General information a	about company
Scrip code	543237
NSE Symbol	MAZDOCK
MSEI Symbol	NOTLISTED
ISIN	INE249Z01012
Name of the entity	MAZAGON DOCK SHIPBUILDERS LIMITED
Date of start of financial year	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Yearly
Date of Report	31-03-2023
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 500 listed entities

												Ann	exure	I											
										Annex	ure I to be	submitted b	y listec	l entity on	quarte	rly basis									
											I.	Composition o	f Board	of Directors											
												Disclo	sure of r	otes on com	position o	of board of o	lirectors exp	lanatory	Textual	Information	n(1)				
			Whether the	e listed ent	tity has a l	Regular Cha	irperson	Yes																	
Whether Chairperson is related to MD or CEO Yes Disqualification of Directors under section 164 of the Companies Act, 2013																									
Sı	Title Category Category 2 Categor						Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Reappointment	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 entitities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	NARAYAN PRASAD	AACPP9682P	08644492	Executive Director	Chairperson	MD	07- 01- 1963	No				Active	NA		30-12-2019		31-01- 2023		1	0	0	0		
2	2 Mr SANJEEV SINGHAL ABXPS1617D 07642358 Executive Director Applicable MD 08- 02- 1965 No							Active	NA		08-01-2020				1	0	1	0							
3	Mr JASBIR SINGH ABLPS9557N 08556592 Executive Director Not Applicable 13- 04- 1967						No				Active	NA		01-11-2019				1	0	1	0				
4	Mr	Mr BIJU AAOPG1805B 09343562 Executive Not Applicable							No				Active	NA		27-10-2021				1	0	1	0		

## I. Composition of Board of Directors

#### Disclosure of notes on composition of board of directors explanatory

# Whether the listed entity has a Regular Chairperson

			Whether the listed entity has a Regular Chairperson  No of post  No of post																						
s	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	3 of	of	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Reappointment	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
5	Mr	VASUDEV RANGANATH PURANIK	AAIPP7071Q	09623387	Executive Director	Not Applicable		13- 12- 1966	No				Active	NA		09-06-2022				1	0	0	0		
6	Mr	ANURAG BAJPAI	AEMPB7121B	08948155	Non- Executive - Nominee Director	Not Applicable		13- 07- 1970	No				Active	NA		10-11-2022				1	0	0	0		
7	Mr	MALLIKARJUNARAO BHYRISETTY	ACHPB2852L	06557777	Non- Executive - Independent Director			01- 07- 1962	No				Active	NA		24-12-2021	24-12-2021		15.08	1	1	2	1		
8	Mrs	JAGJEET KAUR NEERU SINGH	ADJPK9622N	09449410	Non- Executive - Independent Director			10- 02- 1971	No				Active	NA		27-12-2021	27-12-2021		15.05	1	1	2	1		

		I. Composition of Board of Directors																						
		Disclosure of notes on composition of board of directors explanatory																						
		Whether the listed entity has a Regular Chairperson																						
s	Title (Mr	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	3 of	of	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Reappointment	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)	held in listed	not	Notes for not providing DIN
9		DATTAPRASAD PRABHAKAR KHOLKAR	ADIPK8132C	10054086	Non- Executive - Independent Director	Not Applicable		05- 11- 1961	No				Active	NA		23-02-2023	23-02-2023	1.06	1	1	0	0		

	Text Block
Textual Information(1)	As per the letter of appointment received from the Ministry of Defence, full tenure of Independent Director is for 3 years from their repespective date of appointment.     Shri Sanjeev Singhal, Director (Finance) (DIN 07642358) of the Company, has been entrusted the additional charge of the post of CMD of the Company for a period of three months wef 1 Feb 2023 or till a regular incumbent joins the post, or until further orders, whichever is the earliest.

