

General information about company

Scrip code	542011
NSE Symbol	GRSE
MSEI Symbol	NOTLISTED
ISIN	INE382Z01011
Name of the entity	Garden Reach Shipbuilders & Engineers Limited
Date of start of financial year	01-04-2021
Date of end of financial year	31-03-2022
Reporting Quarter	Quarterly
Date of Report	31-12-2021
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Textual Information(1)

Whether the listed entity has a Regular Chairperson

Yes

Whether Chairperson is related to MD or CEO

Yes

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	VIPIN KUMAR SAXENA	ASCPS3317A	07696782	Executive Director	Chairperson	MD	25-07-1962	NA		01-03-2017	01-03-2017		60	1	0	0	0		
2	Mr	SANJEEV NAYYAR	AAFNP8086L	07973950	Executive Director	Not Applicable		10-12-1961	NA		16-12-2017	16-12-2017	31-12-2021	49	1	0	0	0		
3	Mr	HARI P R	ALWPP6530B	08591411	Executive Director	Not Applicable		31-05-1967	NA		21-10-2019	21-10-2019		60	1	0	0	0		
4	Mr	RAMESH KUMAR DASH	ABRPD2042D	08511344	Executive Director	Not Applicable		02-05-1965	NA		01-07-2020	01-07-2020		59	1	0	0	0		
5	Mr	SURENDRA PRASAD YADAV	AAHPY1054B	02267582	Non-Executive - Nominee Director	Not Applicable		10-12-1968	NA		14-09-2020	14-09-2020			2	0	0	0		
6	Mr	SANJAY DATTATRAYA PANSE	AAGPP0897A	02725875	Non-Executive - Independent Director	Not Applicable		23-09-1963	NA		27-12-2021	27-12-2021		36	1	1	2	0		

Text Block

Textual Information(1)	The Company being a CPSE under the administrative control of Ministry of India, the Directors on the Board are appointed through Presidential Order. As on 31 December 2021, present strength of Independent Director (including Women Independent Director) is 'One' in the Company and thus there is no proper composition of Board of Directors for the quarter ended. Further, appointment of four Independent Directors including one Independent Woman Director are pending with Government of India.
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Annexure 1

II. Composition of Committees		
Disclosure of notes on composition of committees explanatory	Textual Information(1)	

Annexure 1 Text Block

Textual Information(1)	The Company being a CPSE, the Directors on the Board are appointed through Presidential Order. As on 31 December 2021, present strength of Independent Director (including women Independent Director) is 'One' in the Company. Further, due to non-availability of adequate number of Independent Directors on the Board of the Company, the Company could not reconstitute the Audit Committee, HR, Nomination and Remuneration Committee, CSR & Sustainability Committee, Stakeholder Relationship Committee and Risk Management Committee. Thus, there is no aforesaid Committees for the quarter ended 31 December 2021.
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Audit Committee Details

Whether the Audit Committee has a Regular Chairperson					No		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					No		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					No		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					No		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					No		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

Annexure 1

Annexure 1

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory							
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	26-07-2021				Yes	6	1
2	13-08-2021		17		Yes	6	1
3		08-10-2021	55		No	5	0
4		13-11-2021	35		No	4	0
5		24-12-2021	40		No	5	0

Text Block

Textual Information(1)	As on 31 December 2021, present strength of Independent Director (including women Independent Director) is 'One', who was appointed on to the Board of the Company w.e.f. 27 Dec 2021. Further, due to non-availability of Independent Directors on the Board of the Company, no Independent Director was present at the Board Meetings held during the quarter ended 31 Decemeber 2021 i.e. on 08 Oct 2021, 13 Nov 2021 and 24 Dec 2021.
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Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory							Textual Information(1)	
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	Corporate Social Responsibility Committee	04-08-2021				Yes	3	1
2	Stakeholders Relationship Committee	04-08-2021				Yes	3	1
3	Risk Management Committee	13-08-2021				Yes	4	1

Text Block

Textual Information(1)	In the meeting of Risk Management Committee dated 13 Aug 2021, all six members of the Committee including four Directors have attended the meeting.
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Annexure 1

V. Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	NA	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	

Annexure 1**VI. Affirmations**

Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	No
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	No
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	No
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	No
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 500 listed entities)	No
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)

Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	Sandeep Mahapatra
2	Designation	Company Secretary and Compliance Officer

Text Block

Textual Information(1)

The Company being a CPSE, the Directors on the Board are appointed through Presidential Order. As on 31 December 2021, present strength of Independent Director is 'One' in the Company. Accordingly, there is no proper composition of the Board of Directors of the Company and also there is no Audit Committee, HR, Nomination and Remuneration Committee, CSR & Sustainability Committee, Stakeholder Relationship Committee and Risk Management Committee for the quarter ended 31 December 2021, due to non-availability of adequate Independent Directors.

Signatory Details

Name of signatory

Sandeep Mahapatra

Designation of person

Company Secretary and Compliance Officer

Place

Kolkata

Date

12-01-2022