

CITIZEN'S CHARTER OF COCHIN SHIPYARD LTD

1. CSL: Its Incorporation

1.1. Historical Background

- 1.1.1. In December 1956, a GOI committee made its recommendations in regard to the specific type of ships and the total output of ships for which the second shipyard should be planned. It was the U K Shipyard Mission which after visiting a number of sites in the country in 1958 recommended Cochin as a most suitable location for the second shipyard. An inter-departmental committee which examined the report of the U K Shipyard Mission endorsed this recommendation. Government decided that subject to the results of the proposed further soil investigations proving satisfactory, the second shipyard should be located at Cochin at the site recommended by the UK, Shipyard Mission.
- 1.1.2. Following this decision, in the late 1962, Mitsubishi Heavy Industries, Japan (MHI), sent a team of technical experts to inspect the site and formulate proposals for a second shipyard at Cochin. In February 1965, a contract was entered into with the MHI for the conduct of a basic survey for the construction of the shipyard, preparation of preliminary design including estimation and the construction cost based on the basic survey and preparation of a project report for the construction of a shipyard. Ms MHI in their detailed Project Report submitted in April 1966, recommended production in the shipyard of two sizes of bulk carriers, namely, 53,000 DWT and 33,000 DWT. They had envisaged the construction of the shipyard in two phases to be spread over a period of 9 years.
- 1.1.3. Subsequent to the above, the size of ships to be built in the Cochin Shipyard was reviewed in the year 1967 in the light of the world trend in the size of bulk carriers/ tankers, the pattern of India's seaborne trade, the port facilities expected to be available in India and the future requirements of Indian shipping. Accordingly revised project report was prepared envisaging construction of a building dock for ships of 66000 DWT with a dock size of 255mx 43m x 9 m and a shiprepair dock to accommodate ships of 85000 DWT with a dock size of 270m x 45m x 12m. Based on the decision a formal contract was entered into with M/s Mitsubishi Heavy Industries Limited, Japan, effective from 01 October 1970. Thus, the shipyard project may be deemed to have begun from 01st October 1970.

2. Incorporation:

- 2.1. After the conception of the project as brought out in para 1 above, the CSL project organization was set up with the Chief Project Officer in charge with a total strength of 236 of whom 40 were gazetted personnel. This organization was a subordinate government office under the Ministry of Shipping.
- 2.2. Subsequently for operational convenience and also for setting up of a proper commercial organization, Cochin Shipyard Limited was incorporated on 29 March 1972 as a private limited company wholly owned by Government of India

3. Corporate Status

- 3.1. Cochin Shipyard is presently a Schedule B and Category – I Miniratna Company under the Ministry of Shipping.

4. Registered Office

- 4.1. The registered office of the company is situated at

39/6080
Administrative Building
Cochin Shipyard Premises
Perumanoor
Cochin 682015

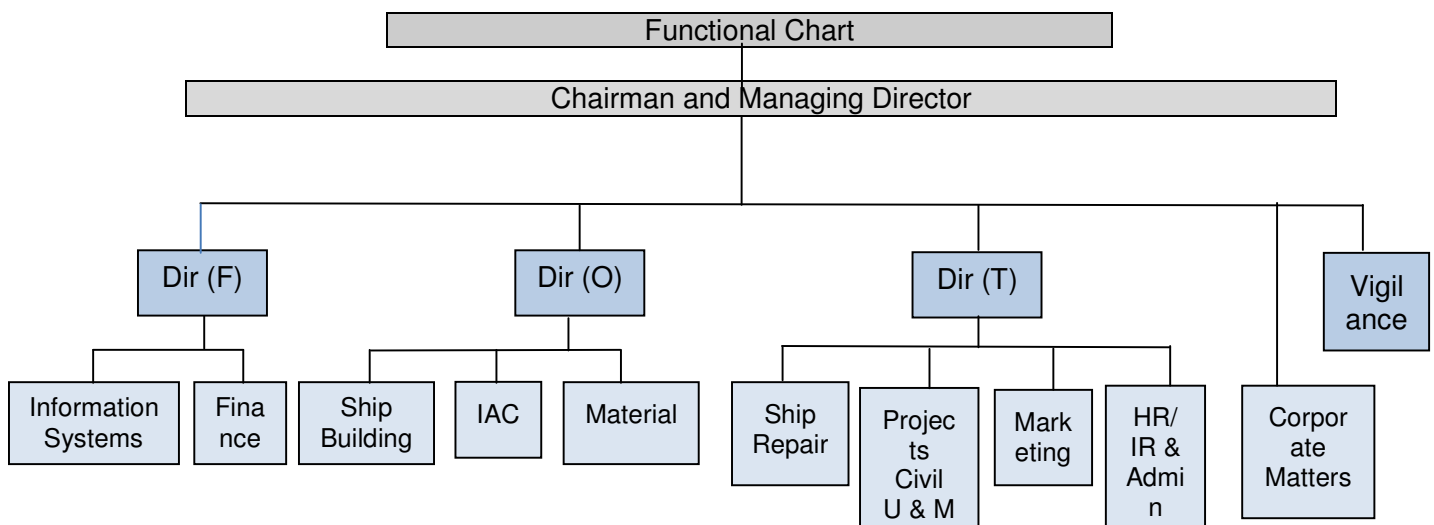
5. Business Segments and organization

- 5.1. **Business Segments:** Cochin Shipyard is operating in various maritime segments viz. Commercial Shipbuilding, Defence Shipbuilding, Commercial Shiprepair, Defence Shiprepair and Marine Engineering Training. The company commenced shipbuilding operations in the year 1978, Shiprepair in 1981 and Marine Engineering Training in the year 1993.

