

as on financial year ended on 31.03.2020

Pursuant to Section 92 (3) of the Companies Act, 2013 and Rule 12(1) of the Company (Management & Administration) Rules, 2014.

**I. REGISTRATION & OTHER DETAILS:**

i	CIN	U35111KL2003PLC016677
ii	Registration Date	08-12-2003
iii	Name of the Company	SEA BLUE SHIPYARD LIMITED
iv	Category/Sub-category of the Company	Indian Non-Government Company
v	Address of the Registered office & contact details	1/212, V. P. Road, Azheekal P.O, Vypin- 682508, Ernakulam, Kerala, India
vi	Whether listed company	Unlisted
vii	Name, Address & contact details of the Registrar & Transfer Agent, if any.	NA

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

All the business activities contributing 10% or more of the total turnover of the Company shall be stated.

SL No	Name & Description of main products/services	NIC Code of the Product /service	% to total turnover of the company
1	Sale of service (Repair works of Ships)	35119	100%

**III. PARTICULARS OF HOLDING, SUBSIDIARY & ASSOCIATE COMPANIES**

SI No	Name & Address of the Company	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
1	NIL	NIL	NIL	NIL	NIL

#### IV SHAREHOLDING PATTERN (Equity Share capital Break up as % to total Equity)

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters</b>									
<b>(1) Indian</b>									
a) Individual/HUF	0	1991700	1991700	5.58	0	1991700	1991700	5.58	0.00
b) Central Govt. or State Govt.	0	0	0	0.00	0	0	0	0	0
c) Bodies Corporates	0	0	0	0.00	0	0	0	0	0
d) Bank/FI	0	0	0	0.00	0	0	0	0	0
e) Any other	0	0	0	0.00	0	0	0	0	0
<b>SUB TOTAL: (A) (1)</b>	<b>0</b>	<b>1991700</b>	<b>1991700</b>	<b>5.58</b>	<b>0.00</b>	<b>1991700</b>	<b>11991700</b>	<b>5.58</b>	<b>0.00</b>
<b>(2) Foreign</b>									
a) NRI- Individuals	0	0	0	0.00	0	0	0	0	0
b) Other Individuals	0	0	0	0.00	0	0	0	0	0
c) Bodies Corp.	0	0	0	0.00	0	0	0	0	0
d) Banks/FI	0	0	0	0.00	0	0	0	0	0
e) Any other...	0	0	0	0.00	0	0	0	0	0
<b>SUB TOTAL (A) (2)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Total Shareholding of Promoter (A)= (A)(1)+(A)(2)</b>	<b>0</b>	<b>1991700</b>	<b>1991700</b>	<b>5.58</b>	<b>0.00</b>	<b>1991700</b>	<b>11991700</b>	<b>5.58</b>	<b>0.00</b>
<b>B. PUBLIC SHAREHOLDING</b>									
<b>(1) Institutions</b>									
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks/FI	0	0	0	0	0	0	0	0	0
c) Central govt	0	0	0	0	0	0	0	0	0
d) State Govt.	0	0	0	0	0	0	0	0	0
e) Venture Capital Fund	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIIS	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i) Others (specify)	0	0	0	0	0	0	0	0	0

<b>SUB TOTAL (B)(1):</b>									
<b>(2) Non Institutions</b>									
a) Bodies corporates	0	0	0	0	0	0	0	0	0
i) Indian	0	0	0	0	0	0	0	0	0
ii) Overseas	0	0	0	0	0	0	0	0	0
b) Individuals	0	0	0	0	0	0	0	0	0
i) Individual shareholders holding nominal share capital upto Rs.1 lakhs	0	16745387	16745387	46.9072	14571	16730816	16745387	46.9072	0
ii) Individuals shareholders holding nominal share capital in excess of Rs. 1 lakhs	0	16961860	16961860	47.5136	152600	16809260	16961860	47.5136	0
c) Others (specify)	0	0	0	0	0	0	0	0	0
<b>SUB TOTAL (B)(2):</b>	<b>0</b>	<b>33707247</b>	<b>33707247</b>	<b>94.4208</b>	<b>167171</b>	<b>33707247</b>	<b>33707247</b>	<b>94.4208</b>	
<b>Total Public Shareholding (B)= (B)(1)+(B)(2)</b>	<b>0</b>	<b>33707247</b>	<b>33707247</b>	<b>94.4208</b>	<b>167171</b>	<b>33707247</b>	<b>33707247</b>	<b>94.4208</b>	
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	0	0	0	0	0	0	0	0	0
<b>Grand Total (A+B+C)</b>	<b>0</b>	<b>35698947</b>	<b>35698947</b>	<b>100</b>	<b>167171</b>	<b>35698947</b>	<b>35698947</b>	<b>100</b>	

**(V) SHARE HOLDING OF PROMOTERS**

SI No.	Shareholders Name	Shareholding at the beginnings of the year			Shareholding at the end of the year			% change in holding during the year
		No. of shares	% of total shares of the company	% of shares pledged encumbered to total shares	No of shares	% of total shares of the company	% of shares pledged encumbered to total shares	
1	O. C. JOHN	1011500	2.83	NIL	1011500	2.83	NIL	0
2	TOJEN. E	532000	1.49	NIL	532000	1.49	NIL	NIL
3	CAPT. MONSON AUGUSTINE	448200	1.26	NIL	448200	1.26	NIL	NIL
	<b>Total</b>	<b>1991700</b>	<b>5.58</b>	<b>NIL</b>	<b>1991700</b>	<b>5.58</b>	<b>NIL</b>	<b>0</b>

