THE GREAT EASTERN
SHIPPING COMPANY LIMITED
CIN: L35110MH1948PLC006472

OCEAN HOUSE, 134/A, Dr. Annie Besant Road, Worli, Mumbai - 400 018, INDIA. Tel: +91(22) 6661 3000 / 2492 2100 Fax: +91(22) 2498 5343

Our Ref.: S/2020/JMT

July 06, 2020

BSE Limited
1st Floor, Phiroze Jeejeebhoy Towers,
Dalal Street,
MUMBAI – 400 001

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C/1,
Bandra Kurla Complex, Bandra (East),
Mumbai – 400 051

Dear Sir,

We wish to inform you that the 72nd Annual General Meeting (AGM) of the Company will be held on Thursday, July 30, 2020 at 3.00 p.m. (IST) through Video Conferencing (VC) / Other Audio Visual Means (OAVM) in compliance with the applicable provisions of the Companies Act, 2013 and the General Circular No. 20/2020 dated May 05, 2020 issued by the Ministry of Corporate Affairs.

We enclose herewith the Notice of AGM alongwith the Annual Report of the Company for the year ended March 31, 2020.

Pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rules framed thereunder, the Company has fixed July 23, 2020 as the 'cut-off' date for remote e-voting as well as voting during the AGM. A member's voting rights shall be in proportion to his/her share of the paid up equity share capital of the Company as on the cut-off date.

The remote e-voting period shall commence at 10.00 a.m. on Monday, July 27, 2020 and end at 5.00 p.m. on Wednesday, July 29, 2020.

Those members, who will be present in the AGM through VC / OAVM facility and have not cast their vote on the resolutions through remote e - voting, shall be eligible to vote through e-voting system during the AGM.

The Speaker Registrations for AGM will be open during July 24, 2020 to July 28, 2020.

The Register of Members and Share Transfer Books of the Company will remain closed from July 24, 2020 to July 30, 2020 (both days inclusive) for the Annual General Meeting.

You are requested to take note of the above.

Thanking You,
Yours faithfully,
For THE GREAT EASTERN SHIPPING CO. LTD.,

Jayesh M. Trivedi
President (Secl. & Legal) & Company Secretary

THE GREAT EASTERN
SHIPPING COMPANY LIMITED
CIN: L35110MH1948PLC006472

OCEAN HOUSE, 134/A, Dr Annie Besant Road, Worli, Mumbai - 400 018, India. Tel: +91 (22) 6661 3000 / 24922100 Fax: +91 (22) 2492 5900
Email: shares@greatship.com | Web: www.greatship.com

NOTICE

NOTICE is hereby given that the Seventy-Second Annual General Meeting of the members of THE GREAT EASTERN SHIPPING CO. LTD. will be held through Video Conferencing / Other Audio Visual Means on Thursday, July 30, 2020 at 3.00 p.m. (I.S.T.) to transact the following business:

1. To receive, consider and adopt :
   a) the audited financial statements of the Company for the financial year ended March 31, 2020, the reports of the Board of Directors and Auditors thereon; and
   b) the audited consolidated financial statements of the Company for the financial year ended March 31, 2020 and report of Auditors thereon.

2. To consider and, if thought fit, to pass with or without modification(s) the following Resolution as a Special Resolution:

   "RESOLVED THAT pursuant to the provisions of Section 152(6) and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder and Regulation 17 (1A) and other applicable regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], Mr. K. M. Sheth (DIN: 00022079), who retires by rotation and who has already attained the age of 75 years, be and is hereby re-appointed as Director of the Company."

3. To consider and, if thought fit, to pass with or without modification(s) the following Resolution as a Special Resolution:

   "RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013, ('the Act') and the Rules made thereunder and Regulation 17 and other applicable regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations') [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], Ms. Rita Bhagwati (DIN: 06990589), who held office as an Independent Director of the Company upto November 13, 2019 and who is eligible for reappointment for a second term of 5 years, was re-appointed as an Additional and Independent Director at the meeting of the Board of Directors of the Company held on November 8, 2019 and in respect of whom the Company has received a notice in writing from a member proposing her candidature for the office of Independent Director of the Company under Section 160 of the Act and who has submitted a declaration that she meets the criteria for independence as provided in the Act and the Listing Regulations, be and is hereby re-appointed as an Independent Director of the Company for a second term of five years with effect from November 14, 2019."

4. To consider and, if thought fit, to pass with or without modification(s) the following Resolution as a Special Resolution:

   "RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013, ('the Act') and the Rules made thereunder and Regulation 17 and other applicable regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations') [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], Dr. Shankar Acharya (DIN: 00033242), who held office as an Independent Director of the Company upto February 4, 2020 and who is eligible for reappointment for a second term of 5 years, was re-appointed as an Additional and Independent Director at the meeting of the Board of Directors of the Company held on November 8, 2019 and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Independent Director of the Company under Section 160 of the Act and who has submitted a declaration that he meets the criteria for independence as provided in the Act and the Listing Regulations, be and is hereby re-appointed as an Independent Director of the Company for a second term of five years with effect from February 5, 2020."

"RESOLVED FURTHER THAT pursuant to the provisions of Regulation 17(1A) of the Listing Regulations, approval of the members be and is hereby accorded to Dr. Shankar Acharya (DIN: 00033242), who will attain the age of 75 years on October 21, 2020, to continue as an Independent Director of the Company until expiry of his second term as aforesaid."

5. To consider and, if thought fit, to pass with or without modification(s) the following Resolution as a Special Resolution:

   "**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 203, Schedule V and other applicable provisions of the Companies Act, 2013, Regulation 17(6)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any modification(s) or re-enactment thereof, for the time being in force), the approval of the Company be and is hereby accorded to the re-appointment of Mr. Bharat K. Sheth (DIN: 00022102) as a Whole-time Director of the Company designated as 'Deputy Chairman & Managing Director' for a period of 3 years with effect from April 01, 2020 on the terms as set out in the Explanatory Statement annexed to this Notice, with liberty to the Board of Directors (hereinafter referred to as "the Board" which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution) to alter and vary the said terms in such manner as may be agreed between Mr. Bharat K. Sheth and the Board."

6. To consider and, if thought fit, to pass with or without modification(s) the following Resolution as a Special Resolution:

   "RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203, Schedule V and other applicable provisions of the Companies Act, 2013 (including any modification(s) or re-enactment thereof, for the time being in force), the approval of the Company be and is hereby accorded to the re-appointment of Mr. G. Shivakumar (DIN: 03632124) as a Whole-time Director of the Company designated as 'Executive Director' for a period of 3 years with effect from November 14, 2019 on the terms as set out in the Explanatory Statement annexed to this Notice, with liberty to the Board of Directors (hereinafter referred to as "the Board" which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution) to alter and vary the said terms in such manner as may be agreed between Mr. G. Shivakumar and the Board."

By Order of the Board

Jayesh M. Trivedi
Company Secretary

Mumbai, May 30, 2020

Registered Office :
Ocean House, 134/A, Dr. Annie Besant Road,
Worli, Mumbai 400 018
Tel : 022 6661 3000/2492 2100
Fax : 022 2492 5900
Email : shares@greatship.com
Web : www.greatship.com
CIN : L35110MH1948PLC006472

NOTES :

1. In view of the Covid-19 pandemic, the Ministry of Corporate Affairs has vide its circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as **'MCA Circulars'**) permitted the holding of the Annual General Meeting (**'AGM'**) through video conferencing (**'VC'**) / other audio visual means (**'OAVM'**), without the physical presence of the Members at a common venue. In compliance with the MCA Circulars, the AGM of the Company is being held through VC / OAVM.

2. In compliance with the MCA Circulars and SEBI Circular dated May 12, 2020, Notice of the AGM along with the Annual Report 2019-20 is being sent only through electronic mode to those Members whose email addresses are registered with the Company / Depositories. Members may note that the Notice and Annual Report 2019-20 will also be available on the Company's website www.greatship.com, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of KFin Technologies Private Limited: https://evoting.karvy.com.

3. Pursuant to the MCA Circulars, the facility to appoint proxy to attend and vote is not available for this AGM.

4. The Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

5. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, in respect of the business as per Item No. 2 to 6 herein above, is annexed hereto.

6. Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company on or before July 28, 2020 through email (mentioning their name, demat account number/folio number, contact details etc.) on shares@greatship.com. The same will be replied by the Company suitably.

7. The Register of Members and Share Transfer Books of the Company will remain closed from July 24, 2020 to July 30, 2020 (both days inclusive).

8. Pursuant to Section 205A of the Companies Act, 1956, all unclaimed dividends upto the 40th dividend for the year 1993-94 paid by the Company on October 05, 1994 have been transferred to the General Revenue Account of the Central Government. Members who have not encashed the Dividend Warrants for the said period are requested to claim the amount from the Registrar of Companies, Maharashtra, C/o. Central Government Office Building, A Wing, 2nd Floor, Next to Reserve Bank of India, CBD Belapur 400 614.

9. Pursuant to Section 124(5) of the Companies Act, 2013, the Company has transferred the unclaimed dividend for the year 2011-12 (58th final) and 2012-13 (59th interim) to the Investor Education and Protection Fund (IEPF). The unclaimed dividend for the year 2012-13 (59th final) will be due for transfer to the IEPF on September 09, 2020 pursuant to Section 124(5) of the Companies Act, 2013. Shareholders who have not encashed the Dividend Warrants are requested to claim the amount from the Company's Share Department at the Registered Office of the Company.

10. Pursuant to Section 124(6) of the Companies Act, 2013, all shares in respect of which dividend has not been paid or claimed for seven consecutive years will also be due for transfer by the Company in the name of Investor Education and Protection Fund on September 09, 2020. Any claimant of shares transferred above shall be entitled to claim such shares from Investor Education and Protection Fund.

11. The information as required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the Directors being appointed / re-appointed is annexed hereto.

12. Relevant documents referred to in the accompanying Notice and the Explanatory Statement are open for inspection by the members on the website of the Company: www.greatship.com.

    During the AGM, the Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or Arrangements in which Directors are interested under Section 189 of the Companies Act, 2013 shall be available for inspection through electronic mode on the website of the Company: www.greatship.com.

13. The Company has availed the services of KFin Technologies Private Limited (earlier known as Karvy Fintech Private Ltd.) (**'KFin'**) for conducting of the AGM through VC/OAVM and providing e-voting facility during the AGM as well as remote e-voting facility.

    Pursuant to Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 all the business as per Item Nos. 1 to 6 hereinabove, is required to be transacted by electronic means through remote e-voting.

14. **The remote e-voting period commences at 10.00 a.m. on Monday, July 27, 2020 and ends at 5.00 p.m. on Wednesday, July 29, 2020. The remote e-voting module will be disabled by KFin for voting thereafter.**

15. **Those Members, who will be present in the AGM through VC / OAVM facility and have not cast their vote on the Resolutions through remote e - voting, shall be eligible to vote through e-voting system during the AGM.**

16. The Members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

17. **A member's voting rights shall be in proportion to his/her share of the paid up equity share capital of the Company as on July 23, 2020 ('cut-off date')**. A person whose name is recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the depositories as on the 'cut-off date only' shall be entitled to avail the facility of remote e-voting as well as voting in the AGM. A person who is not a member as on the cut-off date should treat this Notice for information purposes only.

18. The Board of Directors of the Company has appointed Mr. Atul Mehta failing him Ms. Ashwini Inamdar, Partners, Mehta & Mehta, Company Secretaries, as Scrutinizers for conducting the remote e-voting and e-voting process in a fair and transparent manner.

19. The Scrutinizer will submit his/her report addressed to Mr. K. M. Sheth, Chairman or any officer of the Company authorised by the Chairman, after completion of the scrutiny and the results of the voting will be announced on or before August 1, 2020. The voting results shall be submitted to the Stock Exchanges. The same shall be displayed on the Notice Board of the Company at its Registered Office. The same shall also be placed on the website of the Company and KFin's website.

20. Members are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically with respective Depository Participant (if holding shares in electronic form) or the Company / KFin (if holding shares in physical form). The requests to the Company / KFin (along with a self-attested copy of PAN card) can either be sent by way of a letter or by sending e-mail to : shares@greatship.com / einward.ris@kfintech.com.

21. **INSTRUCTIONS FOR ATTENDING THE AGM AND E-VOTING ARE AS FOLLOWS:**

    PROCEDURE FOR JOINING THE AGM THROUGH VC / OAVM:
    The Company will provide VC / OAVM facility to its Members for participating at the AGM. Members will be able to attend the AGM through VC / OAVM or view the live webcast at https://emeetings.kfintech.com by using their remote e-voting login credentials.

    a) Members are requested to follow the procedure given below:
       i. Launch internet browser (chrome/firefox/safari) by typing the URL: https://emeetings.kfintech.com
       ii. Enter the login credentials (i.e., User ID and password for e-voting).
       iii. After logging in, click on "Video Conference" option
       iv. Then click on camera icon appearing against AGM event of The Great Eastern Shipping Co. Ltd. to attend the Meeting.

    b) Members who do not have User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the procedure given in the remote e-voting instructions.

    c) Members are encouraged to join the AGM through laptops with Google Chrome for better experience.
       Further, Members will be required to allow camera, if any, and are requested to use internet with a good speed to avoid any disturbance during the meeting.