- 5.2. **Organization:** Presently the total permanent employees in CSL is 1867 consisting of 302 Executives, 185 Supervisors and 1380 Workmen. There are 561 contract employees consisting of 82 executives, 4 supervisors and 475 workmen.

- 5.3. **Organisational Structure :**

- 5.3.1. Cochin Shipyard Limited is a Government of India Undertaking under the Administrative control of the Ministry of Shipping. The Chairman and Managing Director (CMD) is guided by a team of Board of Directors, appointed by the President of India. The normal strength of the Directors of the Company, including the CMD, is 12 consisting of 4 whole-time official Directors, 2 official part-time Directors and 6 non-official part-time (Independent) Directors.



5.4. **Functions of various department**

(i) Shipbuilding

- (a) Planning and Execution of all shipbuilding projects, with emphasis on timely completion and maintaining quality as per contracts.
- (b) Allocation of resources appropriately among the different shipbuilding projects for optimum returns.
- (c) Identification and development of shipbuilding ancillaries.
- (d) Coordinate with the company's skill development centre to ensure that there is availability of shipbuilding skills in core areas for proper execution of projects.
- (e) Proper maintenance and upkeep of shipbuilding assets including plant and machinery for smooth operations.
- (f) Planning and execution of the Indigenous Aircraft Carrier project with emphasis on timely completion and quality

(ii) Finance and Accounts Department :

- (a) Corporate Accounts;
- (b) Corporate budget;
- (c) Project/ CAPEX financing
- (d) Revenue accounts including financial vetting of contracts ;
- (e) Funds Management ;
- (f) Corporate Taxation including Service Tax and other indirect taxes;
- (g) Coordination with Internal, Statutory and Government Audits;
- (h) Management of risks through entering into of appropriate insurance agreements;
- (i) MOU with Government of India.

(iii) Information System:

- (a) Implementation support and management of enterprise resource planning (ERP) Software from SAP including Software Design, Development, Procurement and Maintenance
- (b) Data centre hardware and network management (LAN/WAN)

- (c) Procurement and management of IT infrastructure (Servers, PCs etc)
- (d) Email/ internet & office automation
- (e) Information security
- (f) Web technologies
- (g) Systems Administration

(iv) Shiprepair

- (a) Participating in tenders and finalizing shiprepair contracts.
- (b) Planning and Execution of all shiprepair projects, with emphasis on timely completion and maintaining quality as per contracts
- (c) Shiprepair material procurement and subcontracts
- (d) Allocation of resources appropriately among the different shiprepair projects for optimum returns.
- (e) Identification and development of ancillaries in connection with various work relating to shiprepair
- (f) Coordinate with the company's skill development centre to ensure that there is availability of shiprepair skills in core areas for proper execution of projects.
- (g) Proper maintenance and upkeep of shiprepair assets including plant and machinery for smooth operations

(v) Material Department

- (a) All Materials Management functions, Vendor management, including Inventory Control for spares and stores with reference to shipbuilding projects;

(vi) Project

- (a) Solicit from various departments their annual requirements of capital items under renewals and replacements. Collate these items, prioritise and based on this arrive at the annual outlay on the renewals and replacements
- (b) To effectively plan and execute the major expansion projects of the company and in this regard to select and appoint consultants for carrying out the DPR, to obtain environmental clearances, GOI clearances and execute the project with emphasis on timely completion

(vii) Utilities and Maintenance

- (a) To arrange supply of utility items like oxygen, LPG etc for the day to day operations.
- (b) To maintain the assets of the company including the plant and equipment and Machineries and plan the annual preventive maintenance
- (c) To undertake repair and maintenance activities

(viii) Civil Department

- (a) To undertake civil constructions and maintenance of civil structures
- (b) Plan and execute capital and revenue dredging activities
- (c) Maintenance of estate

(ix) HR, IR and Administration department

- (a) All matters relating to remuneration, compensation of employees
- (b) Performance management and performance related payment.
- (c) Recruitment, Placements, Postings & Transfers.
- (d) Industrial Relations, relating to various Unions / Associations, Industrial Disputes etc.
- (e) Training and skilling
- (f) Welfare facilities and amenities.
- (g) General Services.
- (h) Official Language Implementation, Citizens' Charter
- (i) Employees Grievance
- (j) Public Grievances

(x) Vigilance

- (a) Preventive and surveillance vigilance.
- (b) Surprise Checks.
- (c) Conveying Government Instructions on vigilance to all functional departments for compliance

(d) Vigilance clearance in certain service aspects.

