligation that are part of a contract that has an original expected duration of one year or less has not been included in the above disclosure as permitted under Ind AS 115. Further the estimate of the transaction price as above would not include any estimated amounts of variable consideration that are constrained. Management expects that 27.01 % of transaction price allocated to unsatisfied/ partially satisfied contracts as of 31.03.2023, as stated above, will be recognised as revenue during FY 2023-24 and the remaining thereafter.

During the year ended March 31,2023 the Group recognised revenue of ₹119708.43 lakhs arising from opening Contract Liability as of April 01,2022.

D. Reconciliation of contracted price with revenue during the year

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Opening contracted price of orders	**24,68,756.76**	**15,02,234.10**
Add:		
Fresh orders/change orders received (net)	76,210.73	10,09,900.07
Increase due to additional consideration including Shipbuilding Financial assistance	42,750.07	2,745.77
Increase due to exchange rate movements (net)	3,634.08	4,858.33
Less:		
Other deductions including variations, change orders etc.	3,286.87	2,199.59
Orders completed during the year	18,573.66	48,781.92
Closing contracted price of orders	**25,69,491.11**	**24,68,756.76**
Total Revenue recognised during the year:	2,10,351.28	74,514.75
Less: Revenue out of orders completed during the year	11,025.49	5,428.88
Revenue out of orders under execution at the end of the year (I)	1,99,325.79	69,085.87
Revenue recognised upto previous year (from orders pending completion at the end of the year) (II)	7,44,103.97	6,85,115.82
Decrease due to exchange rate movements (net) (III)		
Balance revenue to be recognised in future viz. Order book (IV)	16,26,061.35	17,14,555.07
Closing contracted price of orders (I+II+III+IV)	**25,69,491.11**	**24,68,756.76**

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

Note 47: Additional Disclosures under Ind AS 116-"Leases"

Rent and Hire charges Expense includes expense incurred for the year ended 31.03.2024 on Short term leases and leases of low value assets amounting to ₹1294.54 lakhs (Previous year ₹599.55 lakhs).

Total Cash outflow for leases for the year ended March 31,2024 including outflow on short term and low value leases is ₹3415.64 lakhs (Previous year ₹2995.70 lakhs).

The Group has lease term extension options that are not reflected in the measurement of lease liabilities.

The details of the contractual maturities of lease liabilities on an undiscounted basis are as follows

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Less than one year	2,943.93	2,905.98
One to five years	13,367.83	12,719.60
More than five years	1,13,593.80	1,21,540.14
Total	**1,29,905.56**	**1,37,165.72**

The details of the contractual maturities of leased assets on an undiscounted basis are as follows

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Less than one year	127.40	35.78
One to five years	287.18	159.87
More than five years	159.69	204.41
Total	**574.27**	**400.06**

Movement of Lease Liabilities are as under:

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Opening Balance	45,445.85	42,796.57
Add:Additions	1,617.13	1,276.68
Add:Interest recognised during the year	4,163.54	3,975.84
Less: Deletion/ Disposal	44.14	80.04
Less: Payment made	3,264.62	2,523.20
Closing Balance	**47,917.76**	**45,445.85**

Note 48: Additional Disclosures for Hedge Accounting

The Group enters into foreign exchange derivative contracts to offset the foreign currency risks arising from the amounts denominated in currencies other than Indian Rupee. The counter party to the Group's foreign currency forward contracts is a bank.

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

The company has the following outstanding forward contracts, which have been designated as Cash Flow Hedges, as on 31 Mar 24:

(₹ in lakhs)

Currency	31-Mar-24			31-Mar-23		
	No. of contracts	Notional amount of contracts	Fair Value Gain/ (Loss)	No. of contracts	Notional amount of contracts	Fair Value Gain/ (Loss)
Euro	82	114937.75	(46.02)	34	63630.13	(3892.22)
NOK	6	7824.95	(747.84)	8	13431.68	(889.68)
Total	**88**	**122762.70**	**(793.86)**	**42**	**77061.81**	**(4781.90)**

The movement in Hedge reserve for derivatives designated as cash Flow Hedges is as follows

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Balance at the beginning of the year Cr/(Dr)	(3578.40)	0.97
Changes in the fair value of effective portion of outstanding cash flow derivatives (Net)	2984.65	(3579.37)
Balance at the end of the year	**(593.75)**	**(3578.40)**

Note 49: CONTINGENT LIABILITIES AND COMMITMENTS

	Particulars	As at 31 Mar 2024 (₹ in Lakhs)	As at 31 Mar 2023 (₹ in Lakhs)	Brief Description of the nature and obligation
A	**CONTINGENT LIABILITY (To the extent not provided for)**			
a	**Guarantees**			
i	Letters of Credit	39,922.08	23,676.09	Represents Letter of Credit opened by the Group in various banks for procurement of materials/assets
ii	Bank Guarantees	89,615.43	83,995.04	Bank guarantees (including continuity guarantees) represent guarantees issued by various banks on behalf of the Group to its customers and other beneficiaries. Value of advance Bank Guarantee outstanding as on Balance sheet date is included in Note 50
b	**Other money for which the company is contingently liable**			
i	Greater Cochin Development Authority (GCDA)	69.06	69.06	Claim raised by GCDA for the land acquired for the Company is settled. However 8 land acquisition revision petition cases (Valued at ₹69.06 lakhs) filed by evictees is pending with the Hon'ble Supreme Court and High Court.
ii	Customs duties	10,543.96	6,485.78	Customs duty for materials under Bond for ₹4210 Lakhs. This also includes differential duty towards steel scrap sales and interest thereon amounting to ₹285.63 Lakhs, penalty on differential IGST for ₹230 lakhs and ₹5752.16 lakhs towards duty paid under protest.

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

Particulars	As at 31 Mar 2024 (₹ in Lakhs)	As at 31 Mar 2023 (₹ in Lakhs)	Brief Description of the nature and obligation
iii Income Tax	2,209.37	2,236.53	Demand relating to Assessment Years: AY 2010-11 - ₹126.26 Lakhs AY 2014-15 - ₹911.07 Lakhs AY 2017-18 - ₹331.77 Lakhs AY 2018-19 - ₹20.76 Lakhs AY 2020-21 - ₹819.51 Lakhs Detailed notes in Note no. 49.1 (I)
iv Service Tax	1,647.47	1,647.47	Demand of Service Tax on IAC (Design Consultancy) as per Show Cause Notice issued. Appeal filed to CESTAT.
	376.67	376.67	Refund claim of Service Tax on IAC granted by Commissioner (Appeal). However Department filed Appeal before CESTAT against the order of Commissioner(Appeals). Also issued Show Cause Notice on CSL.
	323.04	323.04	Demand of Service Tax on IAC (Management Fee/Handling Charges) as per Show Cause Notice issued. Appeal filed to CESTAT.
	2,339.64	2,339.64	Show Cause Notice issued for levy of service tax on ship repair without allowing deduction of materials for which VAT paid and disallowance of Cenvat Credit. Proceedings under the show cause has been dropped vide order no. COC-EXCUS-000-COM-18-17-18 dt 19.03.2018. Department filed appeal to CESTAT.
	1,885.49	1,885.49	Show Cause Notice issued for levy of Service Tax on the repair of vessels owned by UTLA by denying the benefit of Notification No.25/212-ST dt. 20-6-2012 available for the repair of vessels owned by Govt. Departments. Proceedings under the show cause has been dropped vide order no. COC-EXCUS-000-COM-11-17-18 dt 07.03.2018. Department filed appeal to CESTAT.
	513.71	513.71	Show Cause Notice issued for levy of Service Tax on the repair of vessels during FY 2015-16 owned by UTLA by denying the benefit of Notification No.25/212-ST dt. 20-6-2012 available for the repair of vessels owned by Govt. Departments.
	734.93	734.93	Show Cause Notice issued for levy of Service Tax on the repair of vessels during FY 2016-17 owned by UTLA by denying the benefit of Notification No.25/212-ST dt. 20-6-2012 available for the repair of vessels owned by Govt. Departments.
	150.57	150.57	Show Cause Notice issued for levy of service tax on ship repair during the period 2015-16 without allowing deduction of materials for which VAT paid and disallowance of Cenvat Credit. Joint Commissioner vide OIO No.48/2020-ST(JC) dt 31.12.2020 confirmed demand. Appeal filed to Commissioner (Appeals) againt OIO.
	286.85	286.85	Show Cause Notice issued for levy of service tax on ship repair during the period 2016-17 without allowing deduction of materials for which VAT paid and disallowance of Cenvat Credit.
	279.46	279.46	Show Cause Notice issued for non payment of service tax on availing services of persons in non-taxable territory for meeting contractual warranty obligations and on cost of security provided to the transportation of Barge from Cochin to Abu Dhabi. Appeal filed to CESTAT.

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

Particulars		As at 31 Mar 2024 (₹ in Lakhs)	As at 31 Mar 2023 (₹ in Lakhs)	Brief Description of the nature and obligation
v	Kerala Value Added Tax (KVAT)	787.32	787.32	Demand for FY 2015-16. Assessing office made additions to taxable turnover against the order of Joint Commissioner (Appeals) and raised demand.
vi	Demand for Input Tax credit on IGST for the period 2018-19 and penalty thereon	92.13	-	Demand raised by GST Department for GST related issues for the period April 2018 to March 2019.
vii	Alekton Engineering Industries Pvt Ltd	305.57	240.74	The petitioner (claimant) approached MSME Council for recovery of Liquidated damages (LD) along with interest in respect of LD deducted by CSL for delay in submission of drawings and supply of goods . MSME Council , Chennai has referred the case to Madras High Court Arbitration Centre for arbitration. Madras High Court Arbitration Centre has appointed Mr. Suhrith Parthsarrathy as the sole arbitrator. Claim petition filed by the petitioner. Examination of witness is in progress.
viii	Employee State Insurance Corporation	54.66	54.66	ESI Corporation raised a demand notice for ₹62.28 lakhs towards contribution for advance trainees for the period Apr 2008- Mar 2012. Company has paid contribution of ₹26.46 Lakhs for the period Jun 2010- Mar 2012 and ₹25.95 lakhs for the period Apr 2012- Jul 2013 belatedly. Later on, ESI Department has raised a demand notice of ₹19.84 lakhs towards interest on delayed payments and damages for the period Jun 2010- Jul 2013. The Company is contesting the demands made before Honourable Insurance Court, Alappuzha. In the meantime, the court has granted a stay by depositing ₹1 lakh.
ix	M/s. Vigil Marine Services	1951.50	1,861.59	M/s. Vigil Marine Services in 2004 raised claims towards Agency Commission payable for winning orders for ATCO Tugs. The arbitration proceedings commenced on 10 Oct 2004. Examination and cross examination of witnesses completed and posted the matter for arguments on 01 and 02 Feb 2014. The Arbitrator completed the proceedings and passed his award directing the Company to pay commission to M/s Vigil Marine Services at the rate of 5% of the ATCO contract value of U S Dollar 18.25 Million with interest @ 8% per annum. Aggrieved on this CSL filed Original Suit No 187/2016 before Sub Court, Ernakulam and obtained an interim order staying execution of the award. Bank guarantee for the award amount along with interest from the date of receipt of the amount till the date of award (₹1305 lakhs) has been deposited as security to Hon'ble High Court and and the same is included in Note 50.
x	Building Tax	0.00	27.54	CSL has challenged demand notice B1/14569/2019 No 112/19-20 dated 10.8.2019 under S. 10 of the Kerala Building Tax Act 1975 demanding an amount of ₹27,54,000/- towards building tax for the building owned by CSL at Girinagar (METI) by filing WP No. 14999/2023 before the Hon'ble High Court of Kerala. The judgment of Hon'ble High Court of Kerala has been received in favor of CSL.

