

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



सत्यमेव जयते

Annual Return (other than OPCs and Small Companies)

Form language English Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

(ii) (a) Name of the company

(b) Registered office address

One International Center, Tower 3, 23rd Floor, Senapati Ba
pat Marg, Elphinstone Road (W est), NA
Mumbai
Mumbai City
Maharashtra
400013

(c) *e-mail ID of the company

(d) *Telephone number with STD code

(e) Website

(iii) Date of Incorporation

| (iv) | Type of the Company | Category of the Company | Sub-category of the Company |
|------|---------------------|---------------------------|-------------------------------|
| | Public Company | Company limited by shares | Indian Non-Government company |

(v) Whether company is having share capital Yes No

(vi) *Whether shares listed on recognized Stock Exchange(s) Yes No

(b) CIN of the Registrar and Transfer Agent

Name of the Registrar and Transfer Agent

Registered office address of the Registrar and Transfer Agents

(vii) *Financial year From date (DD/MM/YYYY) To date (DD/MM/YYYY)(viii) *Whether Annual general meeting (AGM) held Yes No(a) If yes, date of AGM (b) Due date of AGM (c) Whether any extension for AGM granted Yes No**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY***Number of business activities

| S.No | Main Activity group code | Description of Main Activity group | Business Activity Code | Description of Business Activity | % of turnover of the company |
|------|--------------------------|------------------------------------|------------------------|------------------------------------|------------------------------|
| 1 | B | Mining and quarrying | B5 | Mining Support Services activities | 100 |

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)*No. of Companies for which information is to be given

| S.No | Name of the company | CIN / FCRN | Holding/ Subsidiary/Associate/ Joint Venture | % of shares held |
|------|-----------------------------|-----------------------|--|------------------|
| 1 | THE GREAT EASTERN SHIPPING | L35110MH1948PLC006472 | Holding | 100 |
| 2 | GREATSHIP OILFIELD SERVICES | U74900MH2015PLC266483 | Subsidiary | 100 |
| 3 | GREATSHIP (UK) LIMITED | | Subsidiary | 100 |
| 4 | GREATSHIP GLOBAL OFFSHOR | | Subsidiary | 100 |
| 5 | GREATSHIP GLOBAL ENERGY S | | Subsidiary | 100 |

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL**(a) Equity share capital**

| Particulars | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
|---|--------------------|----------------|--------------------|-----------------|
| Total number of equity shares | 135,000,000 | 111,345,500 | 111,345,500 | 111,345,500 |
| Total amount of equity shares (in Rupees) | 1,350,000,000 | 1,113,455,000 | 1,113,455,000 | 1,113,455,000 |

Number of classes

1

| Class of Shares | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
|--|--------------------|----------------|--------------------|-----------------|
| Equity Shares of face value of INR 10 each | | | | |
| Number of equity shares | 135,000,000 | 111,345,500 | 111,345,500 | 111,345,500 |
| Nominal value per share (in rupees) | 10 | 10 | 10 | 10 |
| Total amount of equity shares (in rupees) | 1,350,000,000 | 1,113,455,000 | 1,113,455,000 | 1,113,455,000 |

(b) Preference share capital

| Particulars | Authorised capital | Issued capital | Subscribed capital | Paid-up capital |
|---|--------------------|----------------|--------------------|-----------------|
| Total number of preference shares | 229,000,000 | 105,124,000 | 105,124,000 | 105,124,000 |
| Total amount of preference shares (in rupees) | 2,290,000,000 | 1,051,240,000 | 1,051,240,000 | 1,051,240,000 |

Number of classes

1

| Class of shares | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
|---|--------------------|----------------|--------------------|-----------------|
| Cumulative Redeemable Preference Shares of face | | | | |
| Number of preference shares | 229,000,000 | 105,124,000 | 105,124,000 | 105,124,000 |
| Nominal value per share (in rupees) | 10 | 10 | 10 | 10 |
| Total amount of preference shares (in rupees) | 2,290,000,000 | 1,051,240,000 | 1,051,240,000 | 1,051,240,000 |

(c) Unclassified share capital

| Particulars | Authorised Capital |
|-------------------------------------|--------------------|
| Total amount of unclassified shares | 0 |