(e) Handling Departmental Vigilance Cases

(xi) Marketing

(a) Study / Monitor Shipbuilding Market conditions ; Customer Contacts with ship owners

(b) Market Research & Development, Market study of shipbuilding potential at Home and abroad and locating opportunities, planning strategies identifying clients and continuous feed-back to top management.

(c) Participating in Tenders and Finalizing Contracts

(d) New Initiatives, expansion to multiple geographical locations, technology transfer agreements, new diversified projects etc

(xii) Corporate Matters

(a) Conducting Board Meetings, Annual General Meetings, Audit Committee meetings of the Company, as per statutory requirements.

(b) Submission of periodical reports / returns on the Company affairs to the Registrar of Companies, answering Parliament Questions etc.

(c) Issue and maintenance of Shares; correspondence with the stock exchanges, Shareholders / Investors.

(d) Public Grievances through the prime ministers portal.

(e) RTI Act Implementation,

(f) All matters pertaining to PR & Media.

(g) Internal Audit Functions: Coordination with Statutory, Government Auditors and Internal Auditors.

6. The Chief Executive and Heads of Departments

6.1. The Chairman and Managing Director is assisted by the whole time functional directors and the Heads of functional departments in the administration of the Organisation.

6.2. Key Personnel :

Name & Designation	Extn.	Mobile	E Mail Address
Shri Madhu S Nair Chairman & Managing Director	1201	9895765834	madhu.nair@cochinshipyard.com
Shri Paul Ranjan Director (Finance)	1222	9895705135	paulranjan@cochinshipyard.com
Shri Sunny Thomas Director (Technical)	1364	9895765867	sunnythomas@cochinshipyard.com
Shri Suresh Babu N.V Director (Operations)	1254	9895705187	sureshbabu.nv@cochinshipyard.com
Shri Bejoy Bhaskar Chief General Manager (Design & Defence Projects)	1235	9895705075	bejoy@cochinshipyard.com
Shri K J Ramesh Chief General Manager(HR)	1206	9895705152	ramesh.kj@cochinshipyard.com
Shri Murugaiah M Chief General Manager (Tech & HSE)	1386	9895765841	murugaiah.m@cochinshipyard.com
Shri M D Varghese General Manager (IR & Admin)and Head CSR	1236	9895172273	varghese.md@cochinshipyard.com
Shri A N Neelakandhan General Manager (Materials)	1267	9895765844	neelakandhan@cochinshipyard.com
Shri K N Sreejith General Manager (IAC)	1330	9895705175	sreejith.kn@cochinshipyard.com
Shri A V Suresh Kumar General Manager (Ship Building)	1429	9895765868	sureshkumar.av@cochinshipyard.com
Shri Varadarajan S General Manager (IQC & Skill Development)	1360	9895765874	gmmat@cochinshipyard.com
Smt. V Kala Company Secretary & General Manager (Internal Audit)	1306	9895705113	kala.v@cochinshipyard.com
Shri Rajesh Gopalakrishnan General Manager(SR)	1512	9895705147	rajesh.g@cochinshipyard.com
Shri Harikrishnan S General Manager(LNG,PM & PPC)	1574	9895705098	harikrishnan.s@cochinshipyard.co
Shri Eldho John General Manager (i/c Infra Projects)	1320	9895765807	eldho.john@cochinshipyard.com

7. Mission Vision and Objectives

7.1. Vision

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

7.2. Mission

- (i) To build and repair ships and off-shore structures to international standards and provide value added quality engineering services.
- (ii) Sustain corporate growth in competitive environment.
- (iii) To adopt and undertake practices towards becoming a responsible corporate citizen.

7.3. Objectives

- (i) To sustain and enhance shipbuilding and shiprepair activities through technology upgradation and capacity augmentation
- (ii) To continuously endeavor to expand/ diversity activities of the shipyard including setting up new facilities
- (iii) To carry out Research & Development in emerging technologies in shipbuilding process.

8. Performance of Cochin Shipyard.

8.1. The Company has emerged as a front-runner in the Indian Shipbuilding and Ship Repair industries in the last four decades. Presently, the yard has capacity to build ships up to 110000 DWT and repair ships upto 125000 DWT. The yard has built and delivered two of India's largest double hull Aframax tankers each of 95000 DWT. CSL has secured ship building order from internationally renowned companies from Europe and Middle East and is currently building the country's first Indigenous Aircraft Carrier.

8.2. Cochin Shipyard has enviable and unmatched track records for delivery of quality ships to its clients. The shipyard has a 'state of the art' design centre manned by experienced designers. The shipyard boasts of world class infrastructure equipped with plasma cutting machines, plate preparation equipment, humidity controlled paint coating shops etc. The shipyard has a building dock of 255 m length by 43 m width capable of building ships of 110000 DWT. The building dock is serviced by two large gantry cranes of 150

T and 300 T capacity. The greatest strength of the shipyard is its human resource - a group of 1867 nos dedicated committed and highly skilled personnel who have built and delivered over 100 ships in the last 30 years.

8.3. It is the best equipped ship repair yard in the country with a ship repair dock which can accommodate vessels upto a length of 270 M and width of 45 M.