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

Particulars	As at 31 Mar 2024 (₹ in Lakhs)	As at 31 Mar 2023 (₹ in Lakhs)	Brief Description of the nature and obligation
xi Property Tax	68.24	68.24	CSL challenged arrear demand notices issued by Kochi Municipal corporation for the period from 2013-14 to 2022-23 towards revised property tax for 14 old buildings of CSL by filing W.P (C) No. 12758/2023 before the Hon'ble High Court Kerala. The Hon'ble High Court Kerala vide its order dated 10 April 2023 granted interim stay of demand notices until further orders.
xii Indemnity Bond to Customs Authorities	14950.00	22,054.15	Bond under Customs (Imports of Goods at Concessional Rate of Duty) rules 2017.
xiii Indemnity Bond to Govt of India	30415.00	30,415.00	Represent Indemnity Bonds given by Company to GoI towards performance of obligations under the IAC contract. Value of advance Bank Guarantee/Indemnity Bond outstanding as on Balance sheet date is included in Note 50.
xiv Paint contamination claims	863.83	863.83	Claims raised against the Company for paint contamination spots observed on cars - Ghamadia & 128 yard at Mumbai Port.
B COMMITMENTS (To the extent not provided for)			
a Estimated amount of contracts remaining to be executed on capital account and not provided for:	40,528.32	65,325.68	Estimated amount of contracts remaining to be executed on capital account and not provided for.
b Interest on Lease Rent Payable to GOI not provided for	8.04		

CONTINGENT LIABILITIES AND COMMITMENTS in respect Udupi Cochin Shipyard Ltd.,Subsidiary

The company has been sanctioned Fund based and Non Fund based limits of ₹56853.00 lakhs (PY - ₹9100 lakhs) as against the security of hypothication of current assets including inventory and trade receivables of the company.

B CONTINGENT LIABILITIES RELATED TO ERSTWHILE TEBMA PERIOD

i. Tax Matters Director General of Foreign Trade (DGFT)	As at 31 Mar 2024 (₹ in Lakhs)	As at 31 Mar 2023 (₹ in Lakhs)	Brief Description of the nature and obligation
- Where the Company is in appeal (Writ petition pending before Honourable High court of Madras). The amount disclosed inclusive of Interest amount, that may be charged.	425.71	414.38	Company has filed Writ petition aganist impugned orders by DGFT imposing penalty, customs duty and Interest under Foreign Trade Act issued to explain the reasons as to why Petitioner's name should not be placed under Denied Entity List refusing issuance of further licences/ authorizations and other export benefits in terms of Section 9(2) of the Foreign Trade (Development and Regulation) Act, 1992. Interim Stay Order granted on 03 August 2022 until further orders.

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

i. Tax Matters **Director General of Foreign Trade (DGFT)**	**As at 31 Mar 2024 (₹ in Lakhs)**	**As at 31 Mar 2023 (₹ in Lakhs)**	**Brief Description of the nature and obligation**
- Where the Company is in appeal (Writ petition pending before Honourable High court of Madras) The amount disclosed inclusive of Interest amount, that may be charged.	749.43	694.00	Show cause notices issued to explain the reasons as to why Petitioner's name should not be placed under Denied Entity List refusing issuance of further licences/ authorizations and other export benefits in terms of Section 9(2) of the Foreign Trade (Development and Regulation) Act, 1992 by DGFT. Interim Stay Order granted on 03 August 2022 until further orders.
- Where the Company is in appeal (Writ petition pending before Honourable High court of Karnataka)	Refer Description of the nature and obligation column	Refer Description of the nature and obligation column	Show cause notices issued alleging that there was failure to achieve positive net foreign exchange(NFE) of ₹918.90 lakhs in respect of the years 2011-12 to 2015-16 and also a failure to file the Annual Progress Report (APR) in respect of the Malpe EOU for the years 2016-17 onwards resulting in non-fulfilment amounted to a contravention of the FTP and thereby rendered the Petitioner liable to imposition of penalty under Sec. 11(2) of the FT (D&R) Act. The Hon'ble High court has granted an interim stay of all proceedings pursuant to the show cause notice vide order date 15Dec 2021. The Respondents have filed their counter affidavit in the matter and the matter is posted for filing of rejoinder by the Petitioners.
- Where the Department has served Show cause notices. The amount disclosed inclusive of Interest amount, that may be charged.	339.16	314.07	Show cause notices issued to explain the reasons as to why Petitioner's name should not be placed under Denied Entity List refusing issuance of further licences/ authorizations and other export benefits in terms of Section 9(2) of the Foreign Trade (Development and Regulation) Act, 1992 by DGFT. UCSL representative has attended personal hearing and submitted reply. Order awaitied.
Others			
Entry Tax	76.90	76.90	All these cases pertain to the periods prior to the order of the Hon'ble NCLT approving the resolution plan and are not included in the Resolution Plan as no claims were submitted by the authorities concerned in response of the public notice issued by the Resolution Professional in terms of the regulations of IBC and who fall under the definition of operational creditors. However, as per the order of the Hon'ble NCLT dt. 04-03-2020, the Company has been directed to file applications for termination of the proceedings before the relevant authorities.

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

i. Tax Matters Director General of Foreign Trade (DGFT)	As at 31 Mar 2024 (₹ in Lakhs)	As at 31 Mar 2023 (₹ in Lakhs)	Brief Description of the nature and obligation
Central / State Excise / Service Tax / Customs / Goods and service tax / VAT	1,234.65	1,234.65	
Karnataka VAT	11.91	11.91	Order no ZD2900223010218S dtd 20/2/23 for Wrong claim of ITC for the period Sep to Dec 2017. All these cases pertain to the periods prior to the order of the Hon'ble NCLT approving the resolution plan and are not included in the Resolution Plan as no claims were submitted by the authorities concerned in response of the public notice issued by the Resolution Professional in terms of the regulations of IBC and who fall under the definition of operational creditors. However, as per the order of the Hon'ble NCLT dt. 04-03-2020, the Company has been directed to file applications for termination of the proceedings before the relevant authorities. Company replied to the authorities accordingly.
ii) Money Suits			
Plaintiff: Lokenath Enterprises	35.91	31.96	For recovery of ₹21,83,714 together with interest @ 18% per annum from September 2020 till the date of realization, for the services performed by him from 2016 till CIRP Period for which payments were not made by Resolution professional. Interlocutory Applications filed to set aside Exparte Order. At present adjourned for further hearing on IA's. Case open before Hon'ble Additional District and Sessions Court Chengalpettu (Tamil Nadu).
Plaintiff: Cochin Port trust	262.76	246.97	Port had filed a civil suit on 28/03/2014 before the Honourable Sub Court at kochi to recover an amount of ₹105 lakhs with interest @ 15% p.a, which was incurred by CopT to rectify the manufacturing defects noticed on the tugs supplied by company. Matter pending before court for arbitration.

There are no other pending litigations, other than those disclosed above.

C CONTINGENT ASSETS

Pursuant to Order dated 13.07.2021 passed by Honourable High court of Madras in OP365/14 for the award dated 12.12.2013 and 04.02.2014 in the arbitration proceedings between M/s Tebma Shipyards Ltd and M/s Tuticorin Port trust Ltd (Present V.O. Chidambaranar Port Authority), ₹181.94 lakhs were settled by the VOCPT in Dec 2022 and Company is yet to receive the interest portion for the period from 04.02.2014 to 15.12.2022 which amounts to ₹283.68 lakhs plus taxes.

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

49.1. CONTINGENCIES AND COMMITMENTS

(I) Income Tax Assessments

The Income Tax Assessment of the company has been completed up to AY 2023-24.

Demands raised as per the assessment orders totaling ₹1,389.86 lakhs for the Assessment Years 2010-11, 2014-15, 2018-19 and 2017-18 are pending for disposal of the appeals filed before the Commissioner of Income Tax (Appeals) and ₹819.51 lakhs for assessment year 2020-21 is pending for disposal of appeal filed before ITAT. The demands are shown under Contingent Liability and are mainly due to the disallowance of certain genuine claims. However, the above demands have been adjusted against the refund due for the subsequent years.

50. Value of advance Bank Guarantee outstanding as on reporting date is ₹980057.45 lakhs (Previous year ₹6,90,720.85 lakhs)

51. Impact of change in accounting policy on revenue recognition of subsidiaries

During the year, in order to faithfully depict the entity's performance towards complete satisfaction of a performance obligation ,the subsidiaries has adopted (as per Ind AS 115 "

Revenue from Contract with Customers") Output method (based on physical completion) changing from the Input method which was followed in the comparative previous year. The subsidiaries has made reasonable efforts to determine effect of change in the accounting policy during the year. The effect due to change in the accounting policy in the comparative years are not material, hence the amounts of comparative periods are not restated.The impact of the aforesaid changes have been disclosed in table below;

The effect on the financial statement of subsidiaries during the current financial year due to the change in the accounting policy :

Account Head	Increase / Decrease in Value	Amount in Lakhs	Remark
Revenue from Operation	Decrease	54.92	Decrease in Contract Revenue
Contract Asset	Increase	106.12	-
Contract Liability	Increase	44.53	-
Profit after Tax	Decrease	11.77	Decrease in Profit
Deferred Tax Asset	Increase	43.15	-

Based on the above, effect due to change in the accounting policy of subsidiaries does not have any material impact in current and previous year consolidated financial statements.

52. Litigations:

The Group is subject to legal proceedings and claims, in the ordinary course of business. The Company's Management does not reasonably expect that these legal actions, when ultimately concluded and determined, will have material and adverse effect on the Company's results of operation.

53. Research & Development /New Initiative Expenditure

(₹ in lakhs)

Particulars	2023-24	2022-23
a) Revenue Expenditure	626.18	864.16
b) Capital Expenditure	1450.47	0.00
	2076.65	**864.16**

Refer Note No.42 for Revenue Expenditure & Note No.4,5,13 for capital expenditure.

₹3500 lakhs has been allocated for R&D and innovation initiatives Fund, for development of pilot Autonomous Surface Vessel Project.1% of average turnover based on the audited financial results of the standalone financial results of CSL for the last three financial years will be set aside as yearly budget for the Research and Development/Innovation initiatives of CSL. Further the Board has granted approval for funding support not exceeding ₹5000 Lakhs to "USHUS" project under CSL's Start-up Engagement Policy Framework.

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

54. Corporate Social Responsibility (CSR) : As per section 135 of the Companies Act 2013, CSR committee has been formed by the Holding Company. The areas of CSR activity includes Health Care, Education, Social Empowerment, etc., and other areas permitted in Schedule VII to the Companies Act 2013. The utilisation of CSR funds are done as per the recommendations of CSR committee. Details of amount required to be spent and the amount utilised are given below:

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
(a) Gross amount required to be spent by the Company during the year	1369.01	1645.62
(b) Amount spent during the year	1444.38	1724.96

Details of amount spent for year ended 31 March 2024

(₹ in lakhs)

Particulars	In cash	Yet to be paid in cash	Total
(i) Construction/acquisition of any asset	1096.17		1096.17
(ii) On purposes other than (i) above	348.21		348.21
	1444.38	**0.00**	**1444.38**

Details of amount spent for year ended 31 March 2023

(₹ in lakhs)

Particulars	In cash	Yet to be paid in cash	Total
(i) Construction/acquisition of any asset	1408.75	0.00	1408.75
(ii) On purposes other than (i) above	316.21	0.00	316.21
	1724.96	**0.00**	**1724.96**

(₹ in lakhs)

In case of Sec.135(5) Excess amount spent	As at March 31,2024	As at March 31,2023
(i) Amount carry forwarded from previous financial years	110.00	40.00
(ii) Amount spent during the year	1444.38	1724.96
(iii) Amount charged to P&L as CSR expenses	1384.38	1654.96
(iv) Amount carry forwarded to succeding financial years	170.00	110.00

As on 31 March 2024, the Company spent ₹185.37 lakhs in excess of amount required to be spent as per Companies Act, 2013 out of which ₹15.37 lakhs is charged to Profit and Loss and ₹170 Lakhs is carried forwarded to succeding financial years.

(₹ in lakhs)

Additional Disclosures on CSR	As at March 31,2024	As at March 31,2023
(i) Amount required to be spent by the company during the year,	1369.01	1645.62
(ii) Amount of expenditure incurred,	1444.38	1724.96
(iii) Shortfall at the end of the year,	0.00	0.00
(iv) Total of previous years shortfall,	0.00	0.00
(v) Reason for shortfall	NA	NA
(vi) Nature of CSR activities: As per section 135 of the Companies Act 2013, CSR committee has been formed by the Company. The areas of CSR activity includes Health Care, Education, Social Empowerment, etc., and other areas permitted in Schedule VII to the Companies Act 2013. The utilisation of CSR funds are done as per the recommendations of CSR committee.		