(d) Break-up of paid-up share capital

| Class of shares | Number of shares | | | Total nominal amount | Total Paid-up amount | Total premium |
|-------------------------------------|------------------|-------|-----------|----------------------|----------------------|---------------|
| | Physical | DEMAT | Total | | | |
| Equity shares | | | | | | |
| At the beginning of the year | 111,345,500 | 0 | 111345500 | 1,113,455,0 | 1,113,455, | |

| | | | | | | |
|---|-------------|---|-----------|-------------|------------|---|
| Increase during the year | 0 | 0 | 0 | 0 | 0 | 0 |
| i. Public Issues | 0 | 0 | 0 | 0 | 0 | 0 |
| ii. Rights issue | 0 | 0 | 0 | 0 | 0 | 0 |
| iii. Bonus issue | 0 | 0 | 0 | 0 | 0 | 0 |
| iv. Private Placement/ Preferential allotment | 0 | 0 | 0 | 0 | 0 | 0 |
| v. ESOPs | 0 | 0 | 0 | 0 | 0 | 0 |
| vi. Sweat equity shares allotted | 0 | 0 | 0 | 0 | 0 | 0 |
| vii. Conversion of Preference share | 0 | 0 | 0 | 0 | 0 | 0 |
| viii. Conversion of Debentures | 0 | 0 | 0 | 0 | 0 | 0 |
| ix. GDRs/ADRs | 0 | 0 | 0 | 0 | 0 | 0 |
| x. Others, specify <input type="text"/> | | | | | | |
| Decrease during the year | 0 | 0 | 0 | 0 | 0 | 0 |
| i. Buy-back of shares | 0 | 0 | 0 | 0 | 0 | 0 |
| ii. Shares forfeited | 0 | 0 | 0 | 0 | 0 | 0 |
| iii. Reduction of share capital | 0 | 0 | 0 | 0 | 0 | 0 |
| iv. Others, specify <input type="text"/> | | | | | | |
| At the end of the year | 111,345,500 | 0 | 111345500 | 1,113,455,0 | 1,113,455, | |
| Preference shares | | | | | | |
| At the beginning of the year | 105,124,000 | 0 | 105124000 | 1,051,240,0 | 1,051,240, | |
| Increase during the year | 0 | 0 | 0 | 0 | 0 | 0 |
| i. Issues of shares | 0 | 0 | 0 | 0 | 0 | 0 |
| ii. Re-issue of forfeited shares | 0 | 0 | 0 | 0 | 0 | 0 |
| iii. Others, specify <input type="text"/> | | | | | | |
| Decrease during the year | 0 | 0 | 0 | 0 | 0 | 0 |
| i. Redemption of shares | 0 | 0 | 0 | 0 | 0 | 0 |

| | | | | | | |
|---------------------------------|-------------|---|-----------|-------------|------------|---|
| ii. Shares forfeited | 0 | 0 | 0 | 0 | 0 | 0 |
| iii. Reduction of share capital | 0 | 0 | 0 | 0 | 0 | 0 |
| iv. Others, specify | | | | | | |
| At the end of the year | 105,124,000 | 0 | 105124000 | 1,051,240,0 | 1,051,240, | |

ISIN of the equity shares of the company

(ii) Details of stock split/consolidation during the year (for each class of shares)

| Class of shares | | (i) | (ii) | (iii) |
|------------------------------|----------------------|-----|------|-------|
| Before split / Consolidation | Number of shares | | | |
| | Face value per share | | | |
| After split / Consolidation | Number of shares | | | |
| | Face value per share | | | |

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

Nil

[Details being provided in a CD/Digital Media]