Please note that participants connecting from mobile devices or tablets or through laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

d) Members who would like to express their views or ask questions during the AGM may register themselves by logging on to https://emeetings.kfintech.com and clicking on the 'Speaker Registration' option available on the screen after log in. The Speaker Registration will be open during July 24, 2020 to July 28, 2020. Only those members who are registered will be allowed to express their views or ask questions. The Company reserves the right to restrict the number of questions and number of speakers, depending upon availability of time as appropriate for smooth conduct of the AGM.

e) Members will be allowed to attend the AGM through VC / OAVM on first come, first served basis.

   However, the participation of large shareholders i.e. members holding 2% or more, promoters, Institutional Investors, Directors, Key Managerial Personnel, Chairperson of Audit Committee, Stakeholders' Relationship Committee, Nomination and Remuneration Committee and Auditors are not restricted on first come first serve basis.

f) Facility to join the meeting shall be opened thirty minutes before the scheduled time of the AGM and shall be kept open throughout the proceedings of the AGM.

g) Members who need assistance before or during the AGM, can contact KFin on toll free number 1800-345-4001. Kindly quote your name, DP ID-Client ID / Folio no. and E-voting Event Number in all your communications.

h) In case of joint holders attending the AGM, only such joint holder who is higher in the order of names will be entitled to vote at the AGM.

PROCEDURE FOR REMOTE E-VOTING AND E-VOTING AT THE AGM:

Remote E-voting

Members may cast their votes remotely, using an electronic voting system **('remote e-voting').** The remote e-voting period commences at 10.00 a.m. on Monday, July 27, 2020 and ends at 5.00 p.m. on Wednesday, July 29, 2020. The remote e-voting module will be disabled by KFin for voting thereafter.

E-voting at the AGM

The facility for voting through electronic voting system will also be made available at the AGM **('Insta Poll')** and Members attending the AGM who have not cast their vote(s) by remote e-voting will be able to vote at the AGM through Insta Poll.

Facility to cast vote through Insta Poll will be made available on the Video Conferencing screen and will be activated once the Insta Poll is announced at the AGM.

Members may click on the "Thumb sign" on the left hand corner of the video screen to take them to the "Insta Poll" page. Members may click on the "Insta Poll" icon to reach the resolution page and vote on the resolutions.

The manner of e-voting by members is provided in the instructions given below:

I) Information and instructions relating to e-voting are as under:

   i. The members who have cast their vote(s) by remote e-voting may also attend the Meeting but shall not be entitled to cast their vote(s) again at the Meeting. Once the vote on a resolution is cast by a member, whether partially or otherwise, the member shall not be allowed to change it subsequently or cast the vote again.
   ii. A member can opt for only single mode of voting per EVEN, i.e., through remote e-voting or voting at the Meeting (Insta Poll). If a member casts vote(s) by both modes, then voting done through remote e-voting shall prevail and vote(s) cast at the Meeting shall be treated as "INVALID".
   iii. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date, i.e., July 23, 2020 only shall be entitled to avail the facility of remote e-voting or for participation at the AGM and

voting through Insta Poll. A person who is not a member as on the cut-off date, should treat the Notice for information purpose only.

iv. Any person who becomes a member of the Company after despatch of the Notice of the Meeting and holding shares as on the cut-off date may obtain the User ID and password from KFin in the manner as mentioned below:

(a) If the mobile number of the member is registered against Folio No. / DP ID Client ID, the member may send SMS:
MYEPWD <space> E-Voting Event Number+Folio No. or DP ID Client ID to 9212993399
Example for NSDL: MYEPWD <SPACE> IN12345612345678
Example for CDSL: MYEPWD <SPACE> 1402345612345678
Example for Physical: MYEPWD <SPACE> XXXX1234567890

(b) If e-mail address or mobile number of the Member is registered against Folio No. / DP ID Client ID, then on the home page of https://evoting.karvy.com, the member may click “Forgot Password” and enter Folio No. or DP ID Client ID and PAN to generate a password.

(c) Member may call on KFin’s toll-free number 1800-345-4001

(d) Member may send an e-mail request to evoting@karvy.com

(e) If the member is already registered with KFin’s e-voting platform, then he can use his existing password for logging in.

II) Information and instructions for remote e-voting:

A. In case a member receives an e-mail from the Company / KFin [for members whose e-mail addresses are registered with the Company / Depository Participant(s)]:

a. Launch internet browser by typing the URL: https://evoting.karvy.com

b. Enter the login credentials **(User ID and password given in the e-mail)**. Folio No. or DP ID Client ID will be your User ID. However, if you are already registered with KFin for e-voting, you can use your existing User ID and password for logging in. If required, please visit https://evoting.karvy.com or contact toll-free number 1800-345-4001 (from 9:00 a.m. to 6:00 p.m.) for your existing password.

c. After entering these details appropriately, click on “LOGIN”.

d. You will now reach Password Change Menu wherein you are required to mandatorily change your password upon logging in for the first time. The new password shall comprise minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric (0-9) and a special character (@,#,$,etc.). It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.

e. You need to login again with the new credentials.

f. On successful login, the system will prompt you to select the E-Voting Event Number (EVEN) for The Great Eastern Shipping Company Limited.

g. On the voting page, the number of shares (which represents the number of votes held by you as on the cut-off date) will appear.

h. If you desire to cast all the votes assenting/dissenting to the resolution, enter all shares and click ‘FOR’/‘AGAINST’ as the case may be or partially in ‘FOR’ and partially in ‘AGAINST’, but the total number in ‘FOR’ and/or ‘AGAINST’ taken together should not exceed your total shareholding as on the cut-off date. You may also choose the option ‘ABSTAIN’ and the shares held will not be counted under either head

i. Members holding shares under multiple folios / demat accounts shall choose the voting process separately for each of the folios / demat accounts.

j. Voting has to be done for each item of the Notice separately.

k. You may then cast your vote by selecting an appropriate option and click on “SUBMIT”.

l. A confirmation box will be displayed. Click “OK” to confirm, else “CANCEL” to modify.

m. Once you confirm, you will not be allowed to modify your vote.

n. During the voting period, you can login multiple times till you have confirmed that you have voted on the resolution.

o. Corporate / Institutional Members (i.e., other than Individuals, HUFs, NRIs, etc.) are required to send legible scanned certified true copy (in PDF Format) of the Board Resolution / Power of Attorney / Authority Letter, etc., together with attested specimen signature(s) of the duly authorized representative(s), to the Scrutiniser at e-mail id: evoting@mehta-mehta.com. It is also requested to upload the same in the e-voting module in their login. The naming format of the aforesaid legible scanned document shall be “Corporate Name EVENT NO.”

B. In case of a member whose e-mail address is not registered / updated with the Company / KFin / Depository Participant(s), please follow the following steps to generate your login credentials:

a. Members holding shares in physical mode, who have not registered / updated their email addresses with the Company, are requested to register / update the same by writing to the Company with details of folio number and attaching a self-attested copy of PAN card at shares@greatship.com or to KFin at einward.ris@kfintech.com
b. Members holding shares in dematerialised mode who have not registered their e-mail addresses with their Depository Participant(s) are requested to register / update their email addresses with the Depository Participant(s) with whom they maintain their demat accounts.
c. After due verification, the Company / KFin will forward your login credentials to your registered email address.
d. Follow the instructions at II.(A). (a) to (n) to cast your vote.

22. In case of any query pertaining to e-voting, members may refer to the "Help" and "FAQs" sections / E-voting user manual available through a dropdown menu in the "Downloads" section of KFin's website for e-voting: https://evoting.karvy.com or call KFin on 1800 345 4001 (toll free).

23. Members are requested to note the following contact details for addressing e-voting grievances:

Mr. Anil Dalvi
Manager
KFin Technologies Private Limited
Selenium Tower B, Plot 31 - 32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500 032
Telephone: +91 - 40 6716 2222/ 6716 1631
Fax: +91 - 40 2342 0814
E-mail: einward.ris@kfintech.com.

Instructions at a glance

Cut-off date	July 23, 2020
Remote e-voting period	Starts at 10.00 a.m. on July 27, 2020 and ends at 5.00 p.m. on July 29, 2020
For remote e-voting	Log on to: https://evoting.karvy.com
Speaker Registration	From July 24, 2020 to July 28, 2020 Log on to: https://emeetings.kfintech.com
AGM	03.00 p.m. on July 30, 2020
For attending AGM	Log on to: https://emeetings.kfintech.com
For e-voting during AGM	Go to the “Insta Poll” page after voting is announced by clicking on the thumb icon on the video screen
User ID and Passwords	Use your existing User ID and Password; OR User ID and Password mentioned in the email; OR Write to shares@greatship.com / einward.ris@kfintech.com.(for shares held in physical form); OR Register / update your email addresses with the Depository Participant(s) (for share held in Demat form)
KFin’s contact details	Toll free number: 1800-345-4001

EXPLANATORY STATEMENT UNDER SECTION 102(1) OF THE COMPANIES ACT, 2013

ITEM NO. 2

Mr. K. M. Sheth, Non-Executive Chairman, was appointed by the members as Non-Executive Director retiring by rotation at their Annual General Meeting held on August 10, 2017. As per the provisions of Section 152(6) of the Companies Act, 2013 he is liable to retire by rotation at this Annual General Meeting.

Mr. K. M. Sheth has already attained the age of 75 years.

Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 specifies that no listed entity shall continue the directorship of any person as a Non-Executive director who has attained the age of seventy five years unless a special resolution is passed to that effect.

Accordingly, it is proposed to pass a special resolution as set out at Item No. 2 to re-appoint him as a Director retiring by rotation.

Mr. K. M. Sheth's brief profile is set out hereinafter. Mr. K. M. Sheth possesses decades of rich experience in the shipping industry and his continued association would be of immense benefit to the Company and therefore, it is desirable to continue to avail his services as Director of the Company.

Your Directors commend the resolution at Item No. 2 of the Notice for your approval.

Mr. K. M. Sheth may be deemed to be interested, financially or otherwise, in the resolution as set out at Item No.2 of the Notice. Mr. Bharat K. Sheth and Mr. Ravi K. Sheth may also be deemed to be interested in the said resolution. Other relatives of Mr. K. M. Sheth may also be deemed to be interested in the said resolution to the extent of their shareholding interest, if any, in the Company.

None of the other Directors or Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the aforesaid resolution.

ITEM NOS. 3 & 4:

Ms. Rita Bhagwati and Dr. Shankar Acharya were appointed as Independent Directors of the Company for a term of 5 years w.e.f. November 14, 2014 and February 05, 2015 respectively at the Annual General Meeting held on August 12, 2015. Accordingly, their tenure (first term) expired on November 13, 2019 and February 04, 2020 respectively.

Section 149 of the Companies Act, 2013 permits an Independent Director to hold office as an Independent Director for two terms of five years each and accordingly both the Independent Directors are eligible for a second term as Independent Directors, subject to approval of members by way of a special resolution.

At their meetings held on November 08, 2019, the Nomination & Remuneration Committee as well as the Board of Directors of the Company evaluated the performance of Ms. Rita Bhagwati and Dr. Shankar Acharya. Both of them have, over the course of their association with the Company, gained rich insights into the working of the shipping industry. They have in turn used these insights, and their own experience in different areas and industry, to help guide the Company's strategy. They have, each in their own ways, played invaluable roles in helping the Company work towards its goal of becoming one of the most highly reputed shipping company worldwide. Considering the above, the Nomination & Remuneration Committee had no hesitation in recommending them to continue and guide the Company for a second term as Independent Directors.

Accordingly, based on the recommendations of the Nomination & Remuneration Committee, the Board of Directors, at their meeting held on November 8, 2019, subject to approval of the members, re-appointed:

1. Ms. Rita Bhagwati as Additional Director & Independent Director for a period of 5 years w.e.f. November 14, 2019.

2. Dr. Shankar Acharya as Additional Director & Independent Director for a period of 5 years w.e.f. February 5, 2020.

By virtue of the provisions of Section 161 of the Companies Act, 2013 ('the Act'), read with Article 95 of the Articles of Association of the Company, they will hold office upto the date of the Annual General Meeting. The Company has received notices in writing from members under Section 160 of the Act proposing their candidatures for the office of Independent Directors of the Company.

Ms. Rita Bhagwati and Dr. Shankar Acharya are not disqualified from being appointed as Directors in terms of Section 164 of the Act and have given their consent to act as Directors. The Company has also received declarations from them that they meet with the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'Listing Regulations').