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

(₹ in lakhs)

Additional Disclosures on CSR	As at March 31,2024	As at March 31,2023
(vii) details of related party transactions, e.g., contribution to a trust controlled by the company in relation to CSR expenditure as per relevant Accounting Standard,	Nil	Nil
(viii) Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year shall be shown separately.	Nil	Nil

55. Related Party disclosure as per Ind AS 24

Related Party	Nature of Relationship	
	2023-24	2022-23
Shri Madhu S Nair Chairman & Managing Director	Key Managerial Personnel	Key Managerial Personnel
Shri Bejoy Bhasker Director (Technical)	Key Managerial Personnel	Key Managerial Personnel
Shri Sreejith K Narayanan (From July 21, 2022) Director (Operations)	Key Managerial Personnel	Key Managerial Personnel
Shri Jose V J Director (Finance) & Chief Financial Officer	Key Managerial Personnel	Key Managerial Personnel
Shri Sanjay Bandopadyaya (Upto July 28, 2022) Official Part Time (Nominee) Director, Government of India	-	Key Managerial Personnel
Shri Vikram Singh (From July 28, 2022 to Nov 21, 2022) Official Part Time (Nominee) Director, Government of India	-	Key Managerial Personnel
Shri Rajesh Kumar Sinha (From Nov 21, 2022) Official Part Time (Nominee) Director, Government of India	Key Managerial Personnel	Key Managerial Personnel
Shri K R Jyothilal (Upto Jan 02, 2023) Official Part Time (Nominee) Director, Government of Kerala	-	Key Managerial Personnel
Shri Biju Prabhakar (From Jan 02, 2023) Official Part Time (Nominee) Director, Government of Kerala	Key Managerial Personnel	Key Managerial Personnel
Smt. Amrapali Prashant Salve (From Nov 26, 2021) Non-Official (Independent) Director	Key Managerial Personnel	Key Managerial Personnel
Shri Nahar Singh Maheshwari (From Dec 01, 2021) Non-Official (Independent) Director	Key Managerial Personnel	Key Managerial Personnel
Shri Ashok Sharma (From Nov 26, 2021) Non-Official (Independent) Director	Key Managerial Personnel	Key Managerial Personnel
Shri Prithiviraj Harichandan (From Nov 22, 2021) Non-Official (Independent) Director	Key Managerial Personnel	Key Managerial Personnel
Shri Venkatesan M (From Nov 22, 2021) Non-Official (Independent) Director	Key Managerial Personnel	Key Managerial Personnel
Shri Abhijit Biswas (From Dec 01, 2021) Non-Official (Independent) Director	Key Managerial Personnel	Key Managerial Personnel
Shri Syamkamal N Company Secretary	Key Managerial Personnel	Key Managerial Personnel
Shri Neelakandhan A N (UCSL) Director, (w.e.f May 03, 2022)	Key Managerial Personnel	Key Managerial Personnel
Shri Rajesh Gopalakrishnan (UCSL) Director, (w.e.f May 03, 2022 till Jan 05,2024)	Key Managerial Personnel	Key Managerial Personnel

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

Related Party	Nature of Relationship 2023-24	Nature of Relationship 2022-23
Shri Anjana K R Director,UCSL (w.e.f Jan 06,2024) Nominee Director,HCSL (from 26.03.2022)	Key Managerial Personnel	Key Managerial Personnel
Shri Harikumar A (UCSL) Chief Executive Officer	Key Managerial Personnel	Key Managerial Personnel
Shri Shankar Nataraj (UCSL) Chief Financial Officer, (w.e.f. November 25, 2022)	Key Managerial Personnel	Key Managerial Personnel
Shri Shibu John (UCSL) Chief Financial Officer, (Till November 24, 2022)	-	Key Managerial Personnel
Shri Aswin Sarma M (UCSL) Company Secretary	Key Managerial Personnel	Key Managerial Personnel
Shri Shekhar Chakravarthy (HCSL) Chief Executive Officer (from 22.12.2021 till 12.12.2023)	Key Managerial Personnel	Key Managerial Personnel
Shri Sanil Peter (HCSL) Chief Executive Officer (from 15.12.2023)	Key Managerial Personnel	-
Shri.Saibal Chattopadyay (HCSL) Chief Financial Officer (from 14.02.2022)	Key Managerial Personnel	Key Managerial Personnel
Shri Kiran.K.A (HCSL) Company Secretary (from 16.10.2020)	Key Managerial Personnel	Key Managerial Personnel
CSL Superannuation Pension Trust For Executives And Supervisors	Post- Employment Benefit Plan	Post- Employment Benefit Plan
Cochin Shipyard Ltd Group Gratuity Trust	Post- Employment Benefit Plan	Post- Employment Benefit Plan
CSL Retired Employees Medical Assistance Trust	Post- Employment Benefit Plan	Post- Employment Benefit Plan
CSL Mutual And Public Welfare Trust	Post- Employment Benefit Plan	Post- Employment Benefit Plan
Cochin Shipyard Ltd Employees Contributory Provident Fund Trust	Post- Employment Benefit Plan	Post- Employment Benefit Plan
CSL Officers And Supervisors Retirement Benefit Trust	Post- Employment Benefit Plan	Post- Employment Benefit Plan
CSL Insurance Linked Medical Assistance Trust For Retired Workmen	Post- Employment Benefit Plan	Post- Employment Benefit Plan
CSL Workmen Pension Trust	Post- Employment Benefit Plan	Post- Employment Benefit Plan

Nature of transaction-Remuneration to Key Managerial Person

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Short term benefit	430.30	339.58
Post employment Benefit	52.60	40.96
Total	**482.90**	**380.54**

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

Nature of transaction-Advances

(₹ in lakhs)

Name of Related Party	Opening Balance as on 1/4/2023	Loans/advances Taken during 2023-24	Repayment	Balance as on 31/03/24	Interest accrued as on 31/03/24
BEJOY BHASKER	0.08	0.00	0.08	0.00	0.00
JOSE V J	0.12	0.00	0.12	0.00	0.00
SREEJITH K N	0.08	0.00	0.08	0.00	0.00
SYAMKAMAL N	0.12	0.60	0.58	0.14	0.00

(₹ in lakhs)

Name of Related Party	Opening Balance as on 1/4/2022	Loans/advances Taken during 2022-23	Repayment	Balance as on 31/03/23	Interest accrued as on 31/03/23
BEJOY BHASKER	0.12	0.25	0.30	0.08	0.00
JOSE V J	0.12	0.40	0.40	0.12	0.00
SREEJITH K N	0.08	0.25	0.25	0.08	0.00
SYAMKAMAL N	0.12	0.50	0.50	0.12	0.00

Nature of transaction-Sitting Fee to Independent Directors

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Amrapali Prashant Salve	2.90	2.65
Nahar Singh Maheshwari	2.40	2.25
Ashok Sharma	2.60	3.05
Prithiviraj Harichandan	2.40	2.25
Venkatesan M	1.80	1.65
Abhijit Biswas	2.60	3.05
Total	**14.70**	**14.90**

Transactions and Balances with other Related Parties (Post- Retirement Benefits Trust/Plans)

(₹ in lakhs)

Particulars	For the year ended 31st March 2024	For the year ended 31st March 2023
i) Transactions		
Contribution to Post employment plans (for the year)	1917.62	2606.46
ii) Balances		
Payable to trust (Net)	1505.56	586.96

Transactions & Balances with Government and entities under the control of same government

Government of India (GOI) as on 31st March 2024 is holding 72.86% equity shares of the Company, which is held by President of India through Ministry of Ports, Shipping and Waterways (MoPSW). GOI controls the Company through Ministry of Ports, Shipping and Waterways (MoPSW).

The Company has made various transactions with the Ministry of Ports,Shipping and Waterways (MoPSW) and with entities being controlled or jointly controlled or having significant influence of the Ministry of Ports, Shipping and Waterways (MoPSW).

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

i) Transactions/Balances with GoI

(₹ in lakhs)

Particulars	For the year ended 31st March 2024	For the year ended 31st March 2023
Amount payable to Government of India	420.09	374.30
Amount as paid as dividend during the year to Government of India	17251.82	17012.21

ii) Significant transactions with Government related Entities under MoPSW

(₹ in lakhs)

Particulars	For the year ended 31st March 2024	For the year ended 31st March 2023
Lease rent paid	3561.80	2,642.78
Power & water supply charges	988.27	1,346.88
Annual Profit share payment	299.51	786.30
Employee related expenses	349.39	474.84
Shifting & Cold movement expenses	80.16	374.43
Hiring & rent services	860.84	340.30
Miscellaneous services taken	232.75	92.95
Revenue from operations	17679.73	20,123.51
other income	0.00	181.82

iii) Significant balances with Government related Entities under MoPSW

(₹ in lakhs)

Particulars	For the year ended 31st March 2024	For the year ended 31st March 2023
Payables	47.66	7.83
Advances given to suppliers	35.20	16.88
Receivables	9050.19	12351.67
Advance received from customers	6348.32	2,346.77

In addition to the above, around 89.00 % (approx) of the companies turnover and 92.00% (approx) of trade receivables and customer advance is with respect to Government and Government related entities including those under MoPSW.

56. FINANCIAL INSTRUMENTS

The fair value hierarchy is based on inputs to valuation techniques that are used to measure fair value that are either observable or unobservable and consist of the following three levels:

Level I inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date.

Level II inputs are inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

Level III inputs are unobservable inputs for the asset or liability.

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

The following table summarises financial assets and liabilities measured at fair value on a recurring basis and financial assets that are not measured at fair value on a recurring basis.

(₹ in lakhs)

Financial assets/ financial liabilities	Fair value as at		Fair Value hierarchy
	As at March 31,2024	As at March 31,2023	
Financial Assets			
Non Current			
(i) Investments	12.55	11.32	Level III
(ii) Loans	569.95	520.60	Level III
(iii) Others	98.71	107.34	Level III
Current			
(i) Trade Receivables	35,547.56	33,841.50	Level III
(ii) Cash & Cash equivalents	30,641.30	37,502.21	Level III
(iii) Bank Balances other than (ii)	3,55,759.25	4,38,299.56	Level III
(iv) Loans	115.11	99.50	Level III
(v) Others	11,848.96	3,421.07	Level III
Total Financial Assets	**4,34,593.39**	**5,13,803.10**	
Financial Liabilities			
Non Current			
(i) Borrowings	2,302.20	2,302.20	Level III
(ii) Lease liabilities	44,925.88	40,446.48	Level III
(iii) Other financial liabilities	18.27	261.22	Level III
Current			
(i) Borrowings	-	10,984.78	Level III
(i) Trade Payables	46,512.01	21,647.94	Level III
(ii) Lease liabilities	2,991.88	4,999.40	Level III
(iii) Other financial liabilities	18,255.60	19,344.46	Level III
Total Financial Liabilities	**1,15,005.84**	**99,986.48**	

Note:

1. The investments in equity instruments are not held for trading. Instead, they are held for medium or long term strategic purpose. The Company has chosen to designate these investments in equity instruments of Subsidiary at cost (as per Ind AS 27) and other equity instruments at FVTOCI (as per Ind AS 109), as the directors believe that this provides a more meaningful presentation of medium or long term strategic investments, than reflecting changes in fair value immediately in profit or loss. The investments in debt instruments are not held for trading. Upon the application of Ind AS 109, the Company has chosen to designate these investments at Amortised Cost.

   Investments included in level 3 of fair value hierarchy have been valued using the cost approach to arrive at their fair value. The cost of unquoted investments approximate the fair value because there is a wide range of possible fair value measurements and the cost represents estimate of fair value within that range.

   There were no transfers between Level 1 and 2 in the period.

2. Loans, Borrowings are at the market rates and therefore the carrying value is the fair value.

3. The carrying amount of trade receivables, trade and other payables and short term loans are considered to be the same as their fair value due to their short term nature.

   Difference between carrying amounts and fair values of bank deposits, other financial assets,other financial liabilities and borrowings subsequently measured at amortised cost is not significant in each of the years presented.

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

Financial Instruments by category

(₹ in lakhs)

Particulars	31st March 2024			31st March 2023		
	FVTPL	FVTOCI	Amortised Cost/At Cost	FVTPL	FVTOCI	Amortised Cost/At Cost
Financial Assets						
Investments (Non-current)						
-Equity instruments		12.55			11.32	-
-Debt instruments						-
-Preference shares						
Investments (Current)						
-Mutual Funds						
Loans						620.10
Trade receivables			35,547.56			33,841.50
Cash & Cash equivalents			30,641.30			37,502.21
Bank Balances			3,55,759.25			4,38,299.56
Other Financial Assets			12,632.73			3,528.41
Total Financial Assets	**-**	**12.55**	**4,34,580.84**	**-**	**11.32**	**5,13,791.78**
Financial liabilities						
Borrowings			2,302.20			13,286.98
Lease liabilities			47,917.76			45,445.88
Trade Payables			46,512.01			21,647.95
Other financial liabilties			18,273.87			19,605.68
Total Financial Liabilities	**-**	**-**	**1,15,005.84**	**-**	**-**	**99,986.49**

57. Financial Risk Management Policy

Financial Risk Management Objective and Policies:

The Group's principal financial liabilities, other than derivatives, comprise of loans and borrowings, trade and other payables and advances from customers. The Company's principal financial assets include Investment, loans and advances, trade and other receivables and cash and bank balances that derive directly from its operations. The Company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. The Board provides written principles for overall risk management as well as policies covering specific areas such as foreign exchange risk, interest rate risk, credit risk, the use of derivative financial instruments and non-derivative financial instruments, and the investment of excess liquidity. The Company does not enter into or trade financial instruments, including derivatives for speculative purposes.