Yes

No

Not Applicable

Separate sheet attached for details of transfers

Yes

No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

| | |
|--|---|
| Date of the previous annual general meeting | <input type="text"/> |
| Date of registration of transfer (Date Month Year) | <input type="text"/> |
| Type of transfer | <input type="text"/> 1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock |
| Number of Shares/ Debentures/ Units Transferred | <input type="text"/> Amount per Share/ Debenture/Unit (in Rs.) <input type="text"/> |

| | | | |
|--|---------|---|------------|
| Ledger Folio of Transferor | | | |
| Transferor's Name | | | |
| | Surname | middle name | first name |
| Ledger Folio of Transferee | | | |
| Transferee's Name | | | |
| | Surname | middle name | first name |
| Date of registration of transfer (Date Month Year) | | | |
| Type of transfer | | 1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock | |
| Number of Shares/ Debentures/ Units Transferred | | Amount per Share/ Debenture/Unit (in Rs.) | |
| Ledger Folio of Transferor | | | |
| Transferor's Name | | | |
| | Surname | middle name | first name |
| Ledger Folio of Transferee | | | |
| Transferee's Name | | | |
| | Surname | middle name | first name |

(iv) * Debentures (Outstanding as at the end of financial year)

| Particulars | Number of units | Nominal value per unit | Total value |
|-------------------------------|-----------------|------------------------|-------------|
| Non-convertible debentures | 0 | 0 | 0 |
| Partly convertible debentures | 0 | 0 | 0 |
| Fully convertible debentures | 0 | 0 | 0 |

| Particulars | Number of units | Nominal value per unit | Total value |
|--------------|-----------------|------------------------|-------------|
| Total | | | 0 |

Details of debentures

| Class of debentures | Outstanding as at the beginning of the year | Increase during the year | Decrease during the year | Outstanding as at the end of the year |
|--------------------------------------|---|--------------------------|--------------------------|---------------------------------------|
| Non-convertible debentures | 0 | 0 | 0 | 0 |
| Partly convertible debentures | 0 | 0 | 0 | 0 |
| Fully convertible debentures | 0 | 0 | 0 | 0 |

(v) Securities (other than shares and debentures)

0

| Type of Securities | Number of Securities | Nominal Value of each Unit | Total Nominal Value | Paid up Value of each Unit | Total Paid up Value |
|--------------------|----------------------|----------------------------|---------------------|----------------------------|---------------------|
| | | | | | |
| | | | | | |
| Total | | | | | |

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

7,071,332,817.49

(ii) Net worth of the Company

21,745,230,530.63

VI. (a) *SHARE HOLDING PATTERN - Promoters

| S. No. | Category | Equity | | Preference | |
|--------|---|------------------|------------|------------------|------------|
| | | Number of shares | Percentage | Number of shares | Percentage |
| 1. | Individual/Hindu Undivided Family | | | | |
| | (i) Indian | 0 | 0 | 0 | 0 |
| | (ii) Non-resident Indian (NRI) | 0 | 0 | 0 | 0 |
| | (iii) Foreign national (other than NRI) | 0 | 0 | 0 | 0 |
| 2. | Government | | | | |
| | (i) Central Government | 0 | 0 | 0 | 0 |
| | (ii) State Government | 0 | 0 | 0 | 0 |
| | (iii) Government companies | 0 | 0 | 0 | 0 |

| | | | | | |
|-----|---|-------------|-----|-------------|-----|
| 3. | Insurance companies | 0 | 0 | 0 | 0 |
| 4. | Banks | 0 | 0 | 0 | 0 |
| 5. | Financial institutions | 0 | 0 | 0 | 0 |
| 6. | Foreign institutional investors | 0 | 0 | 0 | 0 |
| 7. | Mutual funds | 0 | 0 | 0 | 0 |
| 8. | Venture capital | 0 | 0 | 0 | 0 |
| 9. | Body corporate (not mentioned above) | 111,345,200 | 100 | 105,124,000 | 100 |
| 10. | Others - Nominee Shareholders | 300 | 0 | 0 | 0 |
| | Total | 111,345,500 | 100 | 105,124,000 | 100 |

Total number of shareholders (promoters)