8.4. CSL has built and exported more than 40 high tech ships to discerning clients worldwide. The yard is also privileged to build the company's first Indigenous Aircraft Carrier for the Indian Navy. With this, India joins a select club of five nations to build an Aircraft Carrier of this size. The only shipyard in India which is into many maritime segments, commercial and defence shipbuilding, commercial and defence ship repair, & Marine Engineering Training, the yard truly reflects the capability of India as a Maritime Nation. A category I Miniratna company, the yard has been graded "Excellent" under the MOU signed with GOI for the last several years. In ship repair, Cochin Shipyard has undertaken repairs to over 1800 ships of all types. CSL has an enviable reputation for quality and timely delivery of vessels. CSL is the only yard which has been undertaking underwater repairs to the existing aircraft carrier Viraat of Indian Navy. The yard has also successfully undertaken afloat repairs to jack up rigs of ONGC/ foreign clients. The yard intends to tap the huge potential for ship repair in the country and is investing aRs970crores to set up a modern ship repair facility on a 30 year leased land (about 38 acres of land) from Cochin Port Trust (CoPT).

9. **Financial Performance :**

9.1. CSL has posted excellent financial performance for the last several years. The total turnover increased from Rs.1404 crores in 2011-12 to Rs. 1996 crores in 2015-16 and profit after tax increased from Rs 172 crores to Rs 275 crores during the same period.

10. **Memorandum of Understanding**

10.1. The Company has been signing "MoU" with the Government and the performance of the Company is assessed and rated as per MoU Criteria/ parameters.

10.2. The MOU covers:

- (a) Vision/ Mission & Objectives
- (b) Exercise of Enhanced Autonomy and delegation of financial powers
- (c) Performance Evaluation parameters and targets
- (d) Commitments/ Assistance from Government
- (e) Action Plan for Implementation and monitoring of MOU

11. MOU Ratings received

11.1. The MOU ratings received by the company in the last 10 years is as follows

Year	MOU Rating
2005-06	Excellent
2006-07	Excellent
2007-08	Excellent
2008-09	Excellent
2009-10	Excellent
2010-11	Excellent
2011-12	Very Good
2012-13	Excellent
2013-14	Excellent
2014-15	Excellent

12. Recent Awards and Recognition

Year	Awards
2015-16	<ul style="list-style-type: none"> a) India Today Group CSR award for CPSE Miniratna Category for effective implementation of CSR practices b) "TMA HLL CSR Award 2015" Instituted by Trivandrum Management Association c) "KMA Corporate Excellence Award 2015" under two categories (i) CSR activities undertaken and (ii) in house magazine published d) Bureaucracy Today- CSR excellence award for rural development and best performing Public Sector Enterprise CSR head e) NIPM Kerala Best Corporate Citizen Award 2015: instituted by the National Institute of Personnel management , Kerala Chapter f) "Safety Award 2015 and NSC Safety award 2015 from Department (Factories & Boilers) Government of Kerala g) Kerala State Energy Conservation Commendation Certificate -2015 in the category of large scale energy consumers.
2014-15	<ul style="list-style-type: none"> a) Best CSR Practices Award for the PSU category at the CSR Conclave & Awards organized by Cochin Chamber of Commerce and Industry b) best CSR & Sustainability Award by the INDIA TODAY GROUP's study on the Best Indian PSU c) Governance Now PSU awards for Asset Utilization
2013-14	<ul style="list-style-type: none"> a) Winner of the safety award instituted by the National Safety Council- Kerala Chapter
<p><i>Received the prestigious MOU Excellence Award in the 'Engineering , Transportation Equipment & Consumer Goods' Syndicate successively in the years 2007-08, 2008-09 and 2009-10</i></p>	

13. **Capital Structure**

13.1. The authorized and paid up share capital of the Company are Rs 250 crores and Rs.113.28 crores respectively. Presently the entire share capital is held by the Government of India.

14. **Cochin Shipyard's Purchase Procedure:**

14.1. The Purchase Procedure, as approved by the Board of Directors of the company, is required to be read and guidelines therein followed while going in for any purchase / procurement of material or service for the company. For any details or clarity, the said Procedure shall be referred by the Functional Departments and Projects for all purchases. The salient features of the Procedure are indicated hereunder :

14.2. **Registration of New vendors:** The following procedure shall be followed in registering new names on the approved list: -

- (a) Application for Registration on the approved list shall be as per specimen available in CSL Website
- (b) The applicants shall satisfy through documentary evidence their financial stability, income tax clearance, capacity to perform satisfactorily and produce performance certificate from those to whom they are already supplying.
- (c) An established office with a telephone for direct contact is essential.
- (d) The firm's premises may be inspected by an officer to verify the quality standards of the products manufactured and other details shown in the application. Performance reports from Government Departments and Public Sector Undertakings will also be considered for the purpose of registration.
- (e) A reference may also be made about their performance to their existing clients.
- (f) Small-scale industries shall satisfy the registration requirements.
- (g) Certain vendors can be considered for one - time registration under conditions prevailing as follows:
 - (i) When nominated by the customer,
 - (ii) No response from OEM on repeated requests.
 - (iii) Cost and or delivery quoted by OEM is exorbitant / protracted.
 - (iv) As a policy, OEM deals through nominated agents only.
 - (v) Very specific items of one - time requirement.
 - (vi) As only vendor having ready availability of items / services required at the specific time.