In the opinion of the Board, Ms. Rita Bhagwati and Dr. Shankar Acharya are independent of the management and fulfil the conditions for appointment as Independent Directors as specified in the Act and the Listing Regulations.

Brief resume of the aforesaid Independent Directors, nature of their expertise in specific functional areas and other details as stipulated under the Listing Regulations are annexed to the Notice. The same may be treated as justification for the re-appointment of Ms. Rita Bhagwati and Dr. Shankar Acharya as Independent Directors.

The Board considers that their continued association would be of immense value to the Company and it is desirable to continue to avail the services of Ms. Rita Bhagwati and Dr. Shankar Acharya as Independent Directors. Their performance has been consistently found good by the Board.

As per the provisions of Regulation 17(1A) of the Listing Regulations, no listed entity shall appoint a person or continue the directorship of any person as a Non-Executive director who has attained the age of 75 years unless a special resolution is passed to that effect. Dr. Shankar Acharya will attain 75 years of age on October 21, 2020. Accordingly, it is proposed to pass special resolution as set out at Item No.4 to enable him to continue his directorship for the second term.

Your Directors commend the resolutions at Item Nos. 3 and 4 of the Notice for your approval.

Copies of the letters for re-appointment of Ms. Rita Bhagwati and Dr. Shankar Acharya as Independent Directors, setting out the terms and conditions, are available for inspection by members on the website of the Company: www.greatship.com

Ms. Rita Bhagwati and Dr. Shankar Acharya are interested, financially or otherwise, in the Resolutions as set out at Item Nos. 3 and 4 of the Notice with regard to their respective re-appointments. Their relatives may also be deemed to be interested in the Resolutions set out at Item Nos. 3 and 4 of the Notice, to the extent of their shareholding interest, if any, in the Company.

Save and except the above, none of the other Directors or Key Managerial Personnel of the Company or their relatives are, in any way, financially or otherwise, concerned or interested in the aforesaid resolutions.

ITEM NOS. 5 & 6:

The Members of the Company, at their Annual General Meeting held on August 12, 2015, approved the re-appointment of Mr. Bharat K. Sheth as 'Deputy Chairman & Managing Director' of the Company for a period of 5 years with effect from April 1, 2015 and also the appointment of Mr. G. Shivakumar as 'Executive Director' of the Company for a period of 5 years with effect from November 14, 2014. Further, the Members, by way of postal ballot (the results of which were declared on January 24, 2019), approved the restructured remuneration payable to Mr. Bharat K. Sheth and Mr. G. Shivakumar.

The existing terms of appointment of Mr. G. Shivakumar and Mr. Bharat K. Sheth expired on November 13, 2019 and March 31, 2020 respectively.

The Nomination and Remuneration Committee at its meetings held on November 8, 2019 and March 6, 2020 recommended the re-appointment of Mr. G. Shivakumar as 'Executive Director' and Mr. Bharat K. Sheth as 'Deputy Chairman & Managing Director' for a period of 3 years with effect from November 14, 2019 and April 01, 2020 respectively on fresh terms, particulars of which are set out hereinafter.

While considering the re-appointment the Nomination and Remuneration Committee considered the volatility in shipping business, the impact of Accounting Standards as well as current uncertainty due to Covid-19 global pandemic which may result in decline in the Company's profitability or may lead to absence or inadequate profits in the future years.

Members may note that in the event of absence or inadequacy of profits in any financial year, Section 197 read with Schedule V of the Companies Act, 2013 allows payment of remuneration in excess of the limits prescribed therein if the shareholders, by way of special resolution, approve the same for a period not exceeding 3 years. Accordingly Mr. G. Shivakumar and Mr. Bharat K. Sheth have been recommended to be re-appointed for a period of 3 years.

The terms of appointment as recommended by the Nomination and Remuneration Committee are similar to the earlier terms of appointment of Mr. Bharat K. Sheth and Mr. G. Shivakumar except that the Committee has recommended a modest increase in remuneration payable to Mr. Bharat K. Sheth with a view to align remuneration packages with the best corporate practices prevailing in the industry and particularly in the shipping industry globally.

In accordance with the recommendations of the Nomination and Remuneration Committee, the Board of Directors, at their meeting held on November 8, 2019 re-appointed Mr. G. Shivakumar, as 'Executive Director' for a period of 3 years with effect from November 14, 2019 on fresh terms, particulars of which are as follows:

a) **Salary**: Consolidated Salary, including Company's contribution to Provident Fund, Superannuation Fund and all other allowances, as may be decided by the Board of Directors of the Company in the scale of ₹ 120 lakh p.a. to ₹ 195 lakh p.a.

b) **Variable Pay:** Variable Pay for each financial year, as may be fixed by the Board of Directors of the Company considering individual performance as well as performance of the Company, not exceeding one time the annual Consolidated Salary referred to at (a) above.

c) In addition, Mr. G. Shivakumar will be entitled to following benefits as per the rules of the Company:

   i) Transportation/conveyance facilities.
   ii) Telecommunication facilities at residence.
   iii) Leave encashment.
   iv) Reimbursement of medical expenses incurred for himself and his family.
   v) Insurance cover.
   vi) Housing Loan.
   vii) Membership fees of Clubs.
   viii) Gratuity.
   ix) Leave travel allowance.
   x) Post-retirement medical benefits.
   xi) Other benefits as may be applicable to his grade from time to time.

d) Mr. G. Shivakumar shall be paid aforesaid remuneration notwithstanding that the same may exceed the limits prescribed under Section 197(1), Schedule V or any other applicable provisions of the Companies Act, 2013 as may be amended from time to time or any other law for the time being in force.

e) In the event of absence or inadequacy of profit in any financial year, Mr. G. Shivakumar shall be paid aforesaid remuneration as minimum remuneration.

f) Expenses incurred by Mr. G. Shivakumar during business trips for travelling, boarding and lodging shall be reimbursed and not considered as perquisites.

g) Mr. G. Shivakumar shall be responsible for all such functions as may be delegated to him by the Managing Director and the Board of Directors from time to time.

h) The Company or Mr. G. Shivakumar shall be entitled to terminate this appointment by giving three months' notice in writing.

In accordance with the recommendations of the Nomination and Remuneration Committee, the Board of Directors, at their meeting held on March 6-7, 2020 re-appointed Mr. Bharat K. Sheth as ‘Deputy Chairman & Managing Director’ for a period of 3 years with effect from April 1, 2020 on fresh terms, particulars of which are as follows:

a) **Salary**: Consolidated Salary, including Company’s contribution to Provident Fund, Superannuation Fund and all other allowances, as may be decided by the Board of Directors of the Company in the scale of ₹ 405 lakh p.a. to ₹ 540 lakh p.a.

b) **Variable Pay:** Variable Pay for each financial year, as may be fixed by the Board of Directors considering individual performance as well as performance of the Company,

   i) not exceeding one and half times the annual Consolidated Salary referred to at (a) above if in any financial year the Company has no profits or its profits are inadequate.
   ii) not exceeding three times the annual Consolidated Salary referred to at (a) above if in any financial year the Company has adequate profits.

c) In addition, Mr. Bharat K. Sheth will be entitled to:

   i) Transportation/conveyance facilities as per the rules of the Company.
   ii) Telecommunication facilities including at residence.
   iii) Leave encashment as per rules of the Company.
   iv) Reimbursement of medical expenses incurred for himself and his family.
   v) Insurance cover as per the rules of the Company.
   vi) Housing Loan as per the rules of the Company.
   vii) Fees of Clubs subject to a maximum of two clubs.
   viii) Leave travel allowance as per the rules of the Company.

d) The expenses incurred by Mr. Bharat K. Sheth for Company’s business and expenses incurred during business trips for travelling, boarding and lodging, including for his spouse shall be reimbursed and not be considered as perquisites.

e) Mr. Bharat K. Sheth shall be paid aforesaid remuneration notwithstanding that the same may exceed the limits prescribed under Section 197(1), Schedule V or any other applicable provisions of the Companies Act, 2013 or Regulation 17(6)(e) or any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as may be amended from time to time or any other law for the time being in force.

f) In the event of absence or inadequacy of profit in any financial year, Mr. Bharat K. Sheth shall be paid aforesaid remuneration as minimum remuneration.

g) In addition, Mr. Bharat K. Sheth shall also be entitled to bonafide payment (which shall include providing perquisites) by way of pension in respect of his past services to the Company in accordance with a scheme formulated by the Board of Directors from time to time, subject to the limits prescribed, if any, under the Companies Act, 2013.

h) In the event of loss of his office as a Whole-time Director, Mr. Bharat K. Sheth shall be paid compensation in the manner and to the extent provided under Sections 191 and 202 of the Companies Act, 2013.

The terms of remuneration of Mr. Bharat K. Sheth and Mr. G. Shivakumar are in accordance with the Remuneration Policy for the Directors, Key Managerial Personnel and other employees of the Company, which describes in detail the structure of remuneration, guiding principles, performance criteria, rating methodology etc. Copy of the Remuneration Policy is available on the website of the Company – www.greatship.com.

The Members may note that Regulation 17(6)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 also requires obtaining approval of the shareholders by way of special resolution if the annual remuneration payable to executive director who is a promoter or member of promoter group exceeds the limits prescribed therein. The said provisions will be applicable to Mr. Bharat K. Sheth, being promoter of the Company.

The approval of Members is sought for re-appointment and payment of remuneration to the aforesaid Whole-time Directors for a period of three years from the date of their appointments by way of special resolutions.

Your Directors commend the resolutions at Item Nos. 5 and 6 of the Notice for your approval.

Mr. Bharat K. Sheth may be deemed to be interested, financially or otherwise, in the resolution as set out at Item No. 5 of the Notice. Mr. K. M. Sheth and Mr. Ravi K. Sheth may also be deemed to be interested in the aforesaid resolution. Other relatives of Mr. Bharat K. Sheth may be deemed to be interested in the aforesaid resolution to the extent of their shareholding interest, if any, in the Company.

Mr. G. Shivakumar may be deemed to be interested, financially or otherwise, in the resolution as set out at Item No. 6 of the Notice. The relatives of Mr. G. Shivakumar may also be deemed to be interested in the aforesaid resolution to the extent of their shareholding interest, if any, in the Company.

None of the other Directors or Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested financially or otherwise in the aforesaid resolutions.

The information as required to be disclosed under Schedule V (Part II) (Section II) of the Companies Act, 2013 is as follows:

I. GENERAL INFORMATION

1. Nature of Industry:
   Shipping industry
2. Date or expected date of commencement of commercial production:
   Not applicable
3. In case of new companies, expected date of commencement of activities as per project approved by financial institution appearing in the prospectus:
   Not applicable
4. Financial performance based on given indicators:

(₹ in crore)

PARTICULARS	FY 2017-18	FY 2018-19	FY 2019-20
Total income	2193.29	2913.41	3168.90
Profit / (Loss) before tax	167.19	(6.47)	319.53
Profit / (Loss) after tax	160.19	(19.47)	280.69

5. Foreign investments or collaborations, if any:
   The Company does not have any foreign collaborations. As per the shareholding pattern of the Company as on March 31, 2020, the foreign investment in the equity shares of the Company is as follows:

CATEGORY	NO. OF EQUITY SHARES HELD	% OF PAID UP EQUITY SHARE CAPITAL HELD
Foreign Portfolio Investors/ Foreign Institutional Investors	3,23,56,240	22.02
Non-resident Indians & others	12,85,449	0.87

II. INFORMATION ABOUT THE APPOINTEES

Mr. Bharat K. Sheth

a) Background details:

Born in 1958, Mr. Bharat K. Sheth joined the Company in 1981, just after obtaining his Bachelor of Science (Economics) with honours from St. Andrews University, Scotland. In the initial years of his career he worked very closely with his colleagues and gained expertise in chartering and Sale & Purchase activities, the most intricate part of the shipping business. He was inducted on the Board as an

Executive Director on July 1, 1989 and became Managing Director of the Company with effect from April 1, 1999. He was re-designated as Deputy Chairman & Managing Director of the Company with effect from August 12, 2005.

Mr. Bharat K. Sheth is the Independent Director on the Board of Adani Ports and Special Economic Zone Limited. He is also the Chairman of Greatship (India) Limited and Director on the Boards of Indian National Shipowners Association, The North of England P&I Association Limited, The Steamship Mutual Underwriting Association (Bermuda) Limited, The International Tanker Owners Pollution Federation Limited.

