

General information about company

Scrip code	530545
NSE Symbol	
MSEI Symbol	
ISIN	INE949B01018
Name of the entity	COSCO (INDIA) LIMITED
Date of start of financial year	01-04-2019
Date of end of financial year	31-03-2020
Reporting Quarter	Yearly
Date of Report	31-03-2020
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Top 2000 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											No					
Whether Chairperson is related to MD or CEO											No					
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)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
AADPJ0073F	00191539	Executive Director	Not Applicable	CEO-MD	09-06-1938	NA		25-01-1980	16-03-2019		1	0	0	0		
AADPJ1334P	00195619	Executive Director	Not Applicable	MD	05-07-1941	NA		29-09-1989	16-03-2019		1	0	0	0		
AADPJ0074C	01054316	Executive Director	Not Applicable		25-01-1966	NA		01-05-2007	01-10-2017		1	0	0	0		
AADPJ0839K	00191593	Executive Director	Not Applicable		17-11-1970	NA		01-04-1998	01-10-2017		1	0	0	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 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 members in Audit Stakeholder Committee including listed entities (Refer Regulation 26(1) of Listing Regulations)
5	Mr	Pankaj Jain	AADPJ0096N	00190414	Executive Director	Not Applicable		07-08-1971	NA		01-04-1998	01-10-2017			1	0	1
6	Mr	Neeraj Jain	AADPJ0095R	00190592	Executive Director	Not Applicable		03-10-1972	NA		01-04-1998	01-10-2017			1	0	1
7	Mr	Mahavir Prasad Gupta	AALPG5680K	00190550	Non-Executive - Independent Director	Not Applicable		15-10-1940	Yes	29-09-2017	30-03-2003	01-10-2017		66	1	1	1
8	Mr	Mohan Lal Mangla	AAAYPM5472C	00311895	Non-Executive - Independent Director	Not Applicable		10-09-1940	Yes	29-09-2017	07-10-1997	01-10-2017		66	1	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 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 members in Audit Stakeholder Committee including listed entities (Refer Regulation 26(1) of Listing Regulations)
9	Mr	Sunil Jain	AAVPJ9924B	00387451	Non-Executive - Independent Director	Not Applicable		01-01-1956	Yes	29-09-2017	30-03-2003	01-10-2017		66	1	1	2
10	Mr	Vijay Kumar Sood	ABBPS0061M	01525607	Non-Executive - Independent Director	Not Applicable		17-06-1943	Yes	29-09-2017	01-05-2007	01-10-2017		66	1	1	0
11	Mr	Vijender Kumar Jain	AAEPJ0040M	06423328	Non-Executive - Independent Director	Not Applicable		08-06-1955	Yes	29-09-2017	31-10-2012	01-10-2017		66	1	1	1
12	Mrs	Nisha Paul	AAEPP8243L	00325914	Non-Executive - Independent Director	Not Applicable		17-08-1960	Yes	29-09-2017	01-10-2014	01-10-2017		66	1	1	0

Text Block

Textual Information(1)

The Company don't have permanent Chairperson . The Board Meeting held on 14.02.2020 was chaired by Shri Devinder Kumar Jain Managing Director and CEO of the Company.

Tenure of Independent Director filled in months as total sum of their Ist Term and 2nd term of their appointment as per Section 149 of the Companies Act, 2013 without any cooling off period.

Ist Term of their appointment was from 01.10.2014 to 30.09.2017 and 2nd term of Appointment commenced w.e.f 01.10.2017 for a period of 5 Years.

Special Resolutions were passed at the AGM held on 29.09.2017. The Tenure mentioned herein is pursuant to the appointment under Section 149 of The Companies Act, 2013.

NOTE:- The following Directors who were originally appointed under the provisions of Companies Act, 1956 have been serving on the Board as stated herein after.

1. Mr. Mahavir Prasad Gupta w.e.f 30.03.2003
2. Mr. Mohan Lal Mangla is w.e.f 07.10.1997
3. Ms. Nisha Paul w.e.f 01.10.2014 (appointed under the provision of The Companies Act, 2013)
4. Mr. Sunil Kumar Jain w.e.f 30.03.2003
5. Mr Vijay Kumar Sood w.e.f. 01.05.2007.
6. Mr. Vijender Kumar Jain w.e.f 31.10.2012

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	06423328	Vijender Kumar Jain	Non-Executive - Independent Director	Chairperson	31-10-2012		
2	00190550	Mahavir Prasad Gupta	Non-Executive - Independent Director	Member	30-03-2003		
3	00387451	Sunil Jain	Non-Executive - Independent Director	Member	31-01-2004		