7

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

| S. No. | Category | Equity | | Preference | |
|--------|---|------------------|------------|------------------|------------|
| | | Number of shares | Percentage | Number of shares | Percentage |
| 1. | Individual/Hindu Undivided Family | | | | |
| | (i) Indian | 0 | 0 | 0 | 0 |
| | (ii) Non-resident Indian (NRI) | 0 | 0 | 0 | 0 |
| | (iii) Foreign national (other than NRI) | 0 | 0 | 0 | 0 |
| 2. | Government | | | | |
| | (i) Central Government | 0 | 0 | 0 | 0 |
| | (ii) State Government | 0 | 0 | 0 | 0 |
| | (iii) Government companies | 0 | 0 | 0 | 0 |
| 3. | Insurance companies | 0 | 0 | 0 | 0 |
| 4. | Banks | 0 | 0 | 0 | 0 |
| 5. | Financial institutions | 0 | 0 | 0 | 0 |
| 6. | Foreign institutional investors | 0 | 0 | 0 | 0 |
| 7. | Mutual funds | 0 | 0 | 0 | 0 |

| | | | | | |
|-----|---|---|---|---|---|
| 8. | Venture capital | 0 | 0 | 0 | 0 |
| 9. | Body corporate (not mentioned above) | 0 | 0 | 0 | 0 |
| 10. | Others | 0 | 0 | 0 | 0 |
| | Total | 0 | 0 | 0 | 0 |

Total number of shareholders (other than promoters)

0

**Total number of shareholders (Promoters+Public/
Other than promoters)**

7

**VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)**

| Details | At the beginning of the year | At the end of the year |
|-----------------------------------|------------------------------|------------------------|
| Promoters | 7 | 7 |
| Members (other than promoters) | 0 | 0 |
| Debenture holders | 0 | 0 |

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

| Category | Number of directors at the beginning of the year | | Number of directors at the end of the year | | Percentage of shares held by directors as at the end of year | |
|--|--|---------------|--|---------------|--|---------------|
| | Executive | Non-executive | Executive | Non-executive | Executive | Non-executive |
| A. Promoter | 0 | 0 | 0 | 0 | 0 | 0 |
| B. Non-Promoter | 3 | 4 | 3 | 4 | 0 | 0 |
| (i) Non-Independent | 3 | 1 | 3 | 1 | 0 | 0 |
| (ii) Independent | 0 | 3 | 0 | 3 | 0 | 0 |
| C. Nominee Directors representing | 0 | 0 | 0 | 0 | 0 | 0 |
| (i) Banks & FIs | 0 | 0 | 0 | 0 | 0 | 0 |
| (ii) Investing institutions | 0 | 0 | 0 | 0 | 0 | 0 |
| (iii) Government | 0 | 0 | 0 | 0 | 0 | 0 |
| (iv) Small share holders | 0 | 0 | 0 | 0 | 0 | 0 |

| | | | | | | |
|------------|---|---|---|---|---|---|
| (v) Others | 0 | 0 | 0 | 0 | 0 | 0 |
| Total | 3 | 4 | 3 | 4 | 0 | 0 |

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

9

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

| Name | DIN/PAN | Designation | Number of equity share(s) held | Date of cessation (after closure of financial year : If any) |
|---------------------|------------|--------------------|--------------------------------|--|
| BHARAT KANAIYALAL | 00022102 | Director | 50 | |
| RAVI KANAIYALAL SHI | 00022121 | Managing Director | 50 | |
| PRADYUMNA RAGHUN | 00041519 | Whole-time directo | 50 | |
| ALOK AMRITSAGAR M | 00452309 | Whole-time directo | 0 | |
| RITA BHAGWATI | 06990589 | Director | 0 | |
| SHALEEN SHARMA | 00202295 | Director | 0 | |
| BHAVNA GAUTAM DO | 00400508 | Director | 0 | |
| SHIVAKUMAR NATARAJ | AAKPG4618E | CFO | 50 | |
| AMISHA MITESH GHIA | AWFPS1337M | Company Secretar | 0 | |

(ii) Particulars of change in director(s) and Key managerial personnel during the year

0

| Name | DIN/PAN | Designation at the beginning / during the financial year | Date of appointment/ change in designation/ cessation | Nature of change (Appointment/ Change in designation/ Cessation) |
|------|---------|--|---|--|
| | | | | |