Market Risk

Market risk is the risk that the fair value of future cash flows of financial assets will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, foreign currency risk and other price risk, being mainly commodity price risk. Financial Assets affected by market risk include loans and advances, deposits and derivative financial instruments.

A. Interest rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's exposure to the risk of changes in market interest rates is minimal since the exposure relates primarily to the Company's long-term debt obligations of redeemable non-convertible bonds with fixed interest rates as disclosed in Notes 23 and 28. With the current profile of fixed rate borrowing, the company is not sensitive to interest rate fluctuations.

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

B. Foreign Currency Risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Group's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's operating activities (when revenue or expense is denominated in a foreign currency).

Foreign currency risk of the Holding company is managed through a properly documented risk management policy approved by the board. The Board of directors also reviews the foreign currency exposure of the Company on quarterly basis. The company manages the net foreign currency risk mainly by entering into forward contracts with the bank as the counter party. The disclosures of outstanding forward contract as on reporting date is given in Note 48.

The Group's exposure to foreign currency risk net of hedged exposure at the end of the reporting period expressed in ₹ (foreign currency amount multiplied by closing rate) are as follows:

(₹ in lakhs)

Particulars	USD	EURO	GBP	NOK	Total
Financial Assets					
31st March 2024	544.41	46,229.69		7,276.80	54,050.91
31st March 2023	1,885.63	27,625.64	-	1,489.18	31,000.45
Financial Liabilities					
31st March 2024	5,915.16	19,494.53	47.12	133.84	25,590.65
31st March 2023	1,447.86	11,935.36	17.82	145.17	13,546.21

The sensitivity of profit/ loss to changes in the exchange rates arises mainly from foreign currency denominated financial instruments. The sensitivity analysis includes only outstanding foreign currency denominated monetary items net of hedge accounting impact and adjusts their translation at the year-end for a 5% change in foreign currency rates, with all other variables held constant. The sensitivity rate represents management's assessment of the reasonably possible change in foreign exchange rates.

(₹ in lakhs)

Particulars	5% change in foreign currency rates	
	As at March 31,2024	As at March 31,2023
Receivables		
USD - Strengthening of ₹ by 5%	0.00	0.00
USD - Weakening of ₹ by 5%	0.00	0.00
EURO - Strengthening of ₹ by 5%	0.00	0.00
EURO - Weakening of ₹ by 5%	0.00	0.00
GBP - Strengthening of ₹ by 5%	0.00	0.00
GBP - Weakening of ₹ by 5%	0.00	0.00
NOK - Strengthening of ₹ by 5%	0.00	0.00
NOK - Weakening of ₹ by 5%	0.00	0.00
Payables		
USD - Strengthening of ₹ by 5%	(295.75)	(72.39)
USD - Weakening of ₹ by 5%	295.75	72.39
EURO - Strengthening of ₹ by 5%	(974.73)	(596.77)
EURO - Weakening of ₹ by 5%	974.73	596.77
GBP - Strengthening of ₹ by 5%	(2.36)	(0.89)
GBP - Weakening of ₹ by 5%	2.36	0.89
NOK - Strengthening of ₹ by 5%	(6.69)	(7.26)

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

(₹ in lakhs)

Particulars	5% change in foreign currency rates	
	As at March 31,2024	As at March 31,2023
NOK - Weakening of ₹ by 5%	6.69	7.26
Profit Before Tax		
USD - Strengthening of ₹ by 5%	295.75	72.39
USD - Weakening of ₹ by 5%	(295.75)	(72.39)
EURO - Strengthening of ₹ by 5%	974.73	596.77
EURO - Weakening of ₹ by 5%	(974.73)	(596.77)
GBP - Strengthening of ₹ by 5%	2.36	0.89
GBP - Weakening of ₹ by 5%	(2.36)	(0.89)
NOK - Strengthening of ₹ by 5%	6.69	7.26
NOK - Weakening of ₹ by 5%	(6.69)	(7.26)

C. Commodity Price Risk

The Group is affected by the price volatility of certain commodities. Its operating activities require the purchase of steel, major machineries, equipments etc. The Company primarily purchases its raw materials in the open market from third parties. The Company is therefore subject to fluctuations in prices for the purchase of steel, being the primary raw material inputs. The Company aims to sell the finished products based on firm contract which is negotiated after due consideration of the expected raw material prices. Therefore, the Company plans its purchases closely to optimise the price. Further since the products are of a specific nature which does not entail competition and is heterogeneous in nature due to its specification, the company's exposure to commodity risk is minimal.

The following table details the Group's sensitivity to a 5% movement in the input price of steel. The sensitivity analysis includes only 5% change in commodity prices for quantity consumed during the year, with all other variables held constant.

(₹ in lakhs)

Commodity	Increase of 5 %		Decrease of 5 %	
	As at 31st Mar 2024	As at 31st Mar 2023	As at March 31,2024	As at March 31,2023
Steel	735.24	202.79	(735.24)	(202.79)

Liquidity Risk

The risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset. Liquidity risk may arise from an inability to sell a financial asset quickly at a rate close to its fair value.

The Group requires funds both for short term operational needs as well as for long term capital expenditure growth projects. The Company generates sufficient cash flow for operations, which together with the available cash and cash equivalents provides liquidity in the short-term and long- term and manages the liquidity risk by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities as depicted below.

(₹ in lakhs)

Particulars	As on 31.03.2024			As on 31.03.2023		
	< 1 year	1-3 years	> 3 years	< 1 year	1-3 years	> 3 years
Financial Assets						
Non-current investments			12.55	-	-	11.32
Loans (Non Current)		276.84	293.11	250.90	268.41	1.29
Other Financial Assets	-	1.31	97.40	-	23.11	84.23
Trade Receivables	30,344.98	5,202.58	-	33,841.50		
Cash and Cash Equivalents	30,641.30	-	-	37,502.21		

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

(₹ in lakhs)

Particulars	As on 31.03.2024			As on 31.03.2023		
	< 1 year	1-3 years	> 3 years	< 1 year	1-3 years	> 3 years
Bank Balances other than cash and cash equivalents	3,55,759.25	-	-	4,38,299.56		
Loans	115.11	-	-	99.50		
Other Financial Assets	11,712.30	114.46	22.20	3,421.07		
Total Financial Assets	**4,28,572.94**	**5,595.19**	**425.26**	**5,13,414.74**	**291.51**	**96.85**
Financial Liabilities						
Borrowings	-	-	2,302.20	10,984.78	-	2,302.20
Lease Liabilities (Non Current)	-	10,005.17	34,920.71	40,446.48		
Other financial liabilities	-	18.27	-			261.22
Lease Liabilities	2,991.88	-	-	4,999.40		
Trade payables	46,512.01	-	-	21,647.94		
Other financial liabilities	18,248.64	6.96	-	19,344.46		
Total Financial Liabilities	**67,752.53**	**10,030.40**	**37,222.91**	**97,423.06**	**-**	**2,563.42**

Credit Risk

Credit risk is the risk that a counter party will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Group is exposed to credit risk from its operating activities (primarily trade receivables and advances to suppliers) and from its exposure to other financial assets, including deposits with banks and financial institutions, derivative instruments, and other financial instruments. The Group has adopted a policy of only dealing with counterparties that have sufficiently high credit rating in order to manage the credit risk. Trade receivables mainly comprise of government entities and the cash and cash equivalents and derivative instruments are maintained with banks and recognised financial institutions with high credit rating.

For trade receivables, as a practical expedient the company computes credit loss allowance based on a provision matrix which considers historically observed default rates over expected life of trade receivables, adjusted for forward looking estimates. The movement in expected credit loss allowance is disclosed in Note 15.

The Group's maximum exposure to the credit risk for the components of Balance Sheet as 31st March 2023 and 31st March 2022 is the carrying amounts mentioned in Note no 15 and as stated in Note 55, around 89.00%(approx) of company's turnover and 92.00% (approx.) of trade receivables and customer advance it with respect to Government and Govt. regulated entities. The maximum exposure relating to financial derivative instruments and financial guarantees is disclosed in Note 48 and Note 49 respectively.

58. Disclosure pursuant to Ind AS 1 "Presentation of financial statements":

a. Current assets expected to be recovered within twelve months and after twelve months from the reporting date.

(₹ in lakhs)

Particulars	As on 31.03.2024			As on 31.03.2023		
	Within twelve months	After twelve months	Total	Within twelve months	After twelve months	Total
Inventories	102609.40	0.00	102609.40	37299.71		37299.71
Trade receivables	30344.98	5202.58	35547.56	33841.50		33841.50
Cash and cash equivalents	30641.30	0.00	30641.30	37502.21		37502.21
Bank balances	355759.25	0.00	355759.25	438299.56		438299.56
Loans	115.11	0.00	115.11	99.50		99.50
Other Financial assets	11734.50	114.46	11848.96	3421.07		3421.07
Current tax assets (net)	323.10	0.00	323.10	7147.48		7147.48
Other current assets	236983.12	90027.85	327010.97	155224.89		155224.89

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

b. Current liabilities expected to be settled within twelve months and after twelve months from the reporting date:

(₹ in lakhs)

Particulars	As on 31.03.2024			As on 31.03.2023		
	Within twelve months	After twelve months	Total	Within twelve months	After twelve months	Total
Borrowings	0.00	0.00	0.00	10984.78		10984.78
Lease Liabilities	2991.88	0.00	2991.88	4999.40		4999.40
Trade payables	46512.01	0.00	46512.01	21647.95		21647.95
Other financial liabilities	17184.49	1071.11	18255.60	19344.46		19344.46
Other current liabilities	32330.05	488652.74	520982.79	415106.90		415106.90
Provisions	62520.48	359.20	62879.68	39193.01		39193.01
Current tax liabilities (net)	0.00	0.00	0.00	0.00		0.00

59. Segment Reporting

The Group has identified two major operating segments viz, Shipbuilding and Ship Repair. Segment wise analysis has been made on the above basis and amounts allocated on a reasonable basis.

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Segment Assets		
Ship building	607070.02	429873.09
Ship Repair	303047.43	282235.51
Unallocated	294105.08	289155.99
Total	**1204222.53**	**1001264.59**
Segment Liability		
Ship building	427954.21	316149.69
Ship Repair	47378.09	49020.33
Unallocated	228556.56	193329.93
Total	**703888.86**	**558499.95**

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Segment Revenue		
Ship building	2,82,408.69	1,79,297.44
Ship Repair	1,00,636.73	57,158.04
Unallocated	31,018.09	20,701.25
Total	**4,14,063.51**	**2,57,156.73**
Segment Result		
Ship building	58,920.72	19,843.32
Ship Repair	36,320.76	9,856.53
Unallocated	15,176.39	9,465.09
Total	**1,10,417.87**	**39,164.94**

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

Reconciliation of segment results to profit before tax from continuing operations:

(₹ in lakhs)

Particulars	For the year ended As at March 31,2024	As at March 31,2023
Amount as per segment results	1,10,417.87	39,164.94
Less: Finance Costs	3,324.11	3,502.59
Add: Exceptional items	-	6,181.35
Profit before tax from continuing operations	1,07,093.76	41,843.70

The Group has two major business segments -"shipbuilding" and "ship repair". Revenue under shipbuilding includes ₹230672.72 Lakhs (previous year: ₹155800.89 Lakhs) from one customer (previous year: one customer) having 81.68% revenue of the total Shipbuilding revenue, and for ship repair includes ₹63351.17 Lakhs (previous year: ₹37770.68 Lakhs) from two customers (previous year: two customers) having 63% in total of the total ship repair revenue.

60. Capital Management

The Group's objective when managing capital are to safeguard their ability to continue as a going concern so that they can continue to provide returns for shareholders and maintain an optimal capital structure to reduce the cost of capital.