15. **Financial Performance**

Particulars	Turnover	Profit Before Tax (PBT)	Profit After Tax (PAT)	EPS (Rs. per share)	Face Value of Share
2005-06	373.53	25.45	18.23	160.97	1000
2006-07	719.74	85.77	58.11	513	1000
2007-08	833.79	149.4	93.85	828.51	1000
2008-09	1256.21	247.63	160.07	14.13	10
2009-10	1248.5	331.25	223.04	19.69	10
2010-11	1461.72	344.23	227.53	20.09	10
2011-12	1404.85	252.97	172.33	15.21	10
2012-13	1554.16	275.55	185.27	16.35	10
2013-14	1652.66	290.96	194.24	17.15	10
2014-15	1859.51	367.56	235.07	20.75	10
2015-16	1995.89	424.08	275.03	24.28	10

16. **Dividend Payout :-**

Year	Total Dividend Paid	% of dividend on paid up Capital	% of Dividend on the Net Profit
	86,65,92,000	76.5%	31.51%
2014-15	169,920,000	15%	7.29%
2013-14	169,920,000	15%	8.75%
2012-13	169,920,000	15%	9.17%
2011-12	Equity	169,920,000	15%
	Preference	27,399,400	7%
2010-11	Equity	113,280,000	10%
	Preference	55,399,400	7%
2009-10	Equity	113280000	10%
	Preference	55399400	7%
2008-09	Equity	113,280,000	10%
	Preference	83,399,400	7%

17. **Reservation in employment for various categories**

- (a) Scheduled Castes/Scheduled Tribes and Other Backward Categories.
- (b) Ex-servicemen.
- (c) Physically Handicapped/Persons with Disabilities.
- (d) An SC/ST Cell has been set up with a Liaison Officer in the Corporation

18. **Machinery for prevention of sexual harassment in work places**

18.1. In line with the government directives a Special Committee has been constituted to look into complaints on sexual harassment at work places. A complaints register is being maintained for the purpose and necessary provision has been made in the CDA Rules of the Corporation and Certified Standing Orders. CSL is a life-member

in the Forum for Women in Public Sector (WIPS) with one woman representative from the Corporation. A separate Rest Room is provided for women employees.

19. **Marine Engineering Training Institute and Skill Centre**

19.1. **One Year GME Course**

- (a) One of CSL's most rewarding contributions is its Marine Engineering Training Institute (METI), located in the Shipyard premises. METI is under ISO 9001 Management System Standard from **DNV (Det Norske Veritas)** for Quality Assurance, ISO 14001 for Environmental Management System, OHSAS 18001 for Occupational Health and Safety Management System as part of CSL Management System Standard. **The International Maritime Organization** and the **Government of India** approve its standards, and the training is rated "**VERY GOOD**" by Indian Register of Shipping (IRS), Mumbai approved by DG Shipping. METI has till date turned out more than two thousand two hundred competent marine engineers; working in different shipping companies around the world. The GME course approved by Director General of Shipping, Govt of India, is open to Indian National Graduate Engineers in Mechanical /Mechanical & Automation / Naval Architecture from institutions approved by All India Council of Technical Education or UGC. Maximum age limit is 28 years. Minimum qualifying marks are 50% marks in final year of Engineering graduation, 50% marks in English either in 10th standard or 12th standard; and medically fit.
- (b) Every year there will be two batches - one batch commences on 1st of January and the second batch commences on 1st of August. The duration of the course is 12 months, and the course is fully residential. For details of GME Course click on the link below:-

[Joining Instructions for one year GME course and forms](#)

- (c) Successful completion of this course is the mandatory training requirement obtaining all documents including Part A of Class IV Certificate of Competency, required for joining a Merchant Ship as Junior Marine Engineer Officer as per STCW 2010.

20. **Admission**

20.1. **Sponsor Candidates:**

- (a) The sanctioned capacity of the training institute is induction of a maximum of 140 GME per annum. The January batch will have an intake of 108 graduates and the August batch will have 32. Normally, admission to the course is reserved for candidates Sponsored by Shipping Companies or their agents. Non sponsored candidates are also considered subject to availability of training slots. For getting sponsorship, candidates have to get selected by a Shipping Company. The candidates have to directly approach the Shipping Companies and go through their selection procedure and get selected by them. Sponsoring companies submit the list of selected candidates to METI and their admission is on 15th November for January Batch and 1st July for August Batch.

- (b) Provisional Degree Certificate from University is required at the time of admission.
- (c) For details of shipping companies with RPS License numbers, please go through www.dgshipping.gov.in - RPS Agencies.

20.2. **Non Sponsored Candidates (Direct Application):**

- (a) Non sponsored candidates have to fill up the 3 page application form available in the joining instructions and send it by post (no attachments) to The Head of Department, Marine Engineering Training Institute, Cochin Shipyard Limited Kochi - 682 015, from 1st September to 15 November for January Batch and 1st May to 1st July for August Batch. Vacant seats after sponsored candidates will be allotted to Non sponsored candidates. Non sponsored candidates will be selected on merit as per the marks scored in Engg. Degree and informed by e-mail to report for admission with all documents & fees, after 15th November for January Batch and after 1st July for August Batch.