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

3

| Type of meeting | Date of meeting | Total Number of Members entitled to attend meeting | Attendance | |
|--------------------------------|-----------------|--|----------------------------|-------------------------|
| | | | Number of members attended | % of total shareholding |
| EXTRA-ORDINARY GENERAL MEETING | 31/05/2022 | 7 | 6 | 100 |
| ANNUAL GENERAL MEETING | 25/07/2022 | 7 | 6 | 100 |
| EXTRA-ORDINARY GENERAL MEETING | 04/11/2022 | 7 | 6 | 100 |

B. BOARD MEETINGS

*Number of meetings held

6

| S. No. | Date of meeting | Total Number of directors associated as on the date of meeting | Attendance | |
|--------|-----------------|--|------------------------------|-----------------|
| | | | Number of directors attended | % of attendance |
| 1 | 29/04/2022 | 7 | 7 | 100 |
| 2 | 25/07/2022 | 7 | 7 | 100 |
| 3 | 02/11/2022 | 7 | 6 | 85.71 |
| 4 | 11/11/2022 | 7 | 7 | 100 |
| 5 | 23/01/2023 | 7 | 7 | 100 |
| 6 | 02/03/2023 | 7 | 7 | 100 |

C. COMMITTEE MEETINGS

Number of meetings held

7

| S. No. | Type of meeting | Date of meeting | Total Number of Members as on the date of the meeting | Attendance | |
|--------|-------------------------------------|-----------------|---|----------------------------|-----------------|
| | | | | Number of members attended | % of attendance |
| 1 | Nomination & Remuneration Committee | 28/04/2022 | 3 | 3 | 100 |
| 2 | Audit Committee | 29/04/2022 | 4 | 4 | 100 |
| 3 | CORPORATE GOVERNANCE COMMITTEE | 29/04/2022 | 3 | 3 | 100 |
| 4 | Audit Committee | 25/07/2022 | 4 | 4 | 100 |
| 5 | Nomination & Remuneration Committee | 02/11/2022 | 3 | 3 | 100 |
| 6 | Audit Committee | 11/11/2022 | 4 | 4 | 100 |
| 7 | Audit Committee | 23/01/2023 | 4 | 4 | 100 |

D. *ATTENDANCE OF DIRECTORS

| S. No. | Name of the director | Board Meetings | | | Committee Meetings | | | Whether attended AGM held on |
|--------|----------------------|--|-----------------------------|-----------------|--|-----------------------------|-----------------|------------------------------|
| | | Number of Meetings which director was entitled to attend | Number of Meetings attended | % of attendance | Number of Meetings which director was entitled to attend | Number of Meetings attended | % of attendance | 28/07/2023 |
| | | | | | | | | (Y/N/NA) |
| 1 | BHARAT KAN | 6 | 5 | 83.33 | 0 | 0 | 0 | Yes |
| 2 | RAVI KANAIY | 6 | 6 | 100 | 0 | 0 | 0 | Yes |
| 3 | PRADYUMNA | 6 | 6 | 100 | 5 | 5 | 100 | Yes |
| 4 | ALOK AMRITS | 6 | 6 | 100 | 0 | 0 | 0 | Yes |
| 5 | RITA BHAGW | 6 | 6 | 100 | 7 | 7 | 100 | Yes |
| 6 | SHALEEN SH | 6 | 6 | 100 | 7 | 7 | 100 | Yes |
| 7 | BHAVNA GAL | 6 | 6 | 100 | 6 | 6 | 100 | Yes |

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

3

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
|--------|-----------------|---------------|--------------|------------|-------------------------------|-----------|--------------|
| 1 | RAVI KANAIYALAL | MANAGING DIR | 24,331,181 | 23,400,000 | 0 | 0 | 47,731,181 |
| 2 | PRADYUMNA RAG | EXECUTIVE DIR | 9,585,775 | 4,500,000 | 0 | 784,553 | 14,870,328 |
| 3 | ALOK AMRITSAGA | EXECUTIVE DIR | 13,829,787 | 9,000,000 | 0 | 885,120 | 23,714,907 |
| | Total | | 47,746,743 | 36,900,000 | 0 | 1,669,673 | 86,316,416 |

Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
|--------|-----------------|---------------|--------------|------------|-------------------------------|---------|--------------|
| 1 | GOMATHINAYAGA | CFO | 0 | 0 | 0 | 0 | 0 |
| 2 | AMISHA MITESH G | Company Secre | 7,214,147 | 0 | 0 | 413,197 | 7,627,344 |
| | Total | | 7,214,147 | 0 | 0 | 413,197 | 7,627,344 |

Number of other directors whose remuneration details to be entered

4

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
|--------|----------------|---------------|--------------|------------|-------------------------------|-----------|-----------------|
| 1 | BHARAT KANAIYA | NON EXECUTIVE | 5,400,000 | 0 | 0 | 0 | 5,400,000 |
| 2 | RITA BHAGWATI | INDEPENDENT | 900,000 | 0 | 0 | 1,200,000 | 2,100,000 |
| 3 | SHALEEN SHARMA | INDEPENDENT | 900,000 | 0 | 0 | 1,200,000 | 2,100,000 |
| 4 | BHAVNA GAUTAM | INDEPENDENT | 900,000 | 0 | 0 | 1,200,000 | 2,100,000 |
| | Total | | 8,100,000 | 0 | 0 | 3,600,000 | 11,700,000 |

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year Yes No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS Nil

| Name of the company/ directors/ officers | Name of the court/ concerned Authority | Date of Order | Name of the Act and section under which penalised / punished | Details of penalty/ punishment | Details of appeal (if any) including present status |
|--|--|---------------|--|--------------------------------|---|
| | | | | | |

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

| Name of the company/ directors/ officers | Name of the court/ concerned Authority | Date of Order | Name of the Act and section under which offence committed | Particulars of offence | Amount of compounding (in Rupees) |
|--|--|---------------|---|------------------------|-----------------------------------|
| | | | | | |

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

Yes No

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

MARTINHO FERRAO

Whether associate or fellow

Associate Fellow

Certificate of practice number

5676

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director



DIN of the director

00041519

To be digitally signed by



- Company Secretary
- Company secretary in practice

Membership number

18247

Certificate of practice number

Attachments

- 1. List of share holders, debenture holders
- 2. Approval letter for extension of AGM;
- 3. Copy of MGT-8;
- 4. Optional Attachment(s), if any

| |
|---------------|
| Attach |
| Attach |
| Attach |
| Attach |

List of attachments

| |
|---|
| GIL-List of Shareholders FY 23 signed.pdf MGT 8_GREATSHIP INDIA_2023.pdf Clarification - form MGT-7 FY 23 signed.pc |
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This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company



GREATSHIP (INDIA) LIMITED

Global Energy & Offshore Services

LIST OF SHAREHOLDERS OF GREATSHIP (INDIA) LIMITED AS ON MARCH 31, 2023

a) EQUITY SHARE CAPITAL

| Registered Folio Number | Name of Equity Shareholder | Issued, Subscribed and Paid up | |
|-------------------------|--|---|------------------------|
| | | No. of Equity Shares (face value of Rs.10 each) | Amount in INR |
| 006 | The Great Eastern Shipping Company Limited | 111,345,200 | 1,113,452,000 |
| 002 | Bharat Sheth* | 50 | 500 |
| 003 | Pradyumna Naware* | 50 | 500 |
| 005 | Jayesh Trivedi* | 50 | 500 |
| 008 | Ravi K Sheth* | 50 | 500 |
| 009 | Tapas Icot* | 50 | 500 |
| 0010 | G. Shivakumar* | 50 | 500 |
| Total | | 111,345,500 | 1,113,455,000/- |

* Represents the registered owner, acting as nominee shareholders of 'The Great Eastern Shipping Company Limited'

b) PREFERENCE SHARE CAPITAL

| Registered Folio Number | Name of Preference Shareholder | Type of Preference Shares | Issued, Subscribed and Paid up | |
|-------------------------|--|---|--------------------------------|----------------------|
| | | | No. of Preference Shares | Amount in INR |
| 001 | The Great Eastern Shipping Company Limited | 24.60 % Cumulative Redeemable Preference Shares of face value Rs. 10 each | 44,500,000 | 445,000,000 |
| | The Great Eastern Shipping Company Limited | 22.50% Cumulative Redeemable Preference Shares of face value Rs. 10 each | 60,624,000 | 606,240,000 |
| Total | | | 105,124,000 | 1,051,240,000 |