For the purpose of capital management, capital includes issued equity capital and all other equity reserves attributable to the equity holders of the parent. The company is not subject to any externally imposed capital requirements.

To maintain or adjust the capital structure, the company may adjust the dividend payment to shareholders, return on capital to shareholders or issue new shares. The company monitors capital using a gearing ratio, which is net debt divided by total equity. The Company includes within net debt, interest bearing loans and borrowings (including bonds).

(₹ in lakhs)

Particulars	As at March 31,2024	As at March 31,2023
Long term borrowings	2,302.20	2,302.20
Net Debt	2,302.20	13,286.98
Equity Share Capital	13,154.04	13,154.04
Other equity	4,87,179.63	4,29,610.60
Total Equity	5,00,333.67	4,42,764.64
Gearing Ratio	0.46%	3.00%

No changes were made in the objectives, policies or processes for managing capital during the years ended March 31, 2024 and March 31, 2023.

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

Ratios	Numerator	Denominator	As at March 31,2024	As at March 31,2023	% change	Remarks if change is more than 25%
(a) Current Ratio,	Current Assets	Current Liabilities	1.33	1.39	(4.95%)	-
(b) Debt-Equity Ratio,	Total Debt	Shareholder's Equity	0.00	0.03	(84.67%)	Due to redemption of Tax free bonds ₹10000 lakhs.
(c) Debt Service Coverage Ratio,	*Earnings available for debt service	Debt Service	11.89	5.59	112.81%	Due to increase in Earnings available for debt service.
(d) Return on Equity Ratio,	Net Profits after taxes – Preference Dividend (if any)	Average Shareholder's Equity	0.17	0.07	140.43%	Due to increase in Net Profit after tax.
(e) Inventory turnover ratio,	Revenue from Operations	Average Inventory	5.48	7.04	(22.27%)	-
(f) Trade Receivables turnover ratio,	Net Credit Sales	Avg. Accounts Receivable	8.28	4.78	73.36%	Due to increase in Turnover and reduction in trade receivables.
(g) Trade payables turnover ratio,	Net Credit Purchases	Average Trade Payables	7.01	6.21	13%	-
(h) Net capital turnover ratio,	Net Sales	Working Capital	1.80	1.17	53.99%	Due to increase in turnover.
(i) Net profit ratio,	Net Profits	Net Sales	0.20	0.13	58.68%	Due to increase in Profit after tax.
(j) Return on Capital employed,	Earning before interest and taxes	Tangible Net Worth + Total Debt + Deferred Tax Liability	0.22	0.10	119.77%	Due to increase in Earnings before interest and taxes.
(k) Return on investment:						
ROI on Equity Investment	Dividend	Average investment in Equity shares	4.52%	5.27%	(14.12%)	

*Earning for Debt Service = Net Profit after taxes + Non-cash operating expenses like depreciation and other amortizations + Interest + other adjustments like loss on sale of Fixed assets etc.

*Debt service = Interest & Lease Payments + Principal Repayments

61. Details of Subsidiaries

Sl No	Name	Relationship	Nature of activity	Principal place of business	As at 31st March 2024 & 31st March 2023 Proportionate ownership in %
1	Hooghly Cochin Shipyard Limited	Subsidiary	Construction of vessels of various types and repairs thereof	Kolkata, India	100%
2	Udupi Cochin Shipyard Limited	Subsidiary	Construction of vessels of various types and repairs thereof	Malpe, India	100%

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

62. Summarised financial information of subsidiary company is as follows:

The amounts disclosed for subsidiary are before inter-company eliminations

A. HOOGHLY COCHINSHIPYARD LIMITED

(₹ in lakhs)

Summarised Balance sheet	2023-24	2022-23
Non-current assets	16732.33	17373.21
Current assets	9226.46	8735.30
Total Assets	**25958.79**	**26108.51**
Non-current liabilities	9868.78	13743.64
Current liabilities	8146.92	5816.87
Total Liabilities	**18015.70**	**19560.51**
Net Assets	**7943.09**	**6548.00**
Accumulated NCI	0.00	0.00

(₹ in lakhs)

Summarised Statement of Profit & Loss	2023-24	2022-23
Revenue	2071.68	1702.06
Profit/(Loss) for the year	(3005.81)	(2033.59)
Other Comprehensive Income	0.84	(0.08)
Total Comprehensive Income	**(3004.97)**	**(2033.67)**
Profit/(Loss) attributable to NCI	0.00	0.00

(₹ in lakhs)

Summarised Cashflows	2023-24	2022-23
Cashflows from operating activites	547.54	(141.18)
Cashflows from investing activities	94.69	(813.65)
Cashflows from financing activities	(715.12)	4061.06
Net increase/decrease in cash and cash equivalents	**(72.89)**	**3106.23**

B. UDUPI COCHIN SHIPYARD LIMITED (Formerly Tebma Shipyard Limited)

(₹ in lakhs)

Summarised Balance sheet	2023-24	2022-23
Non-current assets	14982.24	14613.02
Current assets	17130.54	7648.50
Assets held for sale	0.00	0.00
Total Assets	32112.78	22261.52
Non-current liabilities	2140.80	2108.10
Current liabilities	13689.45	6087.81
Total Liabilities	**15830.25**	**8195.91**
Net Assets	**16282.53**	**14065.61**
Accumulated NCI	0.00	0.00

(₹ in lakhs)

Summarised Statement of Profit & Loss	2023-24	2022-23
Revenue	17971.62	3932.22
Profit/(Loss) for the year	111.38	(866.54)
Other Comprehensive Income	305.54	0.62
Total Comprehensive Income	**416.92**	**(865.92)**
Profit/(Loss) attributable to NCI	0.00	0.00

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

(₹ in lakhs)

Summarised Cashflows	2023-24	2022-23
Cashflows from operating activites	427.99	(1418.46)
Cashflows from investing activities	(579.36)	(2114.61)
Cashflows from financing activites	995.73	2885.40
Net increase/decrease in cash and cash equivalents	844.36	(647.67)

63. INFORMATION REQUIRED BY SCHEDULE III OF THE COMPANIES ACT 2013,WITH RESPECT TO CONSOLIDATED FINANCIAL STATEMENTS

(₹ in lakhs)

Name of the entity in the group	Net Asset			Share in Profit or (Loss)		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	Ownership in % As at March 31, 2022	Proportionate Share	As % of Consolidated Net Asset	Share in Profit/ (Loss)	As % of Consolidated Profit/ (Loss)	Share in Other Comprehensive Income	Share in Other Comprehensive Income	Share in Total Comprehensive Income	As % of Consolidated Total Comrpehensive income
Cochin Shipyard Limited	100.00%	502587.09	100%	81310.34	103.81%	2612.21	100.00%	83922.55	103.29%
Subsidiary									
Hooghly Cochin Shipyard Limited	100.00%	7943.09	1.59%	(3005.81)	(3.84)%	0.84	0.03%	(3004.97)	(3.70)%
Udupi Cochin Shipyard Limited	100.00%	16282.53	3.25%	111.38	0.14%	305.54	10.47%	416.92	0.51%
Consolidation adjustments		**(26479.04)**	**(5.29)%**	**(88.14)**	**(0.11)%**	**0.00**	**0%**	**(88.14)**	**(0.11)%**
Grand Total		**500333.67**	**100%**	**78327.78**	**100.00%**	**2918.58**	**100.00%**	**81246.36**	**100.00%**

64. Consumption of imported goods/services for the year amounts to ₹85,639.89 lakhs (₹74,122.85 lakhs in the previous year).

65. The Company have used the ERP, SAP S/4HANA as the accounting software for maintaining its books of account, which have a feature of Security audit log and recording audit trail (edit log) facility throughout the year for all relevant transactions recorded in the respective softwares except for the instances mentioned below.

i. The feature of recording audit trail (edit log) facility were enabled for identified database tables to log data changes for the accounting software used for maintaining the books of account. However, any direct data change to SAP database tables are not being carried out.

ii. Security audit log was enabled in the ERP from 2022 onwards.The feature of recording audit trail (edit log) facility of the accounting software was enabled on March, 2024.

Further no instance of audit trail feature being tampererd with was noted in respect of the accounting software.

66. No proceedings have been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

67. The holding company has no borrowings from banks or financial institutions on the basis of security of current assets. The company has been sanctioned aggregate Non –Fund based limits in excess of ₹5 Crores by the multiple banks, which are availed as and when required . It has also been sanctioned aggregate fund based limits in excess of ₹5 Crores by multiple banks which has not been availed by the company . The company is not required to file any quarterly returns or statements with the banks.

The HCSL subsidiary has borrowings from banks on the basis of security of current assets. The company has complied with the requirement of filing of monthly / quarterly retuns/ statements of current assets with the bank or financial institutions as applicable, and these returns were in agreement with the books of accounts for the year ended March 31, 2024 and March 31, 2023.

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

The UCSL subsidiary has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks on the basis of security of current assets. The quarterly returns or statements filed by the Company with the banks or financial institutions are in agreement with the books of accounts.

68. The company is not declared wilful defaulter by any bank or financial Institution or other lender.

69. The company has no transactions with the companies struck off under section 248 of Companies Act, 2013 or section 560 of Companies Act, 1956.

70. The Company has entered agreement with Andaman & Nicobar Administration on a long term license basis for a period of 30 years from November 2019 onwards for developing, designing, constructing, modernising, operating, maintaining and managing the existing shiprepair facility which is named as CSL-AN Ship Repair Unit (CANSRU).

71. There are no charges or satisfaction yet to be registered with ROC beyond the statutory period.

72. No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries. No funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the company shall (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or (ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

73. The company did not trade or invest in Crypto Currency or virtual currency during the financial year. Hence disclosures relating to it are not applicable.

74. In the case of contracts/ sub-contracts, wherever final bills are not submitted by the contractors for the work done as at the close of the year, liability is estimated and provided based on the work done.

75. The Company has made adequate provision towards material foreseeable losses wherever required, in respect of long term contracts. The Company do not have any long term derivative contracts for which there were any material foreseeable losses.

76. Figures in brackets denote negative figures.

77. Previous year figures have been regrouped and reclassified wherever necessary to conform to the current year presentation.

As per our report attached
For M/s Anand & Ponnappan
Chartered Accountants
(Firm Registration No. 000111S)

Y BANUTEJA
Partner
(Membership Number 250129)
Kochi, dated May 24, 2024

For and on behalf of Board of Directors

SYAMKAMAL N
Company Secretary
Membership Number – A25337

BEJOY BHASKER
Director (Technical)
DIN – 08103825

JOSE V J
Director (Finance) & Chief Financial Officer
DIN – 08444440

MADHU S NAIR
Chairman and Managing Director
DIN - 07376798
Kochi, dated May 24, 2024

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

Annexure

FORM AOC 1

"Statement containing salient features of the financial statement of Subsidiaries/associate companies/joint ventures (Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014"

Part "A": Subsidiaries

Sl No	Particulars	Details	Details
1	Sl No	1	2
2	Name of the subsidiary	Hooghly Cochin Shipyard Ltd	Udupi Cochin Shipyard Ltd
3	The date since when subsidiary was acquired	October 23, 2017	September 15, 2020
4	Reporting Period for the subsidiary concerned, if different from the holding company's reporting period	No	No
5	Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries	Not Applicable	Not Applicable
6	Share Capital	₹14000 Lakhs	₹10800 Lakhs
7	Reserves and Surplus	₹(6056.91) Lakhs	₹5482.53 Lakhs
8	Total Assets	₹25958.79 Lakhs	₹32112.78 Lakhs
9	Total Liabilities	₹25958.79 Lakhs	₹32112.78 Lakhs
10	Investments	Nil	Nil
11	Turnover	₹2071.68 Lakhs	₹17971.62 Lakhs
12	Profit Before Taxation	₹(2485.19) Lakhs	₹304.68 Lakhs
13	Provision for taxation		
	(i) Current Tax		
	(ii) Deferred Tax	₹520.62 Lakhs	₹193.30 Lakhs
14	Profit after taxation	₹(3005.81) Lakhs	₹111.38 Lakhs
15	Proposed Dividend	Nil	Nil
16	Extent of shareholding (in %)	100%	100%

Part "B": Associates and Joint Ventures :Not applicable

As per our report attached
For M/s Anand & Ponnappan
Chartered Accountants
(Firm Registration No. 000111S)

Y BANUTEJA
Partner
(Membership Number 250129)
Kochi, dated May 24, 2024

For and on behalf of Board of Directors

SYAMKAMAL N
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Director (Finance) & Chief Financial Officer
DIN – 08444440

MADHU S NAIR
Chairman and Managing Director
DIN - 07376798
Kochi, dated May 24, 2024

COCHIN SHIPYARD LIMITED

Corporate Identity Number: L63032KL1972GOI002414
Registered Office: Administrative Building, Cochin Shipyard Premises
Perumanoor, Ernakulam, Kerala – 682015
Tel: +91 (484) 2501306 **Fax:** +91 (484) 2384001
E-mail: secretary@cochinshipyard.in **Website:** www.cochinshipyard.in

NOTICE

Notice is hereby given that, the 52nd Annual General Meeting (AGM) of Cochin Shipyard Limited (CSL) will be held on Monday, September 30, 2024 at 11:00 hrs. IST through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following business:

Ordinary Business

1. To receive, consider and adopt the audited standalone financial statements of the Company for the financial year ended March 31, 2024, together with the Reports of the Board of Directors' and the Auditors' thereon.
2. To receive, consider and adopt the audited consolidated financial statements of the Company for the financial year ended March 31, 2024, together with the Report of the Auditors' thereon.
3. To confirm the payment of first interim dividend of ₹8.00 (80%) per equity share of face value of ₹10/- each and second interim dividend of ₹3.50 (70%) per equity share of face value of ₹5/- each and to declare final dividend of ₹2.25 (45%) per equity share of face value of ₹5/- each for the financial year 2023-24.
4. To appoint a Director in place of Shri Sreejith K Narayanan (DIN: 09543968), who retires by rotation and being eligible, offers himself for re-appointment.
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 2024-25.