Mr. Bharat K. Sheth has attended all 6 Board meetings of the Company held during the financial year 2019-20.

b) Past Remuneration:

The details of past remuneration paid by the Company to Mr. Bharat K. Sheth are as follows:

(₹ in lakhs)

REMUNERATION	FY 2017-18	FY 2018-19	FY 2019-20
CONSOLIDATED SALARY			
Entitlement as per Members' approval	485.00	485.00	485.00
ACTUAL PAYMENT MADE (A)	**396.00**	**405.00**	**405.00**
COMMISSION			
Entitlement as per Members' approval	1188.00	607.50	1215.00
ACTUAL PAYMENT MADE (B)	**387.00**	**405.00**	**504.00**
BENEFITS (C)	**31.90**	**32.16**	**34.70**
TOTAL (A+B+C)	**814.90**	**842.16**	**943.70**

Mr. Bharat K. Sheth, who is also the Chairman of Greatship (India) Ltd. (GIL), a wholly owned subsidiary of the Company, was in receipt of commission of ₹ Nil during FY 2019-20 (₹ 108 lakh during FY 2018-19) from GIL.

c) Job profile and suitability:

Substantial powers of management of the affairs of the Company are entrusted with the office of Deputy Chairman & Managing Director of the Company under the overall supervision and control of the Board of Directors. The position is also in charge of the day to day management of the Company. The position is also responsible for strategic decision making and initiatives of the Company.

With more than 39 years of experience behind him, Mr. Bharat K. Sheth is well respected in the international shipping business. Mr. Bharat K. Sheth has contributed significantly to the stability, progress, development and growth of the Company. He has provided outstanding leadership as Deputy Chairman & Managing Director.

d) Remuneration proposed:

The detailed terms of remuneration proposed to be paid to Mr. Bharat K. Sheth have been mentioned in the explanatory statement hereinabove.

e) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person:

The proposed remuneration is comparable and commensurate with the nature and size of the business of the Company and nature of the industry as well as the responsibilities of the appointee.

f) Pecuniary relationship directly or indirectly with the Company, or relationship with the Managerial Personnel, if any:

Mr. Bharat K. Sheth holds 1,57,19,490 equity shares in the Company including shares held as trustee.

He is the son of Mr. K. M. Sheth, Non-Executive Chairman of the Company and brother of Mr. Ravi K. Sheth, Non-Executive Director of the Company.

Apart from the receipt of remuneration and dividend from the Company, he has no other pecuniary relationship directly or indirectly with the Company or its managerial personnel.

Mr. G. Shivakumar

a) Background details:

Born in 1967, Mr. G. Shivakumar is a Bachelor of Commerce and a Post Graduate in Management from IIM Ahmedabad. He joined the Company as a management trainee immediately after completing his management in 1990. He had stints in key functions like Treasury, Corporate Finance, Human Resources and Strategic Planning. He rose to become the Chief Financial Officer of the Company in 2008 and the Executive Director & CFO of the Company on November 14, 2014.

Mr. G. Shivakumar is also the Chief Financial Officer of Greatship (India) Limited, a wholly owned subsidiary of the Company. He is currently designated as Group CFO.

Mr. G. Shivakumar is the Director on the Boards of Great Eastern CSR Foundation and The Greatship (Singapore) Pte. Ltd.

Mr. G. Shivakumar has attended all 6 Board meetings of the Company held during the financial year 2019-20.

b) Past Remuneration:

The details of past remuneration paid to Mr. G. Shivakumar are as follows:

(₹ in lakhs)

REMUNERATION	FY 2017-18	FY 2018-19	FY 2019-20
CONSOLIDATED SALARY			
Entitlement as per Members' approval	195.00	195.00	195.00
ACTUAL PAYMENT MADE (A)	**146.00**	**150.50**	**150.50**
COMMISSION			
Entitlement as per Members' approval	146.00	150.50	150.50
ACTUAL PAYMENT MADE (B)	**78.00**	**55.31**	**89.60**
BENEFITS (C)	**6.88**	**10.31**	**6.58**
TOTAL (A+B+C)	**230.88**	**216.12**	**246.68**

c) Job profile and suitability:

The position of Executive Director and CFO of the Company is in charge of the finance and accounts division of the Company. The position also oversees the functions of corporate communication, human resource and information technology. In addition, the position is also responsible for all such functions as may be delegated by the Deputy Chairman & Managing Director and the Board of Directors from time to time. The position reports to the Deputy Chairman & Managing Director.

Mr. G. Shivakumar possesses the functional and management skills and has rich experience of over 30 years working with the Group.

d) Remuneration proposed:

The detailed terms of remuneration proposed to be paid to Mr. G. Shivakumar have been mentioned in the explanatory statement hereinabove.

e) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person:

The proposed remuneration is comparable and commensurate with the nature and size of the business of the Company and nature of the industry as well as the responsibilities of the appointee.

f) Pecuniary relationship directly or indirectly with the Company, or relationship with the Managerial Personnel, if any:

Mr. G. Shivakumar holds 57 equity shares in the Company.

Apart from the receipt of remuneration and dividend from the Company, he has no other pecuniary relationship directly or indirectly with the Company or its managerial personnel.

III. OTHER INFORMATION

1. Possible reasons for loss or inadequate profits:

Members may note that the Company has reported a profit of ₹ 280.69 crore for the year ended on March 31, 2020.

However, the Board of Directors are of the view that the volatility in freight rates, the impact of Accounting Standard 21 (Ind AS 21) and Accounting Standard 109 (Ind AS 109), as well as current uncertainty due to Covid-19 global pandemic (explained in detail as follows) may result in decline in the Company's profitability, and may even lead to losses in future.

Volatility in freight rates: Shipping freight rates have traditionally been very volatile, and this continues to be the case. While the Company makes every effort to ensure that it can ride out the freight rate cycles, and even profit over the long term from the volatility, it cannot control the impact of the freight rate fluctuations on the vessels in the spot market. Therefore it is possible that there can be years in which the Company has inadequate profits, or even a loss, due to poor freight rates.

Impact of Accounting Standards: Since the Company's revenues and assets are priced in US dollars, the Company has funded its ship acquisitions either by borrowing directly in US dollars, or by borrowing in rupees and swapping the liability into US Dollars through use of derivative instruments. As per the Indian Accounting Standard 21 (Ind AS 21), the effect of revaluation of foreign currency loans is to be taken to the Profit and Loss account. Similarly, as per Indian Accounting Standard 109 (Ind AS 109), the change in the fair value of the derivative is to be taken to the profit and loss account. Over the past few months rupee has depreciated substantially against the US dollar, and hence there has been an adverse impact on the Profit and Loss account.

However, the corresponding positive effect on the assets side (i.e., the increase in the rupee value of the ships due to depreciation of the rupee against the US dollar) is not taken to the Profit and Loss account. As a result, there is a very significant negative impact on the Profit and Loss account when the rupee depreciates versus the US Dollar.

Uncertainty due to Covid-19 global pandemic: The Covid-19 pandemic has increased the uncertainty on the growth prospects of major economies around the world. If economic growth is at a slower pace than before, it may affect the profitability of the Company, and could even result in a loss.

2. Steps taken or proposed to be taken for improvement:

The Company has an established track record in the shipping industry with an experienced and professionally qualified management. It has also successfully managed many shipping cycles over the last seven decades.

Freight rates in the commodity shipping business are traditionally volatile and can vary widely even within short periods. Since shipping is a fragmented commodity market, the ability of any player to control freight rates is non existent, and earnings are subject to the vagaries of the market. This leads to uncertainty in earnings, and the only area that can be controlled is the cost base. As explained in the Chairman's statement in the Annual Report of FY 2016-17, a major part of the cost comes from the acquisition value of the ships and how those acquisitions are funded. As part of its management of cycles, the Company has utilized the opportunity to invest in additional capacity in the low part of the market. These purchases have helped to create low-cost capacity, preparing the Company for superior profitability over the course of a full cycle, even if individual years are less profitable.

Irrespective of the level of freight rates, the Company has continued with its efforts to ensure that its ships are maintained and operated to the best international standards. This enables the Company to maximize earnings in both bad and good markets.

3. Expected increase in productivity and profits in measurable terms:

   As stated above, the Company believes that as a result of the above actions and positioning, it will be in a position to deliver superior returns over the longer term of 3-5 years, even if individual years show low profitability.

IV. DISCLOSURES

Necessary disclosures have been mentioned in the Board of Director's Report under the heading Corporate Governance attached to the financial statements for FY 2019-20.

By Order of the Board

Jayesh M. Trivedi
Company Secretary

Mumbai, May 30, 2020

Registered Office :
Ocean House, 134/A, Dr. Annie Besant Road,
Worli, Mumbai 400 018
Tel : 022 6661 3000/2492 2100
Fax : 022 2492 5900
Email : shares@greatship.com
Web : www.greatship.com
CIN : L35110MH1948PLC006472

ANNEXURE TO NOTICE

INFORMATION REQUIRED AS PER REGULATION 36(3) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 IN RESPECT OF NON-EXECUTIVE DIRECTORS BEING RE-APPOINTED.

A. **MR. K. M. SHETH** (Age: 88 years) joined the Company in 1952 and was inducted on the Board of Directors of the Company on April 03, 1970. He became the 'Deputy Chairman and Managing Director' in 1975 and rose to become the 'Chairman and Managing Director' in 1992. He became Executive Chairman in 1999. With a view to reduce his day to day commitments, Mr. K. M. Sheth relinquished the office of the Whole-time Director with effect from September 01, 2014. He has been providing invaluable guidance to the Company in its strategic and decision making policies.

Previously, Mr. K. M. Sheth held the position of President of the Indian National Shipowners Association (INSA) and was the employers' group Chairman in the International Labour Organization (ILO) plenary session in Geneva. He was the recipient of the highest national maritime 'Varuna Award' in 2005 by the National Maritime Committee.

He continues to be Chairman of the South Asia Advisory Committee of Lloyds Register, Chairman of the South Asia Committee of Det Norske Veritas and Chairman of the Indian Committee of Nippon Kaiji Kyokai, Japan. He is also Chairman of Board of Governors of The Great Eastern Institute of Maritime Studies. He is on the Members' Representative Committee of The Britannia Steam Ship Insurance Association Holdings Limited and member of the American Bureau of Shipping, USA. He is also a member of the Southeast Asia Committee of Korean Register.

As on date, Mr. K.M. Sheth holds 2,78,133 equity shares in the Company. Mr. K. M. Sheth is the father of Mr. Bharat K. Sheth, Deputy Chairman & Managing Director, and Mr. Ravi K. Sheth, Director of the Company. He has attended all 6 Board meetings held during the financial year 2019-20.

B. **MS. RITA BHAGWATI** (Age: 66 years) has more than 40 years of work experience in India and the United States in the central bank and in commercial and investment banking.

She has served as the regional economist for South Asia at the International Finance Corporation (IFC), the private sector arm of the World Bank. She helped guide IFC operations in South Asia by identifying growth sectors in South Asia, tracking macroeconomic and policy developments and screening potential investments for economic viability.

She spent two decades with the IFC, the Institute of International Finance and the World Bank, with a range of responsibility including South Asia, private sector development, project finance, strategic policy, coordinating among multilateral donors and designing and developing new products to collaborate with the private sector.

She began her career in one of India's largest commercial banks – the State Bank of India. She went on to serve for over a decade in the central bank, the Reserve Bank of India, where she rose to senior management levels. She initiated policy papers and collaborated with senior officials from the ministries of Finance, Commerce, Export-Import Bank, Export Credit Guarantee Corporation and commercial banks.

She holds an MA in Economics from the prestigious Delhi School of Economics, an MA in International Economics from the Fletcher School at Tufts University and an MBA from George Washington University.

She was working with Bower Group Asia, Washington D. C. as Advisor, Economic Policy and Financial Markets.

Apart from the Company, Ms. Rita Bhagwati is also on the Board of Directors of Indus Towers Limited and Greatship (India) Limited.

Ms. Rita Bhagwati is a member of the Audit Committee of the Company. She is also a member of the Audit Committee and Corporate Social Responsibility Committee of Indus Towers Limited.

As on date, Ms. Rita Bhagwati does not hold any equity shares in the Company. She has attended all 6 Board meetings held during the financial year 2019-20.

C. **DR. SHANKAR ACHARYA** (Age: 74 years) is one of India's leading policy economists. As Chief Economic Adviser to the Government of India (1993-2001) he was deeply involved in the economic reforms of the 1990s. He also served as Member of the Securities and Exchange Board of India (SEBI) (1997-2000), as Member, Twelfth Finance Commission (2004) and as a member of the National Security Advisory Board (2009-2013).

He has served on the governing bodies of some corporates, academic institutions and charitable organizations. Notably, he was Non-Executive chairman of Kotak Mahindra Bank for twelve years (2006-2018).

Earlier (1971-82 and 1991-92) Dr Acharya worked in the World Bank, where he led the World Development Report team for 1979 and was Research Adviser to the World Bank, 1979-82. He was Economic Adviser, Ministry of Finance, 1985-90.

Dr. Shankar Acharya has authored nine books and numerous scholarly articles in academic journals.