Au	Audit Committee Details													
	Whether the Audit Committee has a Regular Chairperson Yes													
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks							
1	06557777	MALLIKARJUNARAO BHYRISETTY	Non-Executive - Independent Director	Chairperson	28-12-2021									
2	09449410	JAGJEET KAUR NEERU SINGH	Non-Executive - Independent Director	Member	28-12-2021									
3	08556592	JASBIR SINGH	Executive Director	Member	28-12-2021									

No	mination ar	nd remuneration committee					
Sr	DIN Number	Name of Committee members	Date of Appointment	Date of Cessation	Remarks		
1	06557777	MALLIKARJUNARAO BHYRISETTY	Non-Executive - Independent Director	Chairperson	28-12-2021		
2	09449410	JAGJEET KAUR NEERU SINGH	Non-Executive - Independent Director	Member	28-12-2021		
3	10054086	DATTAPRASAD PRABHAKAR KHOLKAR	Non-Executive - Independent Director	Member	28-02-2023		
4	08948155	ANURAG BAJPAI	Non-Executive - Nominee Director	Member	06-01-2023	28-02-2023	

Sta	Stakeholders Relationship Committee													
	Whether the Stakeholders Relationship Committee has a Regular Chairperson Yes													
Sr	DIN Number	Name of Committee members	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks								
1	09449410	JAGJEET KAUR NEERU SINGH	Chairperson	28-12-2021										
2	07642358	SANJEEV SINGHAL	Executive Director	Member	28-01-2020									
3	06557777	MALLIKARJUNARAO BHYRISETTY	30-05-2022											
4	09343562 BIJU GEORGE Executive Director Member 30-05-2022													

Ris	Risk Management Committee											
		Whether the Risk Man	agement Committee has a Re	gular Chairperson	Yes							
Sr	DIN Number	Name of Committee members	Date of Appointment	Date of Cessation	Remarks							
1	08556592	JASBIR SINGH	Executive Director	Chairperson	12-02-2021							
2	09343562	BIJU GEORGE	Executive Director	Member	28-12-2021							
3	09449410	JAGJEET KAUR NEERU SINGH	Non-Executive - Independent Director	Member	28-12-2021							
4	07642358	SANJEEV SINGHAL	Executive Director	Member	12-02-2021							
5	09623387	VASUDEV RANGANATH PURANIK	30-07-2022									
6	99999999	SANJAY KUMAR	Senior Executive	Member	30-07-2022		Textual Information(1)					

	Sr Text Block
Textual Information(1)	The member in the Risk Management Committee is a Senior Executive ( Below the Board Level ) and does not hold DIN.

Co	rporate Soc	ial Responsibility Committee					
	WI						
Sr	DIN Number	Date of Appointment	Date of Cessation	Remarks			
1	06557777	28-12-2021					
2	09449410	JAGJEET KAUR NEERU SINGH	Non-Executive - Independent Director	Member	28-12-2021		
3	08556592	JASBIR SINGH	Executive Director	Member	12-02-2021		
4	09343562	28-12-2021					
5	09623387	30-07-2022					

	Otl	her Committee	;				
Ī	Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

	Annexure 1												
An	Annexure 1												
Ш	III. Meeting of Board of Directors												
Di	sclosure of notes board of directo												
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)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*					
1	10-11-2022				Yes	9	7	2					
2		06-01-2023	56		Yes	8	8	2					
3		21-01-2023	14		Yes	8	8	2					
4		30-01-2023	8		Yes	8	8	2					
5		28-02-2023	28		Yes	8	7	2					
6		28-03-2023	27		Yes	8	8	3					

An	n	es	a	r	e

## IV. Meeting of Committees

		Disclos	sure of notes o							
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	Reson for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	08-11-2022				Yes	4	3	2	0
2	Audit Committee	10-11-2022	1			Yes	4	3	2	0
3	Audit Committee	05-01-2023	55			Yes	3	3	2	0
4	Audit Committee	30-01-2023	24			Yes	3	2	2	0
5	Audit Committee	27-03-2023	55			Yes	3	3	2	0
6	Nomination and remuneration committee	08-11-2022				Yes	3	2	2	0