Special Business

6. Ratification of Remuneration of Cost Auditors

To consider and if thought fit, to pass the following resolution as ordinary resolution:

"**RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force), as amended from time to time, the Company hereby ratifies the remuneration of ₹1,50,000/- (Rupees One Lakh Fifty Thousand Only) per annum plus applicable tax payable to M/s. Rajendran Mani and Varier, Cost Accountants (Firm Registration No.: 000006), who are appointed by the Board of Directors as Cost Auditors of the Company to conduct audits relating to cost records of the Company under the Companies (Cost Records and Audit) Rules, 2014 for the year ending March 31, 2025."

"**RESOLVED FURTHER THAT** any one of the Directors or the Company Secretary of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to the above resolution."

7. Approval of extension of tenure of Shri Jose V J (DIN: 08444440), as Director (Finance)

To consider and if thought fit, to pass the following resolution as ordinary resolution:

"RESOLVED THAT pursuant to the provisions of Regulation 17(1C) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and applicable provisions, if any, of the Companies Act, 2013 read with Rules, if any, made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the approval of the Shareholders be and is hereby accorded for the extension of tenure of Shri Jose V J (DIN: 08444440), as Director (Finance) of the Company, beyond August 01, 2024 till the date of his superannuation i.e., February 28, 2027, or until further orders, whichever is earlier, by the Government of India vide Ministry of Ports, Shipping and Waterways letter F. No. SY-11012/2/2018-CSL dated July 03, 2024, on the terms and conditions as stipulated by the Government of India, and whose office is liable to retire by rotation."

By Order of the Board of Directors

Syamkamal N
Company Secretary
M. No. A25337

Kochi
September 06, 2024

Notes:

1. The Ministry of Corporate Affairs ("MCA") vide its General Circular No. 09/2023 dated September 25, 2023 read with General Circular No. 20/2020 dated May 05, 2020 and all other relevant Circulars issued from time to time (collectively referred to as "MCA Circulars"), permitted the holding of the Annual General Meeting ("AGM") through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM"), without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013, MCA Circulars, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and SEBI Circulars, the 52nd AGM of the Company is being held through VC/ OAVM. The Registered Office of the Company shall be deemed to be the venue for the AGM.

2. The attendance of the Shareholders in the AGM through VC/ OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.

3. The statement pursuant to Section 102(1) of the Companies Act, 2013 with respect to the special business set out in the Notice is annexed and forms part of the Notice.

4. The relevant details, pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India ("ICSI"), in respect of Directors seeking appointment/ re-appointment/ extension at this AGM is annexed to this Notice.

5. Pursuant to the provisions of the Companies Act, 2013, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/ her behalf and the proxy need not be a Member of the Company. Since, this AGM is being held pursuant to the MCA Circulars through VC/ OAVM, physical attendance of Members has been dispensed with and hence the facility for appointment of proxies by the Members will not be available for the AGM. Therefore, the proxy form, attendance slip and route map are not annexed to this Notice. However, in pursuance of Section 112 and 113 of the Companies Act, 2013, representatives of the Members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/ OAVM and cast their votes through e-voting.

6. Annual Report for the year 2023-24 including the audited financial statements for the year ended March 31, 2024, is being sent by e-mail to those Members whose e-mail addresses are registered with Company's RTA/ Depository Participants (DP). Further, the hard copies of the same would also be made available to the Members on request. Members may forward their request for hard copy to secretary@cochinshipyard.in. Members may note that the Notice and Annual Report 2023-24 will also be available on the Company's website www.cochinshipyard.in, websites of the Stock Exchanges i.e., BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and on the website of Central Depository Services (India) Limited (CDSL) at www.evotingindia.com.

7. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized mode with effect from April 01, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, Members holding shares in physical mode are requested to consider converting their holdings to dematerialized mode. Members can contact the Company or Company's Registrar and Transfer Agents (RTA), Link Intime India Private Limited for assistance in this regard.

8. Members who have not yet registered/ updated their e-mail addresses are requested to register/ update the same with their Depository Participants (DP) in case the shares are held in demat mode and with Link Intime India Private Limited, Company's RTA, in case the shares are held in physical mode. Members are requested to register/ update their e-mail addresses to enable the Company/ RTA to send communications through e-mail.

9. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as name of the bank and branch details, bank account number, MICR code, IFSC etc.

   For shares held in demat mode: To their DPs.

   For shares held in physical mode: To Link Intime India Private Limited, Company's RTA, in the prescribed Form ISR-1. The said form is available at https://cochinshipyard.in/investor/investor_titles/56.

   SEBI has mandated that with effect from April 01, 2024, dividend to Shareholders holding shares in physical mode shall be paid only through electronic mode. Such payment shall be made only if the PAN, contact details (postal address with PIN and mobile number), bank account details and specimen signature for their corresponding folio numbers are submitted. Those Members who have not yet submitted the said details may submit the same with the Company's RTA, Link Intime India Private Limited. The detailed instructions for the same are available at https://www.linkintime.co.in/home-KYC.html.

10. As per the provisions of Section 72 of the Companies Act, 2013, the facility for making nomination is available to the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13 prescribed under Rule 19 of the Companies (Share Capital and Debentures) Rules, 2014. If a Member desires to cancel the earlier nomination and record a fresh nomination, he/ she may submit the same in Form No. SH-14 prescribed under Rule 19 of the Companies (Share Capital and Debentures) Rules, 2014. On request, the necessary forms can be obtained from the Company's RTA, Link Intime India Private Limited. Members are requested to submit the said details to their DP in case the shares are held in demat mode and to Link Intime India Private Limited in case the shares are held in physical mode.

11. SEBI has established a common Online Dispute Resolution Portal ("ODR Portal") for resolution of disputes arising in the Indian Securities Market. After exhausting the option to resolve the grievances with the Company/ RTA directly and through the SCORES Portal, the investors can initiate dispute resolution through the ODR Portal, which can be accessed at https://smartodr.in/login.

12. **Book Closure and Dividend**

    (i) The Register of Members and the Share Transfer Books of the Company will be closed from Tuesday, September 24, 2024 to Monday, September 30, 2024, both days inclusive.

    (ii) The final dividend for the financial year 2023-24, as recommended by the Board of Directors, if approved at the AGM, will be paid, subject to deduction of tax at source, by October 29, 2024 i.e., within 30 days from the date of approval to those Members whose names appear in the Register of Members/ Depositories' records, as the case may be, at the close of business hours on Monday, September 23, 2024.

    (iii) Company will be making the dividend payment by electronic mode wherever possible and by dividend warrants/ demand drafts in other cases. In respect of shares held in demat mode, the dividend will be paid on the basis of beneficial ownership details furnished by the Depositories (NSDL & CDSL) as at the close of business hours on Monday, September 23, 2024. Members holding shares in demat mode may note that the bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend. The Company or its RTA cannot act on any request received directly from the Members holding shares in demat mode for any change of bank particulars or bank mandate. Such changes are to be advised only to the Depository Participant of the Members. Members who have changed their bank account after opening the demat account and want to receive dividend in an account other than the one specified while opening the demat account, are requested to change/ correct their bank account details (including the nine digit Bank code) with their Depository Participant, before September 23, 2024.

    (iv) As per the Finance Act, 2020, dividend paid and distributed by a Company will be taxable in the hands of Shareholders with effect from April 01, 2020. Therefore, the Company will be required to deduct taxes at source (TDS) at the rates applicable to each category of Shareholder under the provisions of the Income Tax Act, 1961 as explained below:

    A. Resident Shareholders

    (a) TDS would not apply in case of individuals if the aggregate dividend distributed to them during the financial year 2024-25 does not exceed ₹5,000.

    (b) Tax at source will not be deducted in cases where a Shareholder provides

    - Form 15G (applicable to any person other than a Company or a Firm); or
    - Form 15H (applicable to an individual above the age of 60 years), provided that the eligibility conditions are being met.

    The Form 15G/ 15H is available for download at the Company's website at www.cochinshipyard.in.

    (c) Tax will be deducted at source (TDS) under Section 194 of the Income Tax Act, 1961 @ 10% on the amount of dividend payable unless exempted under any of its provisions.

    (d) TDS rate in case of "specified persons"

    The Finance Act, 2021 has inserted the provisions of Section 206AB of the Income Tax Act, 1961 with effect from July 01, 2021, pursuant to which the Company would be liable to deduct tax at higher of the below rates on the dividend paid to "specified persons":

(i) At twice the rate specified in the relevant provision of the Income Tax Act, 1961; or

(ii) At twice the rate or rates in force; or

(iii) At the rate of 5%.

For the purposes of Section 206AB "specified person" means

(i) A person who has not furnished the return of income for the assessment year relevant to the previous year immediately preceding the financial year in which tax is required to be deducted, for which the time limit for furnishing the return of income under sub-section (1) of Section 139 has expired; and

(ii) the aggregate of tax deducted at source and tax collected at source in his case is rupees fifty thousand or more in the said previous year.

In cases where Sections 206AA and 206AB are applicable i.e., the Shareholder has not submitted PAN as well as not filed the return, tax will be deducted at higher of the rates prescribed in these sections.

The Income Tax Department has issued a compliance check utility to check whether a person is covered under the "specified person" as defined under Section 206AB of the Income Tax Act, 1961. Accordingly, for determining TDS rate on Dividend, the Company will be using the said utility to determine the applicability of Section 206AB.

(e) Shareholders may also note that linking of PAN and Aadhar is mandatory. Accordingly, Shareholders are requested to link their PAN with Aadhar on the Income tax website. In case the PAN is not linked with Aadhar, then the PAN is liable to be treated as invalid. If PAN is invalid/ not submitted, TDS would be deducted @ 20% as per Section 206AA of the Income Tax Act, 1961.

(f) Shareholders are requested to update their PAN with the Company's RTA, Link Intime India Private Limited (in case of shares held in physical mode) and Depository Participants (in case of shares held in demat mode).

(g) Shareholders holding shares under multiple accounts under different status/ category and single PAN, may note that, higher of the tax as applicable to the status in which shares held under a PAN will be considered on their entire holding in different accounts.

(h) Shareholders are requested to kindly verify the correctness of the records and update the same with the Depository Participant (if shares are held in demat mode) or the Company's RTA (if shares are held in physical mode), at the earliest.

(i) Eligible Shareholders are also requested to submit the following documents as prescribed under the Income Tax Act, 1961 latest by September 23, 2024 at the portal of the Company's RTA, Link Intime India Private Limited at https://liiplweb.linkintime.co.in/formsreg/submission-of-form-15g-15h.html to avail the benefit of exemption or lower deduction from withholding tax.

Category	Documents required	Remarks
General	Self-attested copy of withholding tax certificate for lower deduction u/s 197.	If lower rate of tax is to be claimed.
Individual	Duly signed Form 15G or 15H (as may be applicable) along with the self-attested copy of the PAN card.	If tax exemption is to be claimed.