Currently he is Honorary Professor at the Indian Council for Research on International Economic Relations (ICRIER), Co-Chair of the Economic Affairs Council of the Confederation of Indian Industry and a columnist (since 2003) for the Business Standard.

He has a Ph.D (1972) from Harvard University and a B.A.(1967) from Oxford.

Dr. Shankar Acharya is a member of the Nomination & Remuneration Committee of the Company.

As on date, Dr. Shankar Acharya does not hold any equity shares in the Company. He has attended all 6 Board meetings held during the financial year 2019-20.

72ND ANNUAL REPORT
2019-20

THE GREAT EASTERN
SHIPPING CO. LTD.

BOARD OF DIRECTORS

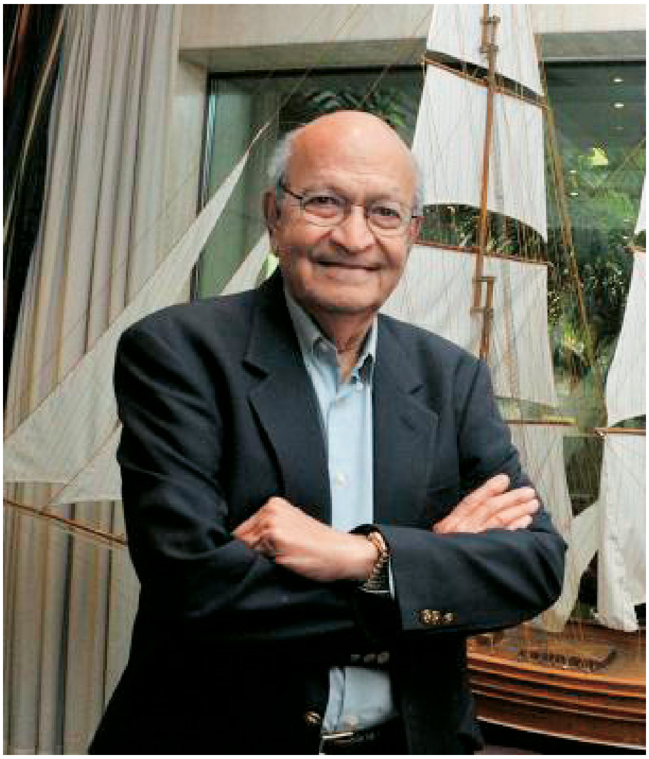
SITTING LEFT TO RIGHT:

Mr. Vineet Nayyar | Mr. Berjis Desai | Ms. Rita Bhagwati | Mr. K. M. Sheth | Dr. Shankar N. Acharya | Mr. Cyrus Guzder

STANDING LEFT TO RIGHT:

Mr. G. Shivakumar | Mr. Raju Shukla | Mr. Bharat K. Sheth | Mr. Ranjit Pandit | Mr. Ravi K. Sheth | Mr. Tapas Icot

CHAIRMAN’S STATEMENT



Dear Shareholders,

Microbes have often shaped human history, and will do so again, though it is difficult to speculate on exactly how. Countries across the world have failed their people in public health, and consequently the world is facing one of its most serious crises in living memory.

As news of the dangers of COVID–19 spread across the world, the first priority for your Company’s management was to ensure the safety of its people. We quickly put in place strict protocols to be followed in daily life, and simultaneously supplied all the necessary protective equipment to keep everyone safe. At the time of writing this letter to you all, I am glad to say that we have been successful in protecting all our seafarers as well as our shore personnel from the virus.

About a week before our government announced a nationwide lockdown, your Company initiated ‘Work from Home’ (WFH) for its employees. I am happy to report that during these over 90 days of WFH, the business has been run efficiently and seamlessly.

I particularly wish to convey a special message of gratitude to all our seafarers who have delivered under very challenging circumstances and who, unfortunately, have been kept away from their loved ones due to the travel restrictions.

You will recollect that I had mentioned in my previous Chairman’s Statement that our performance should be judged on normalised profit, not on reported profit. Based on this measure, the year ended March 2020 has been a good year for your Company. Our normalised profit for the year ended March 2020 (before adjusting derivative MTM losses and foreign exchange losses) is ₹ 614 crores. This has made the year our best year, operationally, since 2015-16. Consequently, we have increased the dividend from ₹ 5.4 per share last year to ₹ 8.1 per share this year! The year’s strong cash flow has enabled us to successfully reduce our debt by the equivalent of US Dollars 132 mn, pay out two dividends totalling ₹ 181 crores, and also undertake a modest share buyback of ₹ 100 crores, all without depleting the year’s opening cash balance. Another measure of our strong performance is reflected in the movement of our net asset value (NAV). This value represents, at market prices, the shareholders’ equity in the business. As of end March 2020, our standalone and consolidated NAV per share stood at ₹ 454 and ₹ 491-₹ 533 respectively, compared to ₹ 374 and ₹ 443- ₹ 468 a year previously. As a detailed analysis of our business results is contained in the ‘Management Discussion and Analysis’ section, I will refrain from discussing it here.

In addition to having a good year financially, I am equally happy to report that the year was also the best it has ever been on our fleet utilisation. Barring the time required for completing statutory surveys, we achieved an operational efficiency of 99.5% on the shipping fleet. Not only did we achieve this high level of efficiency, but we also managed an operating cost reduction of more than ₹50 crores. Likewise, in our offshore business, our drilling team achieved an operating uptime of more than 99% while managing to successfully keep the daily operating cost under tight control. As I had mentioned in an earlier Chairman’s Statement, one of our principal focus areas was to create an organisational DNA that will position us as one of the most cost-effective and high quality shipping companies globally.

Ever since we began our corporate social responsibility activity through our foundation, I have emphasised on the need for helping the many who are less fortunate than ourselves and who struggle daily in their lives. I am happy to report that the team that runs our foundation continues to carry out exemplary work in identifying the most deserving of causes. In addition to our annual support of the foundation, we have made special efforts in the last few months to support some of those who are facing immense hardship during the country's lockdown. We will continue to do so to the best of our ability.

Our sincere thanks to all our employees, both onshore and aboard our fleet, who strive together towards attaining the highest standards of excellence. And of course, to you, my fellow shareholders, who have stood by us through thick and thin.

With warm regards,

K. M. Sheth
Chairman

Mumbai, June 18, 2020

BOARD OF DIRECTORS

Mr. K. M. Sheth
Chairman

Mr. Bharat K. Sheth
Deputy Chairman & Managing Director

Mr. Berjis Desai
Mr. Cyrus Guzder
Mr. Raju Shukla
Mr. Ranjit Pandit
Ms. Rita Bhagwati
Dr. Shankar N. Acharya
Mr. Vineet Nayyar
Mr. Ravi K. Sheth

Mr. Tapas Icot
Executive Director & President (Shipping)

Mr. G. Shivakumar
Executive Director & CFO

COMMITTEES

AUDIT COMMITTEE

Mr. Cyrus Guzder,
Chairman
Mr. Berjis Desai
Mr. Raju Shukla
Ms. Rita Bhagwati

STAKEHOLDERS' RELATIONSHIP COMMITTEE

Mr. Cyrus Guzder,
Chairman
Mr. Bharat K. Sheth
Mr. G. Shivakumar

NOMINATION AND REMUNERATION COMMITTEE

Mr. Cyrus Guzder,
Chairman
Mr. Berjis Desai
Dr. Shankar N. Acharya
Mr. Vineet Nayyar

COMPANY SECRETARY

Mr. Jayesh M. Trivedi

REGISTERED OFFICE

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134/A, Dr. Annie Besant Road,
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Tel.: 022 6661 3000 / 2492 2100
Fax: 022 2492 5900
Email: shares@greatship.com (Investor Relations)
Web: www.greatship.com

AUDITORS

DELOITTE HASKINS & SELLS LLP
Chartered Accountants
Indiabulls Finance Centre, Tower 3,
27th-32nd Floor, Senapati Bapat Marg,
Elphinstone Road (West), Mumbai – 400013

SHARE TRANSFER AGENT

KFIN TECHNOLOGIES PRIVATE LIMITED
Unit: The Great Eastern Shipping Co. Ltd.
Selenium, Tower B, Plot 31-32, Gachibowli,
Financial District, Nanakramguda,
Hyderabad - 500 032
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Email: einward.ris@kfintech.com
Web: www.kfintech.com

CONTENTS

CORPORATE SOCIAL RESPONSIBILITY

A woman farmer, provided with support to diversify livelihoods by iPartner India, in Tonk district, Rajasthan.

GREAT EASTERN CSR FOUNDATION

CORPORATE SOCIAL RESPONSIBILITY

The Great Eastern CSR Foundation (GECSRF) has completed its fifth year since inception with this financial year coming to an end. GECSRF has been successfully practicing the founding ethos: its commitment towards an ethical, equitable, collaborative, gender sensitive approach to support the most vulnerable sections of the society. We offer this support by partnering with Non-government organisations (NGOs) working in the Education, Health and Livelihoods sectors.

A SNAPSHOT OF THE YEAR

I. **Partners:** During 2019-20, GECSRF supported a total of 16 NGO partners with interventions spread across southern parts of Rajasthan, Haryana and extensively in Maharashtra. Out of 16 partners, one new partner with a holistic approach to health, education and livelihood interventions in Rajasthan was onboarded during the year.

II. **Collaborative learning and sharing:** As we believe in a collaborative partnership model, GECSRF convened an annual CSR event, iNSIGHT 2020 that brought together all the 16 partners to discuss the idea of, 'Going beyond Funding.' The discussion was primarily to identify areas of non-financial support for each organisation through employee volunteering and facilitate peer learning. The event also provided an opportunity for the partners to share the impact of their work with each other, GE Group senior management and various Heads of Department.

III. **Voluntary engagement:** We continued our efforts to inculcate a culture of employee volunteering within the Great Eastern Group. In partnership with ConnectFor, Antarang and others, GECSRF offered a range of volunteering options to employees and their families. As these varied in terms of time commitment and skill sets, employees had the flexibility to choose from year-long youth mentoring programs to one-time events such as a Christmas Carnival for specially-abled children and donation drives for clothes and blood donation. With the outbreak of Covid-19 towards the end of the financial year, we will explore virtual volunteering activities to continue to build on employee engagements.

The key highlights of the year are provided below:

a) GE Group CSR Policy

With five years of hands-on experience and learning from the diverse partnerships, and conforming to the activities as mentioned under Schedule VII, Section 135 of the Companies Act, the GE Group CSR policy was revised and strengthened during this period.

The revised policy outlines GECSRF's commitment across key focus areas, governance structure and operational guidelines to be adopted in the day-to-day management.

GECSRF THEMATIC AREAS OF FOCUS

GECSRF continues to prioritise and focus on three sectors: Education, Health and Livelihood development. The priority outcomes across these sectors are aligned to the globally accepted Sustainable Development Goals (SDGs).

I. EDUCATION:

GECSRF is committed to support initiatives that aim to improve the quality of education, with a focus on building capacities of teachers and educators.

Our partners under the Education sector for the year 2019-20 include:

I. Ashoka University
II. EdelGive Foundation
III. Masoom
IV. Teach For India
V. Tamarind Tree Trust
VI. Xavier's Resource Centre for the Visually Challenged

II. HEALTH:

GECSRF aims to improve health outcomes for adolescent girls, pregnant women, infants, other women and communities at large.

Our partners under the Health sector for the year 2019-20 include:

I. Action Research and Training for Health
II. Basic Healthcare Services
III. Inga Health Foundation
IV. Society for Nutrition, Education and Health Action

III. LIVELIHOODS:

GECSRF is committed to enhance livelihood opportunities for women and youth by supporting organisations that focus on skill building, women empowerment and sustainable farming practices.

Our partners under the Livelihoods sector for the year 2019-20 include:

I. Antarang Foundation
II. Lend-A-Hand-India
III. Swayam Shikshan Prayog
IV. Mann Deshi Foundation
V. Olympic Gold Quest
VI. iPartner India

In terms of geography, GECSRF has supported and is open to supporting organisations across India. However, we will be keen to support interventions that address the needs of vulnerable, marginalised and low-income population in rural areas.






b) iNSIGHT 2020

The fifth year of GECSRF witnessed a combination of NGO partners at different stages of partnership. Some were at a mature stage of the partnership (four years and above), some at the growth stage of the partnership (two to three years) and one partner was at the kick-off stage, onboarded during the year. With the aim of extending our support to partners at different stages facing various challenges across non-financial areas, the idea of, "Going beyond funding" was initiated during the year.

GECSRF, brought together partner NGOs, senior management members from the GE Group and Heads of Department for an annual CSR event, **'iNSIGHT 2020.'** The purpose of the event was to brainstorm potential areas for strengthening our collaboration with partners and not limiting the partnership to only fund support.