	Annexure 1												
IV.	IV. Meeting of Committees												
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	Reson for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)			
7	Nomination and remuneration committee	21-01-2023	73			Yes	3	3	2	0			
8	Corporate Social Responsibility Committee	08-11-2022				Yes	6	5	2	0			
9	Corporate Social Responsibility Committee	09-11-2022	0			Yes	6	5	2	0			
10	Corporate Social Responsibility Committee	30-01-2023	81			Yes	5	4	2	0			
11	Corporate Social Responsibility Committee	21-03-2023	49			Yes	5	5	2	0			
12	Risk Management Committee	30-01-2023				Yes	5	5	1	0			

	Annexure 1										
<b>V.</b> ]	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	Yes									
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.	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	Yes							
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes							
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes							
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 1000 listed entities)	Yes							
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							

	Annexure 1					
Sr	Subject	Compliance status				
1	Name of signatory	Vijayalakshmi Kumar				
2	Designation	Company Secretary and Compliance Officer				

	Annexure II										
	Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)										
Ι. Ι	. Disclosure on website in terms of Listing Regulations										
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non- compliance may be given here.	Web address							
1	Details of business	Yes		https://mazagondock.in/images/pdf/corporate-presentation-for-website.pdf							
2	Terms and conditions of appointment of independent directors	Yes		https://mazagondock.in/images/pdf/terms_and_Conditions_of_appointment_of_Part_Time_Non_Official_Directors_23082022.pdf							
3	Composition of various committees of board of directors	Yes		https://mazagondock.in/images/pdf/board_Committee_composition_23082022.pdf							
4	Code of conduct of board of directors and senior management personnel	Yes		https://mazagondock.in/images/pdf/mdl-code-of-conduct-for-director-and-senior-mngt.pdf							
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		https://mazagondock.in/images/pdf/whistle-blower-policy.pdf							
6	Criteria of making payments to non-executive directors	Yes		https://mazagondock.in/images/pdf/terms_and_Conditions_of_appointment_of_Part_Time_Non_Official_Directors_23082022.pdf							
7	Policy on dealing with related party transactions	Yes		https://mazagondock.in/images/pdf/related-party-transaction-policy.pdf							
8	Policy for determining 'material' subsidiaries	NA									
9	Details of familiarization programmes imparted to independent directors	Yes		https://mazagondock.in/images/pdf/Directors-familiarisation-training-program-details-2021-22.pdf							

	Annexure II									
	Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)									
I. I	I. Disclosure on website in terms of Listing Regulations									
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non- compliance may be given here.	Web address						
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		https://mazagondock.in/Contact.aspx						
11	email address for grievance redressal and other relevant details	Yes		https://mazagondock.in/Contact.aspx						
12	Financial results	Yes		https://mazagondock.in/Financials.aspx						
13	Shareholding pattern	Yes		https://mazagondock.in/Quarterly-Reports.aspx						
14	Details of agreements entered into with the media companies and/or their associates	NA								
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	Yes		https://mazagondock.in/Intimation-to-Stock-Exchanges.aspx						
16	New name and the old name of the listed entity	NA								
17	Advertisements as per regulation 47 (1)	Yes		https://mazagondock.in/Newspaper-publications.aspx						
18	Credit rating or revision in credit rating obtained	Yes		https://mazagondock.in/images/pdf/Credit_Rating_Letter_March_2022.pdf						
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA								
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		https://mazagondock.in/Intimation-to-Stock-Exchanges.aspx						
21	Materiality Policy as per Regulation 30	Yes		https://mazagondock.in/images/pdf/mdl-materiality-policy-for-disclosure-of-events.pdf						
22	Dividend Distribution policy as per Regulation 43A (as applicable)	Yes		https://mazagondock.in/images/pdf/Dividend-Distribution-Policy- 19052022.pdf						
23	It is certified that these contents on the website of the listed entity are correct	Yes		https://mazagondock.in/Intimation-to-Stock-Exchanges.aspx						