**(VI) CHANGE IN PROMOTERS' SHAREHOLDING (SPECIFY IF THERE IS NO CHANGE)**

	No. of Shares	% of total shares of the company
At the beginning of the year	1991700	5.58
Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	NIL	
At the end of the year	1991700	5.58

**(VII) Shareholding Pattern of top ten Shareholders  
(other than Directors, Promoters & Holders of GDRs & ADRs)**

Sl. No.	Shareholding at the end of the year	Cumulative Share holding during the year		
		No. of Shares	% of total shares of the company	
<b>For Each of the Top 10 Shareholders</b>	<b>No. of Shares</b>	<b>% of total shares of the company</b>	<b>No of shares</b>	<b>% of total shares of the company</b>
At the beginning of the year	5822700	16.31		
Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	Change in top 10 shareholders due to change in Directorship			
At the end of the year (or on the date of separation, if separated during the year)	5822700	16.31		

**(VII) Shareholding of Directors & KMP**

Sl. No	For Each of the Directors & KMP	Shareholding at the end of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No of shares	% of total shares of the company
1	Mr. O C John	1,011,500	2.83	10,11,500	2.83
2	Mr. E Tojen	5,32,000	1.49	5,32,000	1.49
3	Mr. George Kanippilly	3,10,000	0.87	3,10,000	0.87
4	Mr. Sadasivan Dileep Kumar	5,48,000	1.53	5,48,000	1.53
5	Dr. Raju Varghese	5,00,000	1.40	5,00,000	1.40
6	Dr. P V Chandramohan	0	0.00	0	0.00
7	Mr. C J Jose, IAS	0	0.00	0	0.00
8	Mr. Ummer Moyin Kutty	4,00,000	1.12	4,00,000	1.12
9	Mr. R. Jeyaraman	67,600	0.19	67,600	0.19
10	Mr. Jilih G Kanippilly	5,99,700	1.68	5,99,700	1.68
11	Mr. Jofin John	0	0.00	0	0.00

**VIII. INDEBTEDNESS**

Indebtedness of the Company including interest outstanding/accrued but not due for payment (in Rs)				
	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	114,548,158.00	1,006,528.00	-	115,554,686.00
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	114,548,158.00	1,006,528.00	-	115,554,686.00
<b>Change in Indebtedness</b>				
Additions	-	9,405,128.00	-	9,405,128.00
Reduction	43,798,281.00	-	-	43,798,281.00
<b>Net Change</b>	43,798,281.00	9,405,128.00	-	(34,393,153)
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	70,749,877.00	10,411,656.00	-	81,161,533.00
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	70,749,877.00	10,411,656.00	-	81,161,533.00

**A. Remuneration to Managing Director, Whole time director and/or Manager:**

SI.No	Particulars of Remuneration	Name of the MD/WTD/Manager			Total Amount
1	<b>Gross salary</b>	O. C JOHN	E TOJEN	JILISH G KANIPPILLY	
	(a) Salary as per provisions contained in section 17(1) of the Income Tax. 1961.	960,000.00	720,000.00	-	16,80,000.00
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961	-	-	-	
	(c ) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	-	-	-	
2	Stock option	-	-	-	
3	Sweat Equity	-	-	-	
4	Commission as % of profit	-	-	-	
	others	-	-	-	
5	Others, please specify - HRA	-	168,000.00	-	168,000.00
	<b>Total (A)</b>	960,000.00	888,000.00		1,848,000.00
	<b>Ceiling as per the Act</b>				

**B. Remuneration to other directors:**

SI. No	Particulars of Remuneration	Name of the Directors					Total Amount
1	Independent Directors	C J Jose	Dr. P V Chandramohan				
	(a) Fee for attending board committee	Nil	20,000.00				20,000.00
	(b) Commission	-	-				
	(c ) Others, please specify	-	-				
	<b>Total (1)</b>						
2	Other Non Executive Directors	Raju Varghese C	Sadasivan Dileepkumar	George Kanippilly	R Jeyaraman	Ummer Moyin Kutty	
	(a) Fee for attending	30,000.00	10,000.00	30,000.00	20,000.00	25,000.00	115,000.00
	(b) Commission		-	-	-	-	
	(c ) Others, please specify	-	-	-	-	-	-
	<b>Total (2)</b>						
	<b>Total (B)=(1+2)</b>						
	<b>Total Managerial Remuneration</b>						<b>135,000.00</b>
	<b>Overall Cieling as per the Act</b>						

**C. Remuneration to key managerial personnel other than MD/MANAGER/WTD**

Sl. No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1	<b>Gross Salary</b>				
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.		173,226.00	NIL	173,226.00
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961		-	-	
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961		-	-	
2	Stock Option		-	-	
3	Sweat Equity		-	-	
4	Commission		-	-	
	as % of profit		-	-	
	others, specify		-	-	
5	Others, please specify		-	-	
	<b>Total</b>		<b>173,226.00</b>	<b>NIL</b>	<b>173,226.00</b>

**IX. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES**

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority (RD/NCLT/Court)	Appeal made if any (give details)
A. COMPANY: Default under sections 92 of the Companies Act, 2013 in relation to delay in holding Annual General Meetings in relation to the Company's financial year starting from 1st April 2019 to 31st March 2020					
Penalty					
Punishment					
Compounding					
B. DIRECTORS					
Penalty					
Punishment			NIL		
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment					
Compounding					