



माझगांव डॉक शिपबिल्डर्स लिमिटेड

(भारत सरकार का उपक्रम)

Mazagon Dock Shipbuilders Ltd.

(Formerly Mazagon Dock Limited)

(A Govt. of India Undertaking)

डॉकयार्ड रोड, माझगांव, मुंबई-400 010

Dockyard Road, Mazagon, Mumbai - 400 010

Certified - ISO 9001 Company

CIN : U35100MH1934GOI002079

संदर्भ क्रमांक :

Ref. No. :

दिनांक : 17 January 2023

Date :

To
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai- 400 001
Scrip Code: 543237

To
National Stock Exchange of
India Limited
Exchange Plaza, C-1, Block G
Bandra Kurla Complex
Bandra (E), Mumbai - 400 051
NSE Symbol : MAZDOCK

Sub: Corporate Governance Report for the quarter ended 31 December 2022

Dear Sir/ Madam,

Please find enclosed herewith the Corporate Governance Report for the quarter ended 31 December, 2022 in terms of Regulation 27 of SEBI LODR.

This is for your information and records.

Thanking You,

Yours Faithfully,

For MAZAGON DOCK SHIPBUILDERS LIMITED

VIJAYALAKS Digitally signed by
VIJAYALAKSHMI
HMI KAMAL KAMAL KUMAR
Date: 2023.01.17
KUMAR 13:06:05 +05'30'

(Vijayalakshmi Kumar)
Company Secretary

Encl : as above



IRQS
A DEPARTMENT OF
INDIAN REGISTER OF
SHIPPING

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वेबसाईट : www.mazdock.com
Website : www.mazdock.com

General information 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	Quarterly
Date of Report	31-12-2022
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 500 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		Disqualification of Directors under section 164 of the Companies Act, 2013															
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 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 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	NARAYAN PRASAD	AACPP9682P	08644492	Executive Director	Chairperson	MD	07-01-1963	No				Active	NA		30-12-2019	30-12-2019			1	0	0	0		
2	Mr	SANJEEV SINGHAL	ABXPS1617D	07642358	Executive Director	Not Applicable		08-02-1965	No				Active	NA		08-01-2020	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	01-11-2019			1	0	1	0		
4	Mr	BIJU GEORGE	AAOPG1805B	09343562	Executive Director	Not Applicable		15-02-1969	No				Active	NA		27-10-2021	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

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 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 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
5	Mr	VASUDEV RANGANATH PURANIK	AAIPP7071Q	09623387	Executive Director	Not Applicable		13-12-1966	No				Active	NA		09-06-2022	09-06-2022			1	0	0	0		
6	Mr	ANURAG BAJPAI	ZZZZZ9999Z	08948155	Non-Executive - Nominee Director	Not Applicable		13-07-1970	No				Active	NA		10-11-2022	10-11-2022			1	0	0	0	Textual Information(2)	
7	Mr	MALLIKARJUNARAO BHYRISETTY	ACHPB2852L	06557777	Non-Executive - Independent Director	Not Applicable		01-07-1962	No				Active	NA		24-12-2021	24-12-2021		12.07	1	1	2	1		
8	Mrs	JAGJEET KAUR NBERU SINGH	ADJPK9622N	09449410	Non-Executive - Independent Director	Not Applicable		10-02-1971	No				Active	NA		27-12-2021	27-12-2021		12.04	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

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 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 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 past 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
9	Mr	SHAMBHUPRASAD TUNDIYA	AGQPT9410R	03245725	Non-Executive - Independent Director	Not Applicable		14-11-1970	No				Active	NA		24-12-2021	24-12-2021	13-11-2022	10.2	1	1	2	0		
10	Mr	SANJAY JAJU	ZZZZZ9999Z	01617018	Non-Executive - Nominee Director	Not Applicable		26-02-1969	No				Active	NA		24-11-2020	24-11-2020	10-11-2022		1	0	0	0	Textual Information(3)	

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 respective date of appointment.
Textual Information(2)	The President of India is acting through Nominee Director, PAN for President of India is Exempted.
Textual Information(3)	The President of India is acting through Nominee Director, PAN for President of India is Exempted.

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		
4	03245725	SHAMBHUPRASAD TUNDIYA	Non-Executive - Independent Director	Member	28-12-2021	13-11-2022	

Nomination and remuneration committee							
Whether the Nomination and remuneration 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	03245725	SHAMBHUPRASAD TUNDIYA	Non-Executive - Independent Director	Member	28-12-2021	13-11-2022	

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship 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	09449410	JAGJEET KAUR NEERU SINGH	Non-Executive - Independent Director	Chairperson	28-12-2021		
2	07642358	SANJEEV SINGHAL	Executive Director	Member	28-01-2020		
3	06557777	MALLIKARJUNARAO BHYRISETTY	Non-Executive - Independent Director	Member	30-05-2022		
4	09343562	BIJU GEORGE	Executive Director	Member	30-05-2022		
5	03245725	SHAMBHUPRASAD TUNDIYA	Non-Executive - Independent Director	Member	28-12-2021	13-11-2022	

Risk Management Committee							
Whether the Risk Management 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	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	Executive Director	Member	30-07-2022		
6	99999999	SANJAY KUMAR	Senior Executive	Member	30-07-2022		Textual Information(1)
7	03245725	SHAMBHUPRASAD TUNDIYA	Non-Executive - Independent Director	Member	28-12-2021	13-11-2022	

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

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility 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	12-02-2021		
4	09343562	BIJU GEORGE	Executive Director	Member	28-12-2021		
5	09623387	VASUDEV RANGANATH PURANIK	Executive Director	Member	30-07-2022		
6	03245725	SHAMBHUPRASAD TUNDIYA	Non-Executive - Independent Director	Member	28-12-2021	13-11-2022	

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)	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	30-07-2022				Yes	9	8	2
2	10-08-2022		10		Yes	9	9	3
3	27-09-2022		47		Yes	9	8	2
4		10-11-2022	43		Yes	9	7	2

Annexure 1										
IV. Meeting of Committees										
Disclosure of notes on meeting of committees explanatory										
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)	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	05-08-2022				Yes	4	3	2	0
2	Audit Committee	10-08-2022	4			Yes	4	3	2	0
3	Audit Committee	08-11-2022	89			Yes	4	3	2	0
4	Audit Committee	10-11-2022	1			Yes	4	3	2	0
5	Nomination and remuneration committee	05-08-2022				Yes	3	2	2	0
6	Nomination and remuneration committee	12-09-2022	37			Yes	3	2	2	0

Annexure 1										
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	Reason 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	08-11-2022	56			Yes	3	2	2	0
8	Risk Management Committee	05-08-2022				Yes	6	5	1	1
9	Corporate Social Responsibility Committee	05-08-2022				Yes	6	5	2	0
10	Corporate Social Responsibility Committee	08-11-2022	94			Yes	6	5	2	0
11	Corporate Social Responsibility Committee	09-11-2022	0			Yes	6	5	2	0

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	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. 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

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