For Greatship (India) Limited

Amisha Ghia
Company Secretary
Membership No. A18247



Form No. MGT-8

[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of Companies (Management and Administration) Rules, 2014]

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

I have examined the registers, records and books and papers of **GREATSHIP (INDIA) LIMITED** (the “Company”) as required to be maintained under the Companies Act, 2013 (the “Act”) and the rules made thereunder for the financial year ended on March 31, 2023. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the Company, its officers and agents, we certify that:

- A. the Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. during the aforesaid financial year the Company has complied with provisions of the Act and Rules made thereunder in respect of:
 1. its status under the Act;
 2. maintenance of registers/records & making entries therein within the time prescribed thereof;
 3. filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time;
 4. calling/ convening/ holding meetings of Board of Directors or its committees, and the meetings of the members of the Company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
 5. closure of Register of Members/ Security holders, as the case may be **(There were no such instances during the year under review)**

6. advances/loans to its directors and/or persons or firms or Companies referred in section 185 of the Act; **(During the year under review, the Company has not given any advances/loans to its directors and/or persons or firms or Companies referred in section 185 of the Act)**
7. contracts/arrangements with related parties as specified in section 188 of the Act;
8. issue or allotment or transfer or transmission or buy back of securities/redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares / securities and issue of security certificates in all instances; **(There has been no change to the Share Capital of the Company during the year under review)**
9. keeping in abeyance the rights to dividend; rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act; **(Not applicable to the Company as there has been no transfer of shares during the year under review)**
10. declaration/ payment of dividend, transfer of unpaid/ unclaimed dividend/ other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act; **(During the year under review, the Company has not declared dividend on equity shares to its shareholders. However the Company has declared/paid dividend on preference shares to its preference shareholders as per the terms of the issue of preference shares. There has been no unpaid / unclaimed dividend and therefore no transfers have been made to the Investor Education and Protection Fund)**
11. signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
12. constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them; **(During the year under review, following are the changes in the Board composition)**
 - **Reappointment of Mr. P.R Naware as the “Executive director” w.ef 7th November 2022.**
 - **Re-designation of Mr. Alok Mahajan to Executive director and Chief Operating Officer w.ef 7th November 2022.**
13. Appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
 - **Re-appointment of M/s. Deloitte Haskins & Sells LLP, Chartered Accountants (Firm Registration No. 117366W/W-100018) w.e.f 25th July 2022 and shall hold office until conclusion of 25th AGM of the Company.**
14. approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities, if applicable, under the various provisions of the Act;

15. acceptance/ renewal/ repayment of deposits; **(The Company has not accepted/ renewed/ repaid any deposit during the year under review)**
16. borrowings from its directors, members, public financial institutions, banks others and creation/ modification/ satisfaction of charges in that respect, wherever applicable; **(During the year under review, the Company has not made any additional borrowings and there has been no creation/modification/satisfaction of charge)**
17. loans and investments or guarantees given or providing of securities to the Company's subsidiaries under the provisions of section 186 of the Act, as may be applicable.; **(There were no such instances during the year under review).**
18. alteration of the provisions of the Memorandum and/or Articles of Association of the Company; **(There were no such instances during the year under review)**

**For Martinho Ferrao & Associates
Company Secretaries**



**Martinho Ferrao
Proprietor
FCS No.6221
CoP.No.5676
PR 951/2020
UDIN:F006221E000969920**

**Place: Mumbai
Date: 08.09.2023**



Greatship - General Purpose

GREATSHIP (INDIA) LIMITED

Global Energy & Offshore Services

September 5, 2023

To,
The Registrar of Companies
Mumbai

Subject: Clarification w.r.t e-form MGT-7 being filed by Greatship (India) Limited

Sir,

With reference to the captioned subject, Greatship (India) Limited (the "Company") places on record the below mentioned clarifications which serve the purpose of presenting complete and correct information about the Company's Annual Return for the financial year ended on March 31, 2023:

1. Point II - Principal Business Activity of the Company:

Owing to the limited number of business activities mentioned under the 'Business Activity Code List', we've chosen activity code 'B5 – Mining Support Services activities' as it bears the nearest reference to the field of the Company's business activity. The accurate description of the Company's business activity is 'Offshore Oilfield Services'.