Category	Documents required	Remarks
Insurance Company	Self-declaration that it has full beneficial interest with respect to shares owned, along with self-attested copy of PAN card and registration certificate.	If tax exemption is to be claimed.
Mutual Funds	Self-declaration that they are specified in Section 10(23D) of the Income Tax Act, 1961, along with self-attested copy of PAN card and registration certificate.	If tax exemption is to be claimed.
Corporation established by or under a Central Act which is, under any law for the time being in force, exempt from income tax on its income	Self-attested copy of the documentary evidence supporting the exemption status along with self-attested copy of PAN card.	If tax exemption is to be claimed.
Alternative Investment Fund (AIF) established/ incorporated in India	Self-declaration that its income is exempt under Section 10(23FBA) of the Income Tax Act, 1961 and that they are governed by SEBI Regulations as Category I or Category II AIF along with self-attested copy of the PAN card and registration certificate.	If tax exemption is to be claimed.

B. Non-Resident Shareholders

(a) Tax is required to be deducted at source in accordance with the provisions of Section 195 of the Income Tax Act, 1961 at applicable rates in force. As per the relevant provisions of the Income Tax Act, 1961, the tax shall be deducted at source @ 20% (plus applicable surcharge and cess) on the amount of dividend payable.

(b) Shareholders are requested to kindly verify the correctness of the records and update the same with the Depository Participant (if shares are held in demat mode) or the Company's RTA (if shares are held in physical mode), at the earliest.

(c) Eligible Shareholders are also requested to submit the following documents as prescribed under the Income Tax Act, 1961 latest by September 23, 2024 at the portal of the Company's RTA, Link Intime India Private Limited at https://liiplweb.linkintime.co.in/formsreg/submission-of-form-15g-15h.html to avail the benefit of Double Taxation Avoidance Agreement (DTAA) between India and their country of residence.

Category of Shareholder		Documents
Investments made by routes other than FPI route	Individual	• Self-attested copy of Tax Residency Certificate (of FY 2024-25 or calendar year 2024) issued by the country in which the Shareholder is a resident; • Self-declaration(1); • E-Form 10F(2); and • Self-attested copy of lower/ nil withholding tax certificate provided under Section 197 of the Income Tax Act, 1961, if any.
	Partnerships, Trusts	• Self-attested copy of Tax Residency Certificate (of FY 2024-25 or calendar year 2024) issued by the country in which the Shareholder is a resident; • List of partners/ beneficiaries, their respective shares in the income of the partnership/ trust and their respective residential status (if not forming part of TRC); • Self-declaration(1); • E-Form 10F(2); and • Self-attested copy of lower/ nil withholding tax certificate provided under Section 197 of the Income Tax Act, 1961, if any.

Category of Shareholder		Documents
	Companies	• Self-attested copy of Tax Residency Certificate (of FY 2024-25 or calendar year 2024) issued by the country in which the Shareholder is a resident; • Proof of satisfaction of LoB wherever required as per treaty (for example, in case the foreign company is registered on the stock exchange of the other country – the listing certificate of the company); • Self-declaration[(1)]; • E-Form 10F[(2)]; and • Self-attested copy of lower/ nil withholding tax certificate provided under Section 197 of the Income Tax Act, 1961, if any.
Investments made through FPI route	FPIs (if shares are held under the FDI regime)	• Self-attested copy of Tax Residency Certificate (of FY 2024-25 or calendar year 2024) issued by the country in which the Shareholder is a resident; • Proof of satisfaction of LoB wherever required as per treaty (for example, in case the foreign company is registered on the stock exchange of the other country – the listing certificate of the company); • Self-declaration[(1)]; • E-Form 10F[(2)]; and • Self-attested copy of lower/ nil withholding tax certificate provided under Section 197 of the Income Tax Act, 1961, if any.
	FPIs (other than above)	• Self-attested declaration that investment has been made under FPI route; and • Self-attested copy of lower/ nil withholding tax certificate provided under Section 197 of the Income Tax Act, 1961, if any.

[(1)]The format of Self-declaration is available at Company's website at www.cochinshipyard.in.

[(2)]Electronic Form 10F as per notification No. 03/2022 dated July 16, 2022 from the Central Board of Direct Tax {Notification can be read under -notification-no-3-2022-systems.pdf (incometaxindia.gov.in)}. Form 10F can be obtained electronically through e-filing portal of income tax website and the procedure for the same is detailed below:

PROCEDURE FOR ELECTRONICALLY FURNISHING OF FORM 10F – STEPS/ PROCEDURE FOR E-FILING FORM 10F

(i) Login to https://www.incometax.gov.in/iec/foportal using PAN login.

(ii) Go to E-file>Income Tax Forms>File Income Tax Forms.

(iii) Select Form 10F from the available options.

(iv) Select the relevant Assessment Year for which you need to file Form 10F and click on continue.

(v) Fill all the required fields in the Form.

(vi) Attach the Tax Residency Certificate and Save the Draft and then Proceed to submit the Form with digital signature (DSC) of the authorized signatory/self.

(vii) Once submitted, go to 'View Filed Forms' and download the copy of the Form 10F and submit along with other tax forms.

Kindy note that, as per Rule 21AB of Income Tax Rules, a non-resident, who wishes to avail the benefit of Double Taxation Avoidance Agreement between India and the country of their residence, is required to furnish certain information in Form 10F. Further under sub rule 2 of the aforesaid rule, a non-resident is not required to furnish Form 10F if all the information as required in the form is contained in the TRC.

As per Sections 90 and 90A read with Section 295 of the Income Tax Act, 1961 read with Rule 21AB(1) of Income Tax Rules, 1962, a certificate (TRC) to be obtained by an non-resident, from the country of his tax residence, shall contain the following particulars namely:-

(i) Name of the assessee;

(ii) Status (individual, company, firm etc.) of the assessee;

(iii) Nationality (in case of individual);

(iv) Country or specified territory of incorporation or registration (in case of others);

(v) Assessee's tax identification number in the country or specified territory of residence or in case no such number, then, a unique number on the basis of which the person is identified by the Government of the country or the specified territory;

(vi) Residential status for the purposes of tax;

(vii) Period for which the certificate is applicable; and

(viii) Address of the applicant for the period for which the certificate is applicable.

Thus, if Form 10F is required to be furnished, then it shall be done electronically as laid out above.

(d) Kindly note that the Company is not obligated to apply the beneficial DTAA rates at the time of tax deduction/ withholding on dividend amounts. Application of beneficial DTAA rate shall depend upon the completeness and satisfactory review by the Company of the documents submitted by Non-Resident Shareholders.

(e) Tax shall be deducted at source @ 20% (plus applicable surcharge and cess) on dividend paid to Foreign Institutional Investors and Foreign Portfolio Investors under Section 196D of the Income Tax Act, 1961. Such TDS rate shall not be reduced on account of the application of the lower DTAA rate, if any.

(v) Kindly note that the aforementioned documents should be uploaded at the portal of the Company's RTA, Link Intime India Private Limited at https://liiplweb.linkintime.co.in/formsreg/submission-of-form-15g-15h.html latest by September 23, 2024. Documents submitted through e-mail or any other form will not be considered.

(vi) No communication on the tax determination/ deduction shall be entertained after September 23, 2024.

(vii) In case tax on dividend is deducted at a higher rate in the absence of receipt of the aforementioned details/ documents, Shareholders would still have the option of claiming refund of the excess tax deducted at the time of filing the income tax return by consulting a tax advisor. No claim shall lie against the Company for such taxes deducted.

(viii) Shareholders are requested to register/ update their e-mail addresses with their Depository Participant (DP) in case the shares are held in demat mode and with Link Intime India Private Limited, Company's RTA, in case the shares are held in physical mode to enable the Company to send Form 16A with respect to the TDS on Dividend. Shareholders will be able to see the credit of TDS in Form 26AS, which can be downloaded from their e-filing account at https://eportal.incometax.gov.in.

(ix) Disclaimer: This communication shall not be treated as an advice from the Company. For the tax related matters Shareholders should obtain the tax advice from a tax professional.

13. Unclaimed Dividend

(i) Members are hereby informed that under the Companies Act, 2013, the Company is obliged to transfer any money lying in the Unpaid Dividend Account, which remains unpaid or unclaimed for a period of seven years from the date of such transfer to the Unpaid Dividend Account, to the credit of the Investor Education and Protection Fund ("IEPF") established by the Central Government. The details of such unclaimed dividends that are liable to be transferred to IEPF are available at the Company's website www.cochinshipyard.in.

(ii) Further, pursuant to the provisions of Section 124 of the Companies Act, 2013, read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended ("IEPF Rules"), all the shares on which dividend remain unpaid/ unclaimed for a period of seven consecutive years or more shall be transferred to the demat account of the IEPF Authority as notified by the Ministry of Corporate Affairs. Hence, the Company urges all the Shareholders to encash/ claim their respective dividend within the prescribed period.

14. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.

15. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Periodic statement of holdings should be

obtained from the concerned DP and holdings should be verified from time to time.

16. **Members are requested to:**

    (i) Intimate to the Company/ RTA, changes if any, in their respective addresses along with the pincode at an early date.

    (ii) Quote folio numbers in all their correspondences.

    (iii) Consolidate holdings into one folio in case of multiplicity of folios with names in identical orders.

17. Non-Resident Indian Shareholders are requested to inform the Company immediately the change in the residential status on return to India for permanent settlement.

18. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Companies Act, 2013 will be available electronically for inspection to the Members during the AGM. All documents referred to in the Notice will also be available for electronic inspection by the Members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to secretary@cochinshipyard.in.

19. Members are requested to send all communications relating to shares to the Company's Registrar and Transfer Agents (RTA) at the following address:

    Link Intime India Private Limited

    "Surya", 35, Mayflower Avenue

    Behind Senthil Nagar, Sowripalayam Road

    Coimbatore, Tamil Nadu – 641028

    Phone: +91 (422) 2314792, 2315792

    E-mail: coimbatore@linkintime.co.in

20. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of SEBI Listing Regulations (as amended) and MCA Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a Member using remote e-voting system as well as the e-voting system on the date of the AGM will be provided by CDSL.

21. The Board of Directors of the Company has appointed CS Sreekumar P. S. (FCS No. 8130, CP No. 8067) Partner, M/s. SVJS & Associates, Practising Company Secretaries, Kochi, as the Scrutinizer for conducting the e-voting process in a fair and transparent manner.

22. Instructions to Shareholders for remote e-voting

    (i) The remote e-voting period begins on Friday, September 27, 2024 at 09:00 hrs. and ends on Sunday, September 29, 2024 at 17:00 hrs. The remote e-voting module shall be disabled by CDSL for voting thereafter. The Members whose names appear in the Register of Members/ Depositories' records, as the case may be, as on the cut-off date, Monday, September 23, 2024, may cast their vote electronically. The voting right of Shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Monday, September 23, 2024. A person who is not a Member as on the cut-off date should treat this Notice for information purpose only.

    (ii) Shareholders who have already voted prior to the Meeting date would not be entitled to vote at the Meeting.

    (iii) Process and manner of voting by electronic means

    A. Login method for e-Voting and joining virtual meeting for Individual Shareholders holding securities in demat mode

    Pursuant to SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 09, 2020 on 'e-Voting Facility Provided by Listed Entities', e-Voting process has been enabled to all the individual demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ DPs in order to increase the efficiency of the voting process. Individual demat account holders would be able to cast their vote without having to register again with the E-Voting Service Provider (ESP), thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-Voting process. Shareholders are advised to update their mobile number and e-mail ID with their DPs to access e-Voting facility.

    In terms of the said SEBI Circular, login method for e-Voting and joining virtual meeting for Individual Shareholders holding securities in demat mode is given below:

Type of Shareholders	Login Method
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	1. Users who have opted for CDSL Easi/ Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi/ Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab. 2. After successful login, the Easi/ Easiest user will be able to see the e-Voting option for eligible companies where the e-Voting is in progress as per the information provided by company. On clicking the e-Voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting Service Providers' website directly. 3. If the user is not registered for Easi/ Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN from the e-Voting link available on the home page of CDSL website www.cdslindia.com. The system will authenticate the user by sending OTP on registered Mobile & E-mail as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-Voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with **NSDL Depository**	5. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the URL https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting Service Provider name and you will be re-directed to e-Voting Service Provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 6. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 7. Visit the e-Voting website of NSDL. Open web browser by typing the URL https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/ Member' section. A new screen will open. You will have to enter your User ID (i.e., your sixteen digit demat account number held with NSDL), Password/ OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting Service Provider name and you will be redirected to e-Voting Service Provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants (DP)**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/ CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/ CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting Service Provider name and you will be redirected to e-Voting Service Provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website(s).