- 20.3. **Fees:** The Total fees for the course is Rs. 3,00,000/- at present, including boarding & lodging. Candidates have to pay the total amount of Rs. 3,00,000/- at the time of admission. For female candidates the total fees is Rs. 2,20,000/-

Contact details:

The Head of Department,
Marine Engineering Training Institute,
Cochin Shipyard Limited,
Perumanoor P.O.
Cochin - 682 015.
Ph. 0484-2501437/2501223
Mob. No. 09349299612
E-mail - metihod@cochinshipyard.com

21. **Training in Firefighting (STCW Courses)**

- 21.1. The following Modular Courses approved by Director General of Shipping are conducted regularly in Fire Fighting Training Centre (FFTC) in CSL situated in the heart of the City.

- (a) Fire Prevention & Fire Fighting Course (FPFF) (two batches in a month) 3 days course; Fees: Rs. 2,500/-
- (b) Elementary First Aid (EFA) - (Presently for METI trainees only) 2.5 days course; Fees: Rs. 1,500/-

- 21.2. For booking in advance contact Course-in-Charge (FFTC) / Office (Telephone No. 0484 - 2501522; E-mail - fftc@cochinshipyard.com)
NB: 'Fire Prevention and Fire Fighting course' (FPFF) is mandatory for persons working in Ships, Offshore Vessels, Ships at anchorage & Fishing Vessels.

22. **Corporate Systems and Policy**

22.1. Cochin Shipyard was the first shipyard to obtain the Integrated Management System certification comprising of ISO 9001:2008 Quality Management System ISO 14001:2004 Environment Management System OHSAS 18001: 2007.

22.2. ISPS: Cochin Shipyard is ISPS compliant.

22.3. Quality, Health, Safety & Environmental (QHSE) Policy.

22.4. We are committed to providing ship building, ship repair services and training of marine engineers to the total satisfaction of customers. We undertake these in healthy & safe working conditions, an eco friendly environment and ensure continual improvement of management systems performance. We endeavor to achieve the above by:-

- (a) Meeting or exceeding customer requirements.
- (b) Assuring quality of the products and services.
- (c) Developing competent marine engineers.
- (d) Preventing occupational ill health and injuries.
- (e) Ensuring safe work sites.
- (f) Conserving natural resources.
- (g) Preventing / Minimizing air, water and land pollution.
- (h) Handling and disposal of hazardous wastes safely.
- (i) Complying with statutory & regulatory and other requirements.
- (j) Developing Skills and motivating employees.

22.5. Related Party Transaction Policy: Regarding contracts with related parties as specified under Companies Act, 2013 and the SEBI (LODR) Regulations, 2015.

22.6. Nomination and Remuneration Policy: Regarding nomination and remuneration of the Board of Directors and Senior Management.

22.7. Materiality of Disclosures to the stock exchanges as mandated by SEBI (LODR) Regulations, 2015.

22.8. Board Diversity Policy as mandated by SEBI (LODR) Regulations, 2015.

23. **Public Grievance**

23.1. **Procedure for Redressal of Public Grievances:** The department of Personnel & Administration in CSL acts as a nodal point for receipt and disposal of all public grievances. Shri Paul Ranjan, Director (Finance) is the Director (Public Grievances) of CSL. Shri Sunny Thomas, Director (Tech) is the 'Grievance Officer of the company for the redressal of grievances. Particulars of the Director (Public Grievances) to attend to the public grievances received in CSL are given below:

Director (Public Grievances)	:	Shri Paul Ranjan D, Director (Finance)
Telephone	:	0484-6641222
Telephone	:	0484-2384001
E-mail	:	paulranjan@cochinshipyard.com

23.2. **Procedure:** The procedure for processing of public grievances is as follows:

- (a) To facilitate easy submission of grievances, Public Grievance Boxes has been placed at North Gate (Information Centre), South Gate, Ship Repair Office Building, Mould Loft Building and Main Office Building.
- (b) All public grievances will be received in the Department of Personnel & Administration. In case any public grievance is received directly by other departments of the company, the concerned Heads of Departments should forward the same to the Department of Personnel & Administration for initial processing. An acknowledgement of the receipt of the grievance will be sent to the petitioner within 3 days of receipt.
- (c) Depending upon the nature of grievance, the matter will be referred to the Head of the concerned Department for examining the grievance/ complaint.
- (d) In normal case, the concerned departments should process the grievance/ complaint and take a decision within two months of its receipt under intimation to the Department of Personnel & Administration for further processing.
- (e) In the case of grievances received through the Directorate of Public Grievances (Cabinet Secretariat), the same must be examined and decision taken within a period of 30 days under intimation to the Department of Personnel & Administration.
- (f) In exceptional cases where a decision is likely to exceed the time limits indicated above, the Department of Personnel & Administration should be intimated so that an interim reply can be sent to the petitioner within a period of 15 days of receiving the grievance
- (g) Wherever clarifications directly from the petitioner are required, the same may be obtained by the concerned departments with the assistance of the Department of Personnel & Administration
- (h) Individual Departments maintain a separate register for processing the complaints received under the Redressal of Public Grievances procedure. This

register should be forwarded to the Department of Personnel & Administration on the last working day of every quarter of the year for scrutiny.