The partners also showcased a large spectrum of issues being addressed and the impact of their projects supported by GECSRF.

c) Covid -19 Relief Support

With the outbreak of Covid-19, the first nation-wide lockdown was announced in March 2020, affecting thousands of daily wage earners, low income families and migrant workers. GECSRF liaised with 22 NGOs across the country to provide immediate relief to these communities by distributing food, cooked meals, water, and basic health and hygiene kits. We have also committed continued support to our existing partners, thereby mitigating the effects of Covid-19 on their core programs and beneficiaries.

d) Employee Engagement

Putting the idea into practice, "Going beyond funding," GECSRF continued to provide multiple opportunities for employees to volunteer, leverage their knowledge, skills and expertise to support organisations through different activities all year round.

Employees have voluntarily participated in the mentoring program for youth in partnership with one of our portfolio partners, Antarang Foundation. Once the youth were paired with the employees, they continued to coach and support them on areas of personal development and employability skills. The aim was to support youth in their transition from education to employment.

Under GECSRF's group volunteering project titled WEVolunteer, employees have participated in two projects:

- Conducted IT Coaching classes for children from low income areas around Mankhurd.
- Designed water wheels for women in Pilanje, Khurd tribal village to reduce drudgery of balancing heavy water containers on their heads while walking long distances.

WEVolunteer is aimed at promoting self-driven volunteering and allows employees to design their ideas and implement and monitor their own volunteering project to address any social cause or immediate need in their identified location. The projects are fully supported by GECSRF.

Employees have engaged in play and learn activities with specially-abled children at RAAY Foundation in partnership with ConnectFor.

Employees have further participated in donation drives for clothes, and blood donation drives held in partnership with KEM hospital, Mumbai.

e) Going Forward

Covid-19 is likely to affect all our focus areas: education, health and livelihoods. Therefore, we will continue to support our existing partners, thereby keeping their core capabilities intact, maintaining their primary programs and reducing the impact of Covid-19 on their current beneficiaries.

We will allocate more resources to the rural parts of the country where funding is scarcer, and consider long term commitments to ensure sustainability of a project before we exit.

To pursue the theme of "Going Beyond Funding," we will continue exploring how can we help partners in other non-financial areas and encourage stronger collaboration amongst them.

Finally, we will keep up our efforts of encouraging employee volunteering by making it more structured and creating maximum impact.

BOARD'S REPORT

Main Deck of Jag Lateef - Suezmax Crude Oil Carrier

BOARD'S REPORT

Your Directors are pleased to present the 72nd Annual Report on the business operations and the Financial Statements of your Company for the financial year ended March 31, 2020.

FINANCIAL PERFORMANCE

The financial results of the Company (standalone) for the financial year ended March 31, 2020 are presented below:

(₹ in crores)

	2019-20	2018-19
Total Revenue	3168.90	2913.41
Total Expenses	2849.37	2919.88
Profit / (Loss) before tax	**319.53**	**(6.47)**
Less : Tax Expenses	38.84	13.00
Profit / (Loss) for the year	**280.69**	**(19.47)**

Retained Earnings		
Balance at the beginning of the year	**1247.95**	**1412.37**
Add :		
- Profit for the year	280.69	-
- Other Comprehensive Income	32.32	-
Less :		
- Loss for the year	-	19.47
- Change in accounting policy (Ind AS 115)	-	6.54
- Other Comprehensive Income	-	2.08
- Transfer to Tonnage Tax Reserve	35.00	4.00
- Transfer to Debenture Redemption Reserve	-	6.25
- Final Dividend on Equity Shares (FY 2017-18)	-	108.56
- Final Dividend on Equity Shares (FY 2018-19)	81.03	-
-1st Interim Dividend on Equity Shares (FY 2019-20)	79.37	-
- Dividend Distribution Tax	21.17	17.52
Balance at the end of the year	**1344.39**	**1247.95**

The net worth of the Company as on March 31, 2020 was ₹5067.05 crores as compared to ₹5065.72 crores for the previous year.

The financial statements have been prepared in accordance with the Indian Accounting Standards (IndAS) notified under the Companies (Indian Accounting Standards) Rules, 2015.

DIVIDEND

During the year, your Directors declared and paid first interim dividend of ₹5.40 per share. Subsequent to the end of the year, your Directors declared second interim dividend of ₹2.70 per share. The aggregate outflow on account of the equity dividend for the year will be ₹129.13 crores (inclusive of tax on dividend on first interim dividend). This represents a payout ratio of 46%.

The Board has not recommended any final dividend for the year under review.

BUYBACK OF EQUITY SHARES

During the year under review, your Company announced buyback of its equity shares from the open market through stock exchanges at a price not exceeding ₹306 per share for an aggregate amount not exceeding ₹100 crore.

The buyback commenced on June 14, 2019 and was completed on November 20, 2019. The Company bought back 38,10,581 equity shares of ₹10 each for an aggregate amount of ₹99.94 crores. The highest, lowest and average market price at which the shares were bought back was ₹305.00, ₹221.00 and ₹261.60 per share respectively. Consequent upon the buyback, the paid-up share capital of the Company was reduced from ₹1,50,77,70,650 comprising of 15,07,77,065 Equity Shares of ₹10 each to ₹1,46,96,64,840 comprising of 14,69,66,484 Equity Shares of ₹10 each.

MANAGEMENT DISCUSSION AND ANALYSIS

COMPANY PERFORMANCE

In Financial Year 2019-20 (FY 20), the Company recorded a total income of ₹3168.90 crores (Previous year ₹2913.41 crores) and earned a PBIDT of ₹1113.79 crores (previous year ₹864.62 crores).

MARKET ANALYSIS

CRUDE TANKER MARKET

Average crude tanker freight rates across vessel classes improved significantly in FY20 over FY19. It was a year which saw two contrasting halves, with relatively weak freight market performance in H1 FY20 followed by decade high rates in H2 FY20. Some of the factors that contributed to a relatively soft H1 FY 20 were:

a) Weak core product demand growth led by trade war
b) Planned (led by IMO 2020) and unplanned refinery outages
c) OPEC production freeze and high fleet growth

At the end of Q2 FY 20, after the missile attack on Saudi oil facilities, a chain of events occurred which propelled crude tanker freight rates to very high levels. Some of the factors that led to this strength in H2 FY 20 were:

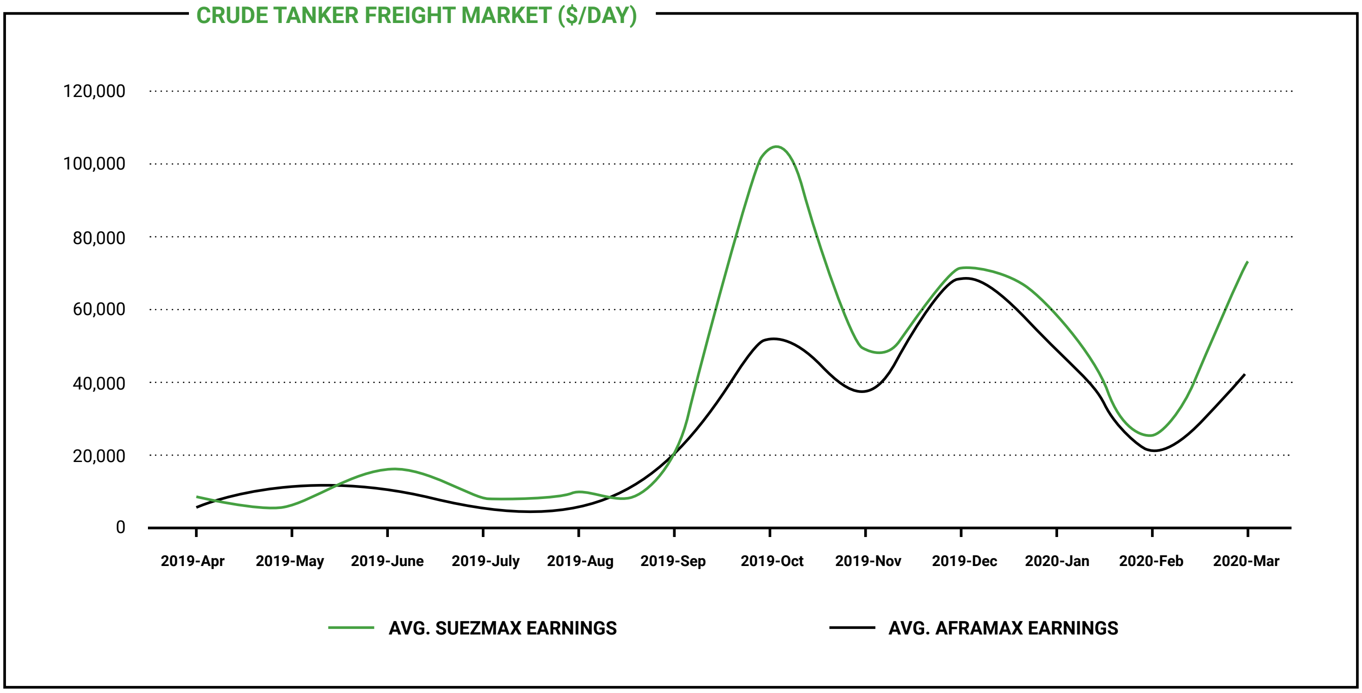
a) US ban on a couple of COSCO subsidiaries, which reportedly impacted a fleet of almost 50 VLCCs
b) Significant VLSFO floating storage build-up, even as a number of ships were undergoing scrubber retrofitting
c) Pick up in Iranian and Venezuelan floating storage for their crude production
d) Pick up in refinery runs especially in Asia due to new large-scale refineries coming online
e) Seasonal oil demand uptick in Q3 FY20

In February 2020, the US ban on COSCO subsidiaries was reversed and the freight market was on a gradual downslide, when a completely different set of events led the freight market significantly higher. This time it was:

a) The breakdown of OPEC production freeze pact (in March)
b) Much lower oil demand due to Covid-19 lockdowns, leading to lower refinery runs, consequent contango, and the emergence of floating storage

The table below captures the spot earnings of the Suezmax and the Aframax type of ships over the financial year (in US $/day, as per market data).

	FY 20	FY 19	YOY CHANGE
Suezmax	40,396	20,231	100%
Aframax	31,038	19,532	59%



Source : Clarksons

PRODUCT TANKER MARKET

Average product tanker freight rates improved considerably in FY 20 versus FY 19 with most of the strength coming in H2 FY20 in line with the crude tankers. However, the extent of the overall improvement in freight rates clearly lagged their crude counterparts.

Whilst the reasons for a relatively weak freight market in H1FY20 were almost the same as mentioned on the crude tankers, a couple of additional factors were observed for product tankers during the year. These were:

a) Decline in naphtha demand due to petchem maintenance and competition from LPG
b) Crude newbuildings esp. VLCCs cannibalizing product cargoes on their maiden run

H2 FY 20 did witness a sharp rise in product tanker freight rates as well. Some of the key factors that aided this improvement in product tanker freight markets were:

a) Significant switching of clean trading LR2s into dirty trades as the crude freight market was very strong
b) Seasonal pick-up in demand
c) Middle East refineries returning from outages in Q3FY20
d) Long haul gasoil (IMO 2020 led) and jet fuel trade
e) Scrubber retrofitting

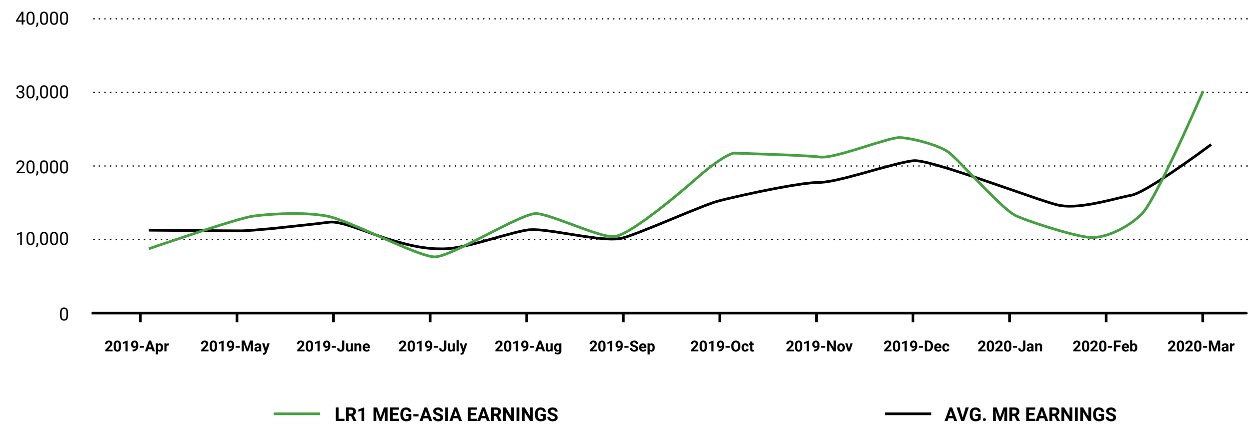
The product tanker freight markets cooled off slightly in early Q4 FY 20 due to a Covid-19 led demand slowdown and massive maintenance at MEG refineries. However, the freight markets recovered substantially in March when the excess product barrels led to congestion at ports, steep contango in prices of refined products, and the emergence of floating storage.