2. Point IV (i) (b) – Preference Share Capital:

The Company has issued two series of preference shares, details whereof are mentioned herein below:

| Sr. No. | Series of Preference Shares | Authorized Capital | | Issued, Subscribed and Paid-up Capital | |
|--------------|---|--------------------|----------------------|--|----------------------|
| | | No. of Shares | Amount (Rs.) | No. of Shares | Amount (Rs.) |
| 1 | 24.60 % cumulative redeemable preference shares of face value Rs. 10 each | 229,000,000 | 2,290,000,000 | 44,500,000 | 445,000,000 |
| 2 | 22.50 % cumulative redeemable preference shares of face value Rs. 10 each | | | 60,624,000 | 606,240,000 |
| TOTAL | | 229,000,000 | 2,290,000,000 | 105,124,000 | 1,051,240,000 |



GREATSHIP (INDIA) LIMITED

Global Energy & Offshore Services

3. Point VI & VII Number of Promoters:

The Company is a wholly owned subsidiary of The Great Eastern Shipping Company Limited. The entire equity share capital of the Company is held by 'The Great Eastern Shipping Company Limited' alongwith six nominee shareholders acting on behalf of 'The Great Eastern Shipping Company Limited', thereby making the total equity shareholders as seven (07). The entire preference share capital of the Company is also held solely by The Great Eastern Shipping Company Limited. The details of the shareholders of the Company are also reflected in the 'List of shareholders' attached to the E-form MGT-7.

5. Point VIII (B) (i) Details of Directors and Key Managerial Personnel as on the closure of financial year:

In the table, the number mentioned in the column 'no. of equity shares held' represent the equity shares held by Mr. Bharat K Sheth, Mr. Ravi K. Sheth, Mr. Pradyumna Naware and Mr. Shivakumar Gomathinayagam as nominee shareholders of 'The Great Eastern Shipping Company Limited' as also reflected in the 'List of shareholders' attached to the E-form MGT-7.

6. Point X – Remuneration of Directors and Key Managerial Personnel:

- Salary includes contribution to provident fund and superannuation fund and does not include provisions made for Retirement Benefit Scheme for Managing Director/Post-Retirement Medical Benefit Scheme for Executive Director.
- Salary also excludes variable pay for previous financial year i.e. F.Y. 2021-22;
- Variable Pay for FY 2022-23 paid in FY 2023-24 is mentioned under commission;
- Mr. Ravi K Sheth, Mr. P. R. Naware, Mr. Alok Mahajan and Ms. Amisha Ghia are also entitled to gratuity in accordance with the Company's rules;
- The amount specified in 'Others' for the directors does not form part of calculation of remuneration under section 198 of the Act;
- Mr. G. Shivakumar, the Chief Financial Officer of the Company is also the Executive Director & CFO of the Company's parent company, 'The Great Eastern Shipping Company Limited'. Mr. G. Shivakumar draws his remuneration from 'The Great Eastern Shipping Company Limited' and therefore the amount is specified as '0' in form MGT-7; and
- Pursuant to the notification of amendments to certain provisions of the Companies Act, 2013 by the Ministry of Corporate Affairs on March 18, 2021 related to payment of remuneration to the Non-Executive Directors, including Independent Directors in the event of no profits or inadequate profits in any financial year, and based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors have at their meeting held on May 05, 2023 approved the payment of remuneration to Non-Executive Directors, including Independent Directors of the Company for the financial year 2022-23 subject to the approval of the Shareholder(s) of the Company by way of special resolution.

7. Point XII – Penalty and Punishment:

The NIL disclosure under this point pertains to the Companies Act, 2013.



GREATSHIP (INDIA) LIMITED

Global Energy & Offshore Services

The aforementioned clarifications pertaining to e-form MGT-7 are hereby submitted for due consideration and acknowledgement of the pertinent issues thereunder.

Thanking you.

For Greatship (India) Limited

Amisha Ghia
Company Secretary
Membership No. A18247