- (i) The Grievance officer shall be available and accessible to the public to receive the grievance between 1400 and 1600 hrs every Wednesday.
- (j) All public grievances received shall be entered in a General Register kept in the Department of Personnel and Administration.
- (k) Every Public Grievance, even if it is a repetition of an earlier grievance from the same person, shall be attended to with utmost sympathy and consideration and replied to. The replies shall be in polite language and self contained. Expressions such as 'no further representation on the subject will be entertained' shall not be used in such replies.
- (l) Public grievances expressed in the columns of newspapers shall also be taken as a specific grievance and quick action shall be taken for redressing those grievances on a time bound basis and replies issued.
- (m) In normal cases the final reply will be given to the petitioner within 60 days of receipt of grievance. In the case of grievances received through the Directorate of Public Grievances (Cabinet Secretariat), a reply will be given within a period of 6 weeks. The time schedule for action fixed as above shall be followed by all concerned
- (n) A quarterly report on the operation of the grievance procedure redressal system would be submitted to the CSL Board of Directors for information
- (o) All replies to be given shall be issued with the approval of the Director (Public Grievances)

23.3. **Grievance Procedures applicable to Officers, Supervisors and Workmen:** The grievance procedures applicable to Officers, Supervisors and workmen was renotified in Nov 2016 and is available in the company's intranet.

23.4. **Public Grievance Redressal and Monitoring System (PGRAMS):** In line with the Ministry's direction, the Public Grievance Redressal and Monitoring System (PGRAMS) is accessed by CSL and the grievances pertaining to CSL are addressed immediately.

23.5. A Public Complaints Box is placed at the main entrance of CSL and a register is also being maintained to record complaints received from the public.

24. **Whistle Blower Policy**

24.1. This policy is formulated to provide an opportunity to directors'/stakeholders/employees to report to the management instances of actual or suspected, fraud or violation of the company's code of conduct.

24.2. It is to provide necessary safeguards for protection of whistle blowers from reprisals or victimization. However, a disciplinary action against the Whistle Blower which occurs on account of poor jobperformance or misconduct by the Whistle Blower and which is independent of any disclosure made by the Whistle Blower shall not be protected under this policy.

24.3. Whistle Blower- Role & Protection

Role:

24.3.1. The Whistle Blower's role is that of a reporting party with reliable information.

24.3.2. The Whistle Blower is not required or expected to conduct any investigation on his own.

24.3.3. The Whistle Blower may also be associated with the investigations, if the case so warrants. However, he shall not have a right to participate.

24.3.4. Protected Disclosure will be appropriately dealt with by the Competent Authority.

24.3.5. The Whistle Blower shall have a right to be informed of the disposition of his disclosure except for overriding legal or other reasons.

24.4. Protections:

24.4.1. Genuine Whistle Blowers will be accorded protection from any kind of harassment/unfair treatment/victimization. However, motivated and frivolous disclosures shall be discouraged.

24.4.2. If the Whistle Blower is required to give evidence in criminal or disciplinary proceedings, arrangements will be made for the Whistle Blower to receive advice about the procedure. Expenses incurred by the Whistle Blower in connection with the above, towards travel etc. will be reimbursed as per normal entitlements.

24.4.3. A Whistle Blower may report any violation of Clause above to the Competent Authority who shall investigate into the same and take corrective action as may be required.

24.4.4. Any other director/employee assisting in the said investigation shall also be protected to the same extent as the Whistle Blower.

24.5. **Eligibility** : All employees of CSL are eligible to make "Protected Disclosure"

24.6. Procedure

24.6.1. The complaint should be in a closed / secured envelope.

24.6.2. The envelope should be addressed to Competent Authority and should be superscribed "**Protected Disclosure**". If the envelope is not superscribed and enclosed, it will not be possible for management to protect the complainant. The complaint should give his/her name and address in the beginning or end of the complaint or in an attached letter.