The table below captures the earnings of the LR and MR type of ships over the financial year (in US $/day, as per market data).

	FY 20	FY 19	YOY CHANGE
MR - Avg. Earnings	15,053	9,721	55%
LR1 MEG-Asia earnings *	15,700	10,414	51%

** Earnings of LR1s on the Middle East to Far East route*

PRODUCT TANKER FREIGHT MARKET (US $/DAY)



Source: Clarksons

ORDERBOOK AND OUTLOOK

The trajectory of future oil demand will depend to a great extent on the course taken by the pandemic, and the actions taken by governments to help their economies recover from its effects. Even if there is a pickup in demand, it is expected that with the ongoing OPEC crude oil production cuts and limited refinery runs, most of the demand uptick may have to be met from inventories. This is expected to lead to inventory drawdowns on both the crude and the products side. This could adversely impact tanker freight rates in the short to medium term, and lead to lower rates.

However, there are some wild cards which could have a positive impact on the market as well. For example, a second wave of pandemic could lead to the opening up of contango again, or a rapid rise in oil demand or prices may lead to cheating/collapse of the OPEC production deal. In the longer term, we believe that tankers are well placed from fleet supply point of view with crude and product tanker order-books at historical lows, close to ~8% of the fleet.

Asset values have appreciated significantly during the year for crude as well as for product tankers, though the former category seems to have outperformed the latter. Values have appreciated anywhere between 10% -20% depending upon the age profile and the type of the vessel. Given that spot freight markets for tankers are likely headed lower in FY 21, values are likely to follow suit as well.

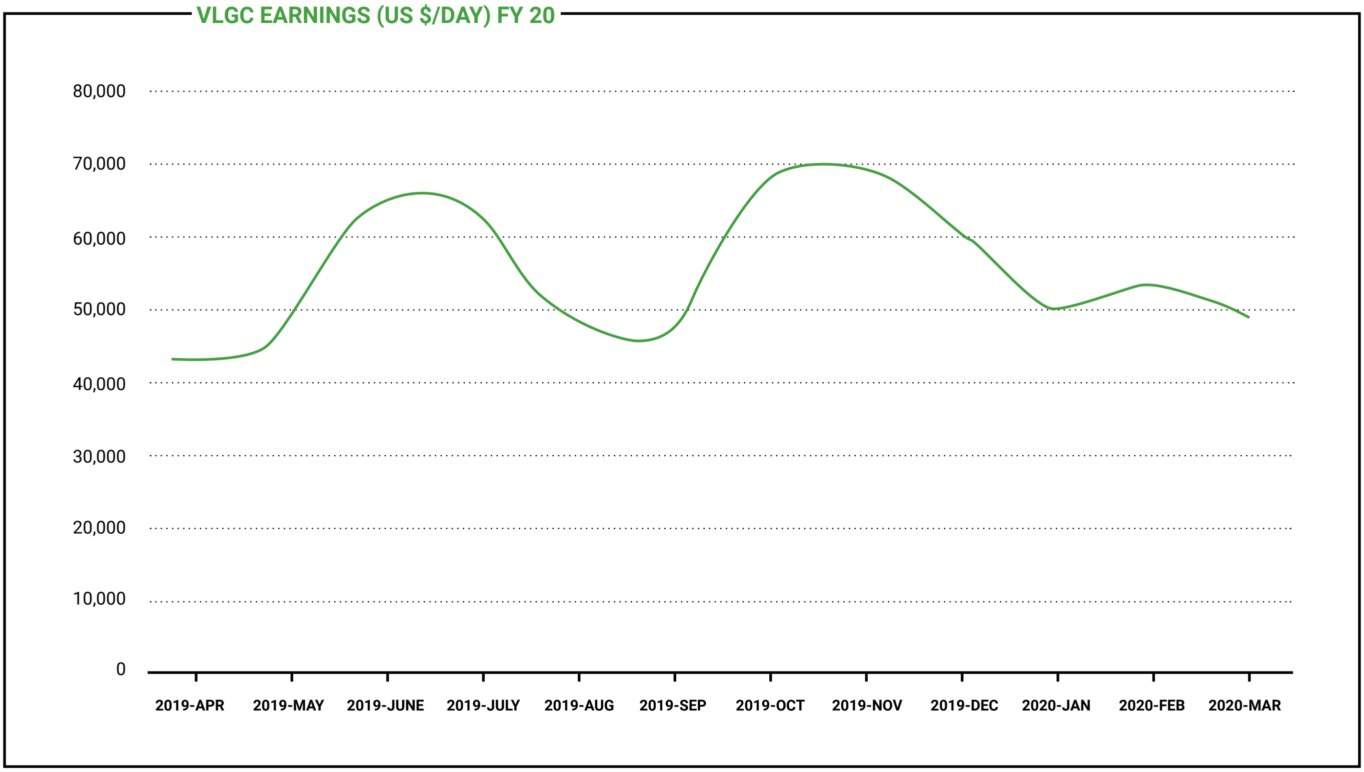
LPG CARRIER MARKET

Very Large Gas Carrier (VLGC) earnings improved significantly in FY-20 with benchmark earnings increasing 200 % year on year, and holding steady through the year. This came as a welcome improvement after miserable freight markets for a large part of FY-17 to FY-19. The following reasons can be attributed to the freight uptick:

a) Strong US LPG production growth opened up a high US Asia arbitrage trade, which ultimately led to 24 % increase in US LPG exports YOY.
b) Most of these incremental US export volumes landed up in Asia giving a major boost to ton – miles.
c) Drone attack on Saudi Arabia's oil fields led to a drop in MEG LPG exports. Owners had to ballast back to US for cargoes which further tightened fleet supply.
d) LPG demand in India continued to grow due to the Pradhan Mantri Ujjwala Yojana (PMUY) scheme.
e) Asian petchem market (esp. new Chinese PDH plants) supported the freight market as LPG continued to be the preferred feedstock over Naphtha.

The table below captures the earnings of VLGCs over the financial year (in US $/day, as per market data).

	FY 20	FY 19	YOY CHANGE
VLGC Earnings	55,299	17,963	208%



Source: Clarksons

ORDER BOOK AND OUTLOOK

The Covid-19 pandemic has severely impacted petrochemical demand globally. Further, lower oil prices have also led to Naphtha being the preferred feedstock over LPG in petrochemical plants. This has led to a sharp drop in LPG price in Asia which has led to a steep correction in the US – Asia LPG trade arbitrage. On LPG cargo supply side, lower oil prices have lowered US LPG production forecasts in line with shale oil production. This in tandem with current OPEC oil production freeze is likely to negatively impact availability of LPG cargoes globally. With fleet growth also projected to be high, spot earnings for FY 21 could be at lower levels than in the previous year.

Asset values have gained at least 5%-10% over the course of the year depending on the age profile of the vessel. Given the freight market outlook for FY21, we think that values may be headed lower.

DRY BULK CARRIER MARKETS

The dry bulk market started off the year on a weak footing but slowly gained momentum during Q2 and Q3 FY20 before giving up strength in Q4FY20. Overall, freight rates for dry bulk vessels were largely flat in FY 20 vis-à-vis FY 19.

Some of the factors that contributed to the substantial market improvement observed during Q2 and Q3 FY20 were:

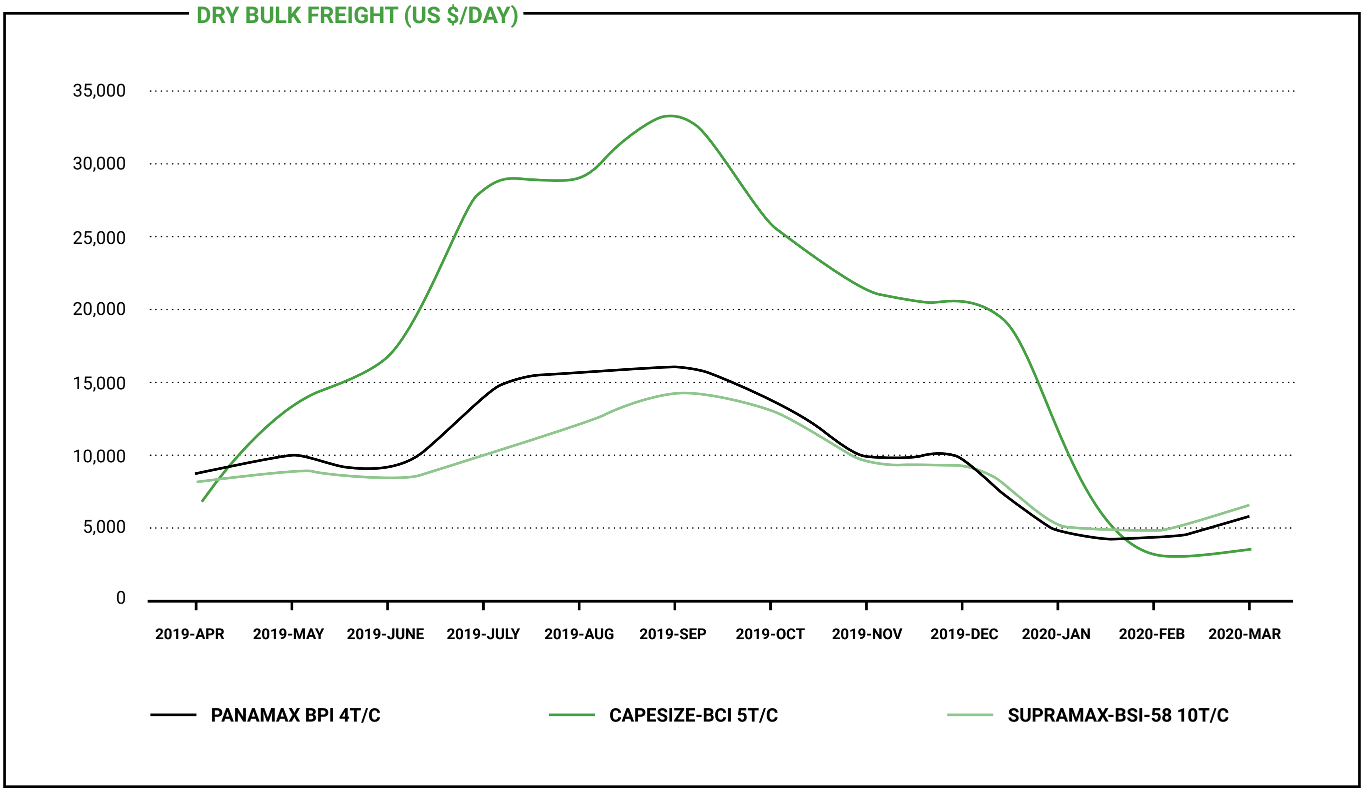
a) Approval to restart Vale's 30 mtpa "Brucutu mine" led to a sudden surge of Brazilian Iron ore exports.
b) Robust thermal and coking coal import demand from Far East and SEA.
c) Strong bauxite cargoes from Guinea improved ton-miles.
d) Slow steaming and significant scrubber retrofitting projects reduced effective fleet supply.

However, freight rates started correcting towards the end of Q3 FY20 and languished entirely in Q4 FY20 as:

a) Iron Ore exports came under pressure due to Vale's inability to ramp up production. Heavy rains in Brazil and Cyclone Damien in Australia compounded the impact in Q4 FY20.
b) Coal import demand, which was under pressure from Chinese coal import curbs and degrowth in Indian thermal generation, completely collapsed in Q4 FY20 with the outbreak of corona virus globally.
c) Minor bulk trade was battered globally due to Covid-19 related demand/supply cuts and Indonesian nickel ore ban.
d) High effective fleet supply – Limited scrapping and a reduction in scrubber installations.

The table below shows the earnings of the various categories of dry bulk ships over FY20 (in US $/day, as per market data).

	FY 20	FY 19	YOY CHANGE
Capesize	16,808	15,358	+9.4%
Panamax	10,710	10,494	+2.1%
Supramax	9,543	10,767	-11.4%



Source: Clarksons

ORDERBOOK AND OUTLOOK

Recently, we have observed Brazil's inability to ramp up iron ore production as it struggles to recover from the Covid-19 pandemic. This is a cause for concern for the larger ships in the dry bulk markets.

In the short term, overall trade growth (largely led by coal) is expected to remain weaker than last year as both demand and supply of dry bulk commodities are battered globally by the pandemic. The only solace at the moment in the market is that the dry bulk orderbook stands at 8%, which is the lowest since June 2002.

While there is a high degree of uncertainty over demand recovery (and supply of cargoes), it is possible that the overall freight market in FY 21 will be lower on average compared to FY 20. Asset values dropped significantly over the course of the year (12%-15%), and this trend could possibly continue.