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e., CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or contact at 022 – 4886 7000 and 022 – 2499 7000.

B. Login Method for e-Voting and joining virtual meeting for Shareholders holding shares in physical mode and non-individual Shareholders in demat mode

(i) The Shareholders should log on to the e-voting website www.evotingindia.com.

(ii) Click on "Shareholders" module.

(iii) Now enter your User ID

(a) For CDSL: 16 digits beneficiary ID

(b) For NSDL: 8 Character DP ID followed by 8 Digits Client ID

(c) Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

(iv) Next enter the Image Verification as displayed and Click on Login.

(v) If you are holding shares in demat mode and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

(vi) If you are a first-time user follow the steps given below:

	For physical Shareholders and non-individual Shareholders holding shares in demat mode
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat Shareholders as well as physical Shareholders) • Shareholders who have not updated their PAN with the Company/ Depository Participant are requested to use the sequence number sent by Company/ RTA or contact Company/ RTA.
Dividend Bank Details **OR** Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the Company records in order to login. • If both the details are not recorded with the depository or Company, please enter the member id/ folio number in the Dividend Bank details field.

(vii) After entering these details appropriately, click on "SUBMIT" tab.

(viii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, Shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(ix) For Shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(x) Click on the EVSN for Cochin Shipyard Limited.

(xi) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xiii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xiv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xvi) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xvii) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to Scrutinizer for verification.

(xviii) Additional facility for Non-Individual Shareholders and Custodians – For Remote e-Voting only

- Non-Individual Shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delinked in case of any wrong mapping.
- It is mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the Scrutinizer to verify the same.
- Alternatively, Non-Individual Shareholders are mandatorily required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer by email to scrutiniservoting@gmail.com and to the Company at the email address secretary@cochinshipyard.in, if they have voted from individual tab & not uploaded the same in the CDSL e-voting system for the Scrutinizer to verify the same.

23. Instructions for Shareholders attending the AGM through VC/ OAVM & e-Voting during the meeting

(i) The procedure for attending the meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-Voting.

(ii) The link for VC/ OAVM to attend the meeting will be available where the EVSN of the Company will be displayed after successful login as per the instructions mentioned above for e-Voting.

(iii) The facility for joining the AGM through VC/ OAVM shall open 30 minutes before the time scheduled for the AGM and will be available for the Shareholders on first come first serve basis.

(iv) Shareholders who have voted through remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.

(v) Shareholders are encouraged to join the meeting through laptops/ iPads for better experience.

(vi) Further, Shareholders will be required to allow camera and use internet with a good speed to avoid any disturbance during the meeting.

(vii) Please note that participants connecting from mobile devices or tablets or through laptops connecting via mobile hotspot may experience audio/ video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

(viii) Shareholders who would like to express their views/ ask questions during the meeting may register themselves as a speaker by sending their request from their registered e-mail address mentioning their name, demat account no./ folio no., e-mail address and mobile no. at speakers@cochinshipyard.in from September 22, 2024 (08.00 hrs.) to September 24, 2024 (16:00 hrs.). The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

(ix) Those Shareholders who have registered themselves as a speaker will only be allowed to express their views/ ask questions during the meeting. Relevancy of the question and the order of speakers will be decided by the Chairman.

(x) Members seeking any information with regard to annual accounts at the time of Meeting are requested to send their queries to the Company at least seven days before the date of Meeting so as to enable the management to keep the information ready.

(xi) Only those Shareholders, who are present in the AGM through VC/ OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.

(xii) Process for those Shareholders whose e-mail/ mobile no. are not registered with the Company/ Depositories

(a) For Physical Shareholders: Please provide necessary details like Folio No., name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to the Company's RTA at coimbatore@linkintime.co.in.

(b) For Demat Shareholders: Please update your e-mail id & mobile no. with your respective Depository Participant (DP).

(c) **For Individual Demat Shareholders: Please update your e-mail id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.**

24. If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911.

25. All grievances connected with the facility for voting by electronic means may be addressed to Shri Rakesh Dalvi, Sr. Manager, Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai – 400013 or send an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911.

26. Other Instructions

(i) Persons who have acquired shares and become Members of the Company after the dispatch of Notice and hold shares as on cut-off date of September 23, 2024, may obtain the Notice and e-voting instructions by sending request to the Company's RTA, Link Intime India Private Limited at their e-mail address coimbatore@linkintime.co.in or download Notice and e-voting instructions from www.evotingindia.com or Company's website www.cochinshipyard.in.

(ii) The results declared along with the Scrutinizer's Report, will be placed on the website of the Company www.cochinshipyard.in and on the website of CDSL www.evotingindia.com immediately after the declaration of results by the Chairman or a person authorised by him in writing. The results shall also be immediately forwarded to the Stock Exchanges where the Company's shares are listed viz., BSE Limited and National Stock Exchange of India Limited. The results shall also be displayed on the notice board at the Registered Office of the Company.

STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 6

In pursuance of Section 148 of the Companies Act, 2013 and Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the Company is required to appoint a Cost Auditor to audit the cost records of the applicable products of the Company.

The Board at its 278th Meeting held on August 08, 2024 has appointed M/s. Rajendran Mani and Varier, Cost Accountants (Firm Registration No.: 000006), as the Cost Auditors of the

Company for the financial year 2024-25 at a remuneration of ₹1,50,000/- (Rupees One Lakh Fifty Thousand only) per annum plus applicable taxes. As per Section 148(3) of the Companies Act, 2013, the remuneration of Cost Auditors is required to be ratified by the Shareholders.

The Board accordingly recommends the resolution set out in item no. 6 of the Notice for the approval of the Shareholders of the Company by way of an ordinary resolution.

None of the Directors/ Key Managerial Personnel of the Company/ their relatives are in any way, concerned or interested, financially or otherwise, in the resolution at item no. 6 of the Notice.

Item No. 7

As per Article 21 of the Articles of Association of the Company, the President of India has the power to appoint the Directors on the Board of the Company. Accordingly, Shri Jose V J (DIN: 08444440) was appointed as the Director (Finance) of the Company by the Ministry of Ports, Shipping and Waterways, Government of India vide letter F. No. SY-11012/2/2018-CSL dated July 15, 2019 for a period of five years with effect from the date of his assumption of charge of the post i.e., August 01, 2019, or till the date of his superannuation, or until further orders, whichever is the earliest. The Ministry of Ports, Shipping and Waterways, Government of India vide letter F. No. SY-11012/2/2018-CSL dated July 03, 2024 extended his tenure as Director (Finance) beyond August 01, 2024 till the date of his superannuation i.e., February 28, 2027, or until further orders, whichever is earlier. His brief resume containing, qualification, expertise etc. is annexed herewith.

As per Regulation 17(1C) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the first proviso thereto, the Company is required to obtain the approval of the Shareholders at the next general meeting.

The Board accordingly recommends the resolution set out in item no. 7 of the Notice for the approval of the Shareholders of the Company by way of an ordinary resolution.

Shri Jose V J and his relatives are interested in the resolution to the extent as it concerns his appointment. None of the other Directors/ Key Managerial Personnel of the Company/ their relatives are in any way, concerned or interested, financially or otherwise, in the resolution at item no. 7 of the Notice.

By Order of the Board of Directors

Syamkamal N
Company Secretary
M. No. A25337

Kochi
September 06, 2024

Registered Office
Administrative Building
Cochin Shipyard Premises
Perumanoor, Ernakulam, Kerala – 682015
CIN: L63032KL1972GOI002414
Tel: +91 (484) 236 1306
E-mail: secretary@cochinshipyard.in
Website: www.cochinshipyard.in

DETAILS OF THE DIRECTORS SEEKING APPOINTMENT/ RE-APPOINTMENT/ EXTENSION AT THE 52ND AGM [PURSUANT TO REGULATION 36(3) OF SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD – 2 ON GENERAL MEETINGS]

Name and DIN	Shri Sreejith K Narayanan (DIN: 09543968)
Age and Date of Birth	59 years, May 17, 1965
Date of first appointment on the Board	July 21, 2022
Qualifications	Shri Sreejith K Narayanan holds a degree in Bachelor of Technology (Mechanical) from Regional Engineering College, Calicut & Master of Business Administration from School of Management Studies, Cochin University of Science and Technology.
Expertise in specific functional areas	Shri Sreejith K Narayanan joined the Company on June 16, 1988 as an executive trainee and has more than 36 years of work experience spanning across ship building, ship design and ship repair.
Terms and conditions of appointment/ re-appointment	Shri Sreejith K Narayanan was appointed as Director (Operations) of CSL on July 21, 2022 pursuant to Ministry of Ports, Shipping and Waterways Order F.No.SY-11012/1/2020-CSL dated July 21, 2022. He was appointed to the position of Director (Operations) through a selection process of Public Enterprises Selection Board. The terms and conditions of his employment including remuneration are prescribed by the Ministry of Ports, Shipping and Waterways, Government of India, in line with the applicable DPE Guidelines.
Disclosure of relationship between Directors and Key Managerial Personnel, inter-se	Nil
Skills and Capabilities required for the Role and the manner in which the proposed person meets such requirements.	Please refer to the chart on Skills/ Expertise/ Competencies of the Board of Directors in the Corporate Governance Report.
Details of remuneration last drawn (FY 2023-24)	₹58.87 Lakhs
Directorships in other Public Limited Companies (excluding foreign companies, private companies & section 8 companies)	Hooghly Cochin Shipyard Limited (HCSL) Udupi Cochin Shipyard Limited (UCSL) (wholly owned subsidiaries of CSL)
Listed entities from which the Director has resigned from Directorship since last three years	Nil
Membership/ Chairmanship of Committees in other Public Limited Companies	Nil
No. of Board Meetings attended during the Financial Year 2023-24	5/5
No. of equity shares held in the Company:	
(a) Own	Nil
(b) For other persons on a beneficial basis	Nil

Name and DIN	Shri Jose V J (DIN: 08444440)
Age and Date of Birth	57 years, February 04, 1967
Date of first appointment on the Board	August 01, 2019
Qualifications	Shri Jose V J is a member of the Institute of Cost Accountants of India and also holds a degree in Law from Government Law College, Ernakulam.
Expertise in specific functional areas	Shri Jose V J has approximately 33 years of work experience across diverse field viz., financial management, strategic planning, risk management, forex management, budgeting and cost control. He is also heading the Information Systems Department of the Company.
Terms and conditions of appointment/ re-appointment/ extension	The Ministry of Ports, Shipping and Waterways, Government of India vide letter F. No. SY-11012/2/2018-CSL dated July 03, 2024 extended the tenure of Shri Jose V J as Director (Finance) for a further period beyond August 01, 2024 till the date of his superannuation i.e., February 28, 2027, or until further orders, whichever is earlier. The terms and conditions of his employment including remuneration are prescribed by the Ministry of Ports, Shipping and Waterways, Government of India, in line with the applicable DPE Guidelines.
Disclosure of relationship between Directors and Key Managerial Personnel, inter-se	Nil
Skills and Capabilities required for the Role and the manner in which the proposed person meets such requirements.	Please refer to the chart on Skills/ Expertise/ Competencies of the Board of Directors in the Corporate Governance Report.
Details of remuneration last drawn (FY 2023-24)	₹59.09 Lakhs
Directorships in other Public Limited Companies (excluding foreign companies, private companies & section 8 companies)	Hooghly Cochin Shipyard Limited (HCSL) Udupi Cochin Shipyard Limited (UCSL) (wholly owned subsidiaries of CSL)
Listed entities from which the Director has resigned from Directorship since last three years	Nil
Membership/ Chairmanship of Committees in other Public Limited Companies	Member, Securities Offer, Allotment & Transfer Committee, Hooghly Cochin Shipyard Limited (HCSL)
No. of Board Meetings attended during the Financial Year 2023-24	5/5
No. of equity shares held in the Company:	
(a) Own	Nil
(b) For other persons on a beneficial basis	Nil

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COCHIN SHIPYARD LIMITED

REGISTERED OFFICE

Administrative Building
Cochin Shipyard Premises
Perumanoor, Kochi – 682 015
Kerala, India
CIN: L63032KL1972GOI002414
Website: www.cochinshipyard.in