24.6.3. Competent Authority will not entertain anonymous/pseudonymous complaints.

- 24.6.4. In order to protect the identity of the persons, Competent Authority will not issue any acknowledgement and the whistle – blowers are advised not to enter into any further correspondence with Competent Authority in their own interest. The company assures that, subject to the facts of the case being verifiable; it will take the necessary action, as provided under the Government of India Resolution on the subject and if any further clarification is required, the Competent Authority will get in touch with the complainant.
- 24.6.5. The Competent Authority may, if it deems fit call for further information or particulars from the person making Disclosure. If the complaint is anonymous, he shall not take any action in the matter.
- 24.6.6. If the complaint is accompanied by particulars of the person making the complaint, the Competent Authority shall take the following steps:
- (a) Ascertain from the complainant whether he was the person who made the complaint or not.
 - (b) The identity of the complainant will not be revealed unless the complainant himself has made the details of the complaint either public or disclosed his identity to any other office or authority.
 - (c) After concealing the identity of the complainant, the Competent Authority shall make, in the first instance, discrete inquiries to ascertain if there is any basis of proceeding further with the complaint. For this purpose, the Competent Authority shall devise an appropriate machinery.
 - (d) Either as a result of the discrete inquiry, or on the basis of complaint itself without inquiry, if the Competent Authority is of the opinion that the matter requires to be investigated further, he shall officially seek comments/or explanation from the Head of the Department concerned. While doing so, he shall not disclose identity of the informant and also shall request the concerned head of the department to keep the identity of the informant secret, if for any reason, if the concerned Head comes to know the identity.
 - (e) After obtaining the response of the concerned department, if the Competent Authority is of the opinion that the investigation reveals either misuse of office or substantiate allegation of corruption, he shall recommend appropriate action to the management. These shall inter alia, include following:
 - (i) Appropriate proceedings to be insisted against the concerned director / employee
 - (ii) Appropriate administrative steps for redressing the loss caused to the company as a result of the corrupt act or misuse of office, as the case may be.
 - (iii) Recommend to the management initiation of criminal proceedings in suitable cases, if warranted by the facts and circumstances of the case.

- (iv) Recommend taking of corrective measures to prevent recurrence of such events in future.

24.6.7. For the purpose of making discrete inquiry, or obtaining information from the concerned organization, the Competent Authority shall be authorized to call upon the CBI or the Police authorities, as considered necessary, to render all assistance to complete the investigation pursuant to the complaint received.

24.6.8. If any person aggrieved by any action on the ground that he is being victimized due to the fact that he had filed a complaint or disclosure, he may file an application before the Competent Authority seeking redress in the matter, who shall take such action, as deemed fit. The Competent Authority may give suitable directions to the concerned director / employee.

24.6.9. Either on the application of the complainant, or on the basis of information gathered, if the Competent Authority is of the opinion that either the complainant or the witness need protection, he shall issue appropriate direction to the concerned departments.

24.6.10. In the case of motivated complaints, the Competent Authority shall recommend appropriate action to the management.

24.6.11. The Competent Authority shall not entertain or inquire into any disclosure on which proceedings are already underway.

24.6.12. In the event of the identity of the informant being disclosed inspite of the Competent Authority's directions to the contrary; the Competent Authority is authorized to initiate appropriate action as per extent regulation against the person or agency making such disclosure.

24.7. **Grievance Committee**

24.7.1. Cochin Shipyard has constituted a Grievance Committee as an alternate mechanism for redressal of grievances in all contracts where value is above Rs 100 lakhs. The parties to this contract can approach this committee in case they are unable to settle their disputes through discussions with concerned department of Cochin Shipyard overseeing the contract. Presently the committee is constituted as follows:

Name of the Member	Phone No.	Membership
Shri Suresh Kumar AV, GM(SB)	9895765868	Chairman of the committee
Shri V J Jose, DGM i/c (Finance)	9895705112	Member of the committee
Shri Subramaniam K K, AGM (P&A)	8138001152	Member of the committee

25. **Implementation of the Right to Information Act, 2005**

25.1. As per the directives of the Government of India, the Right to Information Act, 2005 was implemented w.e.f. 12-10-2005 and all the required appointment for implementation of the Act were made. Voluntary disclosures have been made in the CSL website about the Company. A Register is also being maintained for

monitoring the requests from public seeking information and the replies by the concerned are also being coordinated.

26. **CSL- It's Citizens' Charter**

26.1. This Citizens Charter is a document prepared as per the directives of the Government of India and it represents a systematic effort to focus on the commitment of CSL towards its citizens / clients in respect of standard of services, information, choice and consultation, non-discrimination and accessibility, grievance redress, courtesy and value for money, including expectations of the Organisation from the citizen / client for fulfilling the commitment of the Organisation.

26.2. As decided by the Core-group on Citizens' Charter set up in Government of India under the Chairmanship of the Secretary, Ministry of Personnel, PG and Pensions, the HoD (HR) has been designated Nodal Officer to coordinate and monitor the formulation and implementation of the Citizens Charter in CSL.

27. **Corporate Governance**

27.1. The Company strongly believes that good Corporate Governance is pre-requisite for enhancing shareholder value and its image in the prevailing competitive business scenario. The policies and practices of the Company are aimed at efficient conduct of business and effectively meeting its obligations to shareholders, customers, employees and society at large. The Company has consistently sought to improve its focus by increasing transparency and accountability to all its stakeholders. The Company continues to be customer focus.

28. **Corporate Social Responsibility Policy :**

28.1. The Company has adopted CSR Policy as per the requirements of the Companies Act and DPE Guidelines. The company undertakings CSR activities as per the policy approvals of Competent Authority from time to time. The activities of CSR policy are published on the website.

29. **Disclaimer :**

29.1. The objectives, expectations, assumptions or predictions etc. of the Company as described in this Charter may be forward-looking in nature, within the meaning of applicable laws and regulations. Actual results could differ materially from those expressed or implied. The important factors that could make a difference to the operations of the Company include economic conditions effecting demand / supply, price conditions in the domestic and international market, Government policies and regulations and statutes and other incidental factors.