	Annexure II									
II.	II. Annual Affirmations									
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.						
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes							
2	Board composition	17(1), 17(1A) & 17(1B)	No	Our Company is a Government Company under section 2(45) of the Companies Act, 2013, the power to appoint Directors on our Board is vested with the President of India acting through the Ministry of Defence (Administrative Ministry). MDL Board currently has 8 Directors in total [4 Functional Directors and 1 Govt. Nominee Director and 3 Independent Directors] against the sanctioned strength and requirement of 12 Directors (5 Functional Directors 1 Govt. Nominee and 6 Independent Directors)].						
3	Meeting of Board of directors	17(2)	Yes							
4	Quorum of Board meeting	17(2A)	Yes							
5	Review of Compliance Reports	17(3)	Yes							
6	Plans for orderly succession for appointments	17(4)	Yes							
7	Code of Conduct	17(5)	Yes							
8	Fees/compensation	17(6)	Yes							
9	Minimum Information	17(7)	Yes							
10	Compliance Certificate	17(8)	Yes							

	Annexure II											
п.	II. Annual Affirmations											
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.								
11	Risk Assessment & Management	17(9)	Yes									
12	Performance Evaluation of Independent Directors	17(10)	NA									
13	Recommendation of Board	17(11)	Yes									
14	Maximum number of Directorships	17A	Yes									
15	Composition of Audit Committee	18(1)	Yes									
16	Meeting of Audit Committee	18(2)	Yes									
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes									
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes									
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes									
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes									

	Annexure II											
П.	II. Annual Affirmations											
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non- compliance may be given here.								
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes									
22	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes									
23	Meeting of Risk Management Committee	21(3A)	Yes									
24	Vigil Mechanism	22	Yes									
25	Policy for related party Transaction	23(1),(1A),(5), (6),(7) & (8)	Yes									
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	NA									
27	Approval for material related party transactions	23(4)	NA									
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes									
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA									
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA									

	Annexure II				
П.	Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	
31	Annual Secretarial Compliance Report	24(A)	Yes		
32	Alternate Director to Independent Director	25(1)	NA		
33	Maximum Tenure	25(2)	Yes		
34	Meeting of independent directors	25(3) & (4)	Yes		
35	Familiarization of independent directors	25(7)	Yes		
36	Declaration from Independent Director	25(8) & (9)	Yes		
37	D & O Insurance for Independent Directors	25(10)	Yes		
38	Memberships in Committees	26(1)	Yes		
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes		
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	NA		
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes		
	Any other information to be provided - Add Notes				

	Annexure II		
1	Name of signatory	VIJAYALAKSHMI KUMAR	
2	Designation	Company Secretary and Compliance Officer	

	Annexure II			
Ш	III. Affirmations			
Sr	Particulars	Compliance status (Yes/No/NA)		
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied			
	Any other information to be provided			

	Annexure II		
1	Name of signatory	VIJAYALAKSHMI KUMAR	
2	Designation	Company Secretary and Compliance Officer	

Additional Half yearly Disclosure			
Applicability of disclosure	Applicable		
Reason for Non Applicability	Textual Information(1)		
I. Disclosure of Loans/ guarantees/comfort letters /securit	ies etc.refer note below		
(A)Any loan or any other form of debt advanced by the listed	entity directly or indirectly to		
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	0	0	
Promoter Group or any other entity controlled by them	0	0	
Directors (including relatives) or any other entity controlled by them	0	0	
KMPs or any other entity controlled by them	0	0	
<b>-indirectly, in connection with any loan(s) or an</b> Entity	y other form of debt availed By  Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
(C) Any security provided by the listed entity d other form of debt availed by	lirectly or indirectly, in connection	Aggregate	oan(s) or any
Entity	Type of security (cash, shares etc.)	value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
(D) Additional Information			Textual Information(2)
II. Affirmations			
Affirmations		Compliance Status	Company Remarks
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel		Yes	Textual Information(3)

# cgreportpdf31032023.pdf.html

(including their relatives) or any entity controlled by them are in the economic interest of the company.			
Name	Sanjeev Singhal		
Designation	CEO		
Place	Mumbai		
Date	19-04-2023		

Signatory Details		
Name of signatory	Vijayalakshmi Kumar	
Designation of person	Company Secretary and Compliance Officer	
Place	Mumbai	
Date	19-04-2023	