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	00311895	Mohan Lal Mangla	Non-Executive - Independent Director	Chairperson	30-03-2003		
2	00387451	Sunil Jain	Non-Executive - Independent Director	Member	30-03-2003		
3	01525607	Vijay Kumar Sood	Non-Executive - Independent Director	Member	23-04-2015		

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	00387451	Sunil Jain	Non-Executive - Independent Director	Chairperson	30-03-2003		
2	00190414	Pankaj Jain	Executive Director	Member	03-09-2001		
3	00190592	Neeraj Jain	Executive Director	Member	03-09-2001		

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	00325914	Nisha Paul	Non-Executive - Independent Director	Chairperson	30-05-2017		
2	00191539	Devinder Kumar Jain	Executive Director	Member	30-05-2017		
3	00190414	Pankaj Jain	Executive Director	Member	30-05-2017		
4	00190592	Neeraj Jain	Executive Director	Member	30-05-2017		

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*	No. of Independent Directors attending the meeting*
1	07-11-2019				Yes	8	2
2	14-11-2019		6		Yes	10	5
3		14-02-2020	91		Yes	11	5

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)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	Audit Committee	14-11-2019				Yes	3	3
2	Audit Committee	14-02-2020	91			Yes	3	3
3	Stakeholders Relationship Committee	14-11-2019				Yes	3	1
4	Stakeholders Relationship Committee	14-02-2020	91			Yes	3	1
5	Corporate Social Responsibility Committee	14-11-2019				Yes	4	1
6	Corporate Social Responsibility Committee	14-02-2020	91			Yes	4	1

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	Yes	
Disclosure of notes on related party transactions			Textual Information(1)

Text Block

Textual Information(1)

Shareholders approval for Appointments, Re-appointments and Remuneration of Managing Directors and Executive Directors has been taken. Approval of Shareholders for other RPT is not applicable.

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	Yes
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 500 listed entities)	NA
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	Sudha Singh
2	Designation	Company Secretary and Compliance Officer

Text Block

Textual Information(1)

Previous Quarter Corporate Governance Report has been placed before the Board in the Board meeting held on 14.02.2020 .This Corporate Governance Report will be placed in the forthcoming Board Meeting.

Annexure II**Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)****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
1	Details of business	Yes		www.cosco.in
2	Terms and conditions of appointment of independent directors	Yes		www.cosco.in
3	Composition of various committees of board of directors	Yes		www.cosco.in
4	Code of conduct of board of directors and senior management personnel	Yes		www.cosco.in
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.cosco.in
6	Criteria of making payments to non-executive directors	Yes		www.cosco.in
7	Policy on dealing with related party transactions	Yes		www.cosco.in
8	Policy for determining 'material' subsidiaries	NA		
9	Details of familiarization programmes imparted to independent directors	Yes		www.cosco.in

Annexure II**Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)****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		www.cosco.in
11	email address for grievance redressal and other relevant details	Yes		www.cosco.in
12	Financial results	Yes		www.cosco.in
13	Shareholding pattern	Yes		www.cosco.in
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	NA		
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		www.cosco.in
18	Credit rating or revision in credit rating obtained	Yes		www.cosco.in
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		www.cosco.in
21	Materiality Policy as per Regulation 30	Yes		www.cosco.in
22	Dividend Distribution policy as per Regulation 43A (as applicable)	NA		
23	It is certified that these contents on the website of the listed entity are correct	Yes		www.cosco.in

Annexure 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)	Yes	
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**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)	Yes	
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**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)	NA	
23	Meeting of Risk Management Committee	21(3A)	NA	
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)	Yes	
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

II. 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)	NA	
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)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
Any other information to be provided			Textual Information(1)	

Text Block

Textual Information(1)

Regarding Annual Affirmations point no. 10, 11, 31 & 39 the same are being complied with Annually and are part of Annual Report for the relevant financial year. Accordingly the same shall be complied in Annual Report for financial year 2019-20.

Annexure II

1	Name of signatory	Sudha Singh
2	Designation	Company Secretary and Compliance Officer

Annexure II

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	NA
	Any other information to be provided	

Annexure II

1	Name of signatory	Sudha Singh
2	Designation	Company Secretary and Compliance Officer

Signatory Details	
Name of signatory	Sudha Singh
Designation of person	Company Secretary and Compliance Officer
Place	New Delhi
Date	05-05-2020