FLEET SIZE AND CHANGE DURING THE YEAR

As at 31st March 2020, the fleet of your Company stood at 46 ships aggregating to 3.70 million dwt, with an average age of 12.20 years. During the financial year, your Company delivered to buyers a Very Large Gas Carrier (VLGC) which it had contracted to sell in FY 2018-19, and also sold and delivered to the buyers a Suezmax crude carrier.

KEY FINANCIAL RATIOS

Conventional return ratios are not appropriate to assess the performance or condition of your Company, for the following reasons:

I. A very significant part of the return in shipping comes from the appreciation in the value of the asset itself. This does not enter the Profit and Loss account except at the time of sale.

II. In recent years, due to the change in accounting standards, the Company's profits have been affected very significantly by the movement in exchange rates. This has generally had the effect of increasing the Company's profits when the rupee appreciates against the US Dollar, and of reducing its profits when the rupee depreciates against the US Dollar. In reality, the depreciation of the rupee against the US Dollar improves the profitability of the Company.

Considering the cyclical and highly volatile nature of the shipping industry, the ability to survive weak markets, and if possible even take advantage of them, is critical to success. The Company therefore believes that the following are the key financial ratios applicable to its business:

I. Gross and Net Debt:equity Ratio – This shows the extent of leverage taken by the business, both at a gross level and net of the cash and equivalents held. Net debt:equity is a standard ratio used in assessing a shipping company's credit-worthiness. There has been a drop in these ratios over the course of FY 20, thanks to the improved business results of FY 20.

	FY 20	FY 19
Gross	0.71	0.81
Net	0.26	0.36

II. Cash Debt Service Coverage Ratio – this represents the Company's ability to meet its debt servicing obligations. It is the sum of the PBIDT plus the cash and equivalents held by the Company divided by the expected debt service payments over the next 12 months. This ratio stood at 5.50 as of end FY 20, versus 2.65 at the end of the previous financial year. The improvement in the ratio is due to (i) improved PBIDT and (ii) the low level of debt repayments in FY21.

III. Net Debt:PBIDT – this shows the number of years earnings it would take to cover the repayment of the debt which is not covered by the cash and equivalents. The ratio was 1.19 as of end FY 20 versus 2.12 as at the end of the previous financial year. The change was due to both the drop in net debt and the higher PBIDT for the year.

Return on net worth: While the business results were significantly better than the previous year, the depreciation of the rupee versus the US dollar brought down the profitability. Despite this, the Profit after Tax was still significantly better than in FY 19, leading to a Return on Net Worth of 5.54% for FY 20 and -0.38% for FY 19. In FY 2018-19 the net impact of the movement in exchange rate and mark-to-market gain or loss on derivatives was a negative effect of ₹86 crores in the net result while in FY 2019-20 the net impact was a negative effect of ₹328 crores in the net result. Changes in the shipping markets have been explained hereinabove.

RISKS AND CONCERNS

Your Company has carried out a detailed exercise to identify the various risks faced by the Company, and has put in place mitigation, control and monitoring plans for each of the risks. Risk owners have been identified for each risk, and these risk owners are responsible for controlling the respective risks. The efficacy of these processes is monitored on a regular basis by Risk Committees for the different areas in order to make continuous improvement and is further reviewed by the Risk Management Committee consisting of the three Whole-time Directors and the Compliance Officer.

The material risks and challenges faced by the Company are as follows:

ECONOMIC RISK:

Shipping is a global business whose performance is closely linked to the state of the global economy. Therefore, if global economic growth is adversely impacted, it could have an unfavourable effect on the state of the shipping market

GEO-POLITICAL RISK:

OPEC nations control more than one third of the world oil supply. Therefore, their decision on whether to comply with (or extend) crude production targets can have a material impact on the crude, product and LPG freight markets.

Many of the countries producing and exporting crude oil are politically volatile. Any change in the political situation in these countries may alter the supply-demand scenario. This would have a consequential impact on the tanker market.

Issues such as sanctions and wars may also affect shipping markets.

TRADE BARRIERS:

The recent trade dispute between the US and China may turn into a trade war. The manner in which it develops could have a major impact on trade volumes and routes.

CHINESE ECONOMY:

China has been a major driver of global growth especially for commodities. If the economy falters or changes its policy towards import of various goods, the consequential damage to shipping will be significant.

CHALLENGES FACED BY THE SHIPPING BUSINESS

EARNINGS VOLATILITY:

The shipping industry is a truly global business with a host of issues potentially impacting the supply demand balance of the industry. This results in tremendous volatility in freight earnings and asset values.

Your Company attempts to manage that risk in various ways.

If the Company believes that the freight market could weaken, it may enter into time charter contracts ranging from 6 months to 3 years.

Another method of managing risk is by adjusting the mix of assets in the fleet through sale or purchase of ships.

The Company also ensures that assets are bought at cheap prices as capital cost is a major cost component. The Company hopes to weather the depressed markets better than most players in the business by having among the lowest fleet break-evens.

The Company operates ships in different asset classes and different markets. This ensures that the Company's fortunes are not fully dependent upon a single market.

LIQUIDITY RISK:

The sale and purchase market and time charter markets are not always liquid. Therefore, there could be times when the Company is not able to position the portfolio in the ideal manner.

FINANCE RISK:

The Company's business is predominantly USD denominated as freight rates are determined in USD and so are ship values. The Company has its liabilities also denominated in USD. Any significant movement in currency or interest rates could meaningfully impact the financials of the Company.

SHIPBOARD PERSONNEL:

Indian officers continue to be in great demand all over the world. Given the unfavorable taxes on a seafarer sailing on an Indian flagged vessel, it is becoming increasingly difficult to source officers capable of meeting the modern-day challenges of worldwide trading.

CYBER RISK:

A new and worrying threat to our business is cyber risk. The Company is taking steps to secure our assets and systems from this threat, including by having suitable protection in place and by constant training to employees on how to avoid such issues.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

Your Company has instituted internal financial control systems which are adequate for the nature of its business and the size of its operations. The policies and procedures adopted by the Company ensure the orderly and efficient conduct of its business, including adherence to Company's policies, safeguarding of its assets, prevention and detection of frauds and errors, accuracy and completeness of the accounting records, and timely preparation of reliable financial information.

The systems have been well documented and communicated. The systems are tested and audited from time to time by the Company and internal as well as statutory auditors to ensure that the systems are reinforced on an ongoing basis. Significant audit observations and follow up actions thereon are reported to the Audit Committee.

No reportable material weakness or significant deficiencies in the design or operation of internal financial controls were observed during the year.

The internal audit is carried out by a firm of external Chartered Accountants (Ernst & Young LLP) and covers all departments. The Company also has an independent Internal Audit Department. Apart from facilitating the internal audit by Ernst & Young LLP, the Internal Audit Department also conducts internal audit as per the scope to be decided from time to time.

Both, Ernst & Young LLP and Head (Internal Audit) report to the Audit Committee in their capacity of internal auditors of the Company.

In the beginning of the year, the scope of the internal audit exercise including the key business processes and selected risk areas to be audited are finalised in consultation with the Audit Committee. All significant audit observations and follow up actions thereon are reported to the Audit Committee.

The Audit Committee comprises of Mr. Cyrus Guzder (Chairman), Mr. Raju Shukla and Ms. Rita Bhagwati, all of whom are Independent Directors and Mr. Berjis Desai, who is the Non-Executive Director on Board of the Company.

CONSOLIDATED FINANCIAL STATEMENTS

The Consolidated Financial Statements have been prepared by your Company in accordance with Ind ASs notified under the Companies (Indian Accounting Standards) Rules, 2015. The audited Consolidated Financial Statements together with Auditors' Report thereon form part of the Annual Report.

The group recorded a consolidated net profit of ₹207.14 crores for the year under review as compared to net loss of ₹21.45 crores for the previous year. The net worth of the group as on March 31, 2020 was ₹6795.64 crores as compared to ₹6809.67 crores for the previous year.

SUBSIDIARIES

The statement containing the salient features of the financial statements of the Company's subsidiaries for the year ended March 31, 2020 has been attached along with the financial statements of the Company. The report on performance of the subsidiaries is as follows:

GREATSHIP (INDIA) LIMITED, MUMBAI

Greatship (India) Limited (GIL), wholly owned subsidiary of your Company and one of India's largest offshore oilfield services providers, has completed another challenging year of operations. In FY 20, GIL has recorded a total income of ₹741.66 crores (previous year ₹979.20 crores) on a standalone basis and ₹846.80 crores (previous year ₹956.02 crores) on a consolidated basis. In the current financial year, GIL has earned a profit before interest, depreciation (including impairment) and tax of ₹310.07 crores (previous year ₹544.61crores) and ₹348.78 crores (previous year ₹500.46 crores) on a standalone and consolidated basis, respectively. GIL's net loss for the current financial year is ₹113.34 crores (previous year net profit was ₹44.90 crores) and ₹64.75 crores (previous year ₹7.88 crores) on a standalone and consolidated basis, respectively.

GIL, alongwith its subsidiaries, currently owns and operates nineteen vessels and four jack up drilling rigs. The operating fleet of nineteen vessels comprises of nine PSVs (including five R-Class Supply Vessels), eight Anchor Handling Tug cum Supply Vessels (AHTSVs) and two Multipurpose Platform R-Class Supply and Support Vessels (MPSSVs).

GIL has the following four wholly owned subsidiaries, whose performance during the year is summarised hereunder:

I. **Greatship Global Energy Services Pte. Ltd., Singapore (GGES)**

GGES has earned a net profit of USD 0.27 Mn for the current financial year as against the net profit of USD 8.50 Mn in the previous year. The net profit in the current year was on account of the interest received on bank deposits and that of previous year was on account of interest received from the parent company on the balance consideration paid by it for the purchase of rigs from GGES.

II. **Greatship Global Offshore Services Pte. Ltd., Singapore (GGOS)**

During the year, GGOS purchased one 2010 built R Class Supply Vessel, 'Greatship Ramya' from GIL on April 08, 2019. In addition, GGOS owns and operates two Multipurpose Platform Supply and Support Vessels. GGOS earned a net profit of USD 1.36 Mn for the current financial year as against the net loss of USD 0.70 Mn (after accounting for an impairment of USD 1.35 Mn in asset values) in the previous year.

III. **Greatship (UK) Limited, United Kingdom (GUK)**

GUK's net profit for the current financial year amounted to USD 0.11 Mn as against the net profit of USD 1.92 Mn in the previous year. The net profit in the current year was attributable to the interest received on bank deposits/exchange gain on provisions and that in the previous year was mainly on account of reversal of provisions.

IV. **Greatship Oilfield Services Limited, India (GOSL)**

During the year under review, GOSL has been exploring possible business opportunities and has incurred certain expenses resulting into net losses of ₹0.01 crore for the current financial year (Previous Year: ₹0.01 crore).

THE GREATSHIP (SINGAPORE) PTE. LTD., SINGAPORE

The Greatship (Singapore) Pte. Ltd. is a wholly owned subsidiary of your Company. The Greatship (Singapore) Pte. Ltd. does shipping agency business for the ships owned by your Company. During the year ended March 31, 2020 there were 86 ship calls at Singapore. The company's profit after tax for the current financial year amounted to S$ 0.09 Mn as against the profit of S$ 0.25 Mn in the previous year.

THE GREAT EASTERN CHARTERING LLC (FZC), U.A.E.

The Great Eastern Chartering LLC (FZC) is a wholly owned subsidiary of your Company. During the year ended March 31, 2020, the company made a profit of USD 3.42 Mn (previous year net profit of USD 0.72 Mn). The company had invested in shares of some listed shipping companies during the year, and these shares were valued at USD 10.40 million as of March 31, 2020.

In the year ended March 31, 2019, the company had sold the spread between Gas oil and HSFO, and it has exited most of this exposure during the year. As of March 31, 2020, it still holds a position of 3000 MT of Cal 2022.

THE GREAT EASTERN CHARTERING (SINGAPORE) PTE LTD., SINGAPORE

The Great Eastern Chartering (Singapore) Pte Ltd is a wholly owned subsidiary of The Great Eastern Chartering LLC (FZC), UAE. During the financial year ended March 31, 2020, the company made a loss of USD 0.01 Mn (previous year USD 0.01 Mn). Since no opportunities arose in the freight trading market during the year, there was no trading activity in the company.

GREAT EASTERN CSR FOUNDATION, INDIA

Great Eastern CSR Foundation (Foundation) is a wholly owned subsidiary of your Company which handles the CSR activities of your Company and its subsidiaries. The Foundation received a total contribution of ₹4.08 crore from the Company and Greatship (India) Limited during the year ended March 31, 2020. The Foundation spent ₹6.20 crore on CSR activities during the year.

Details of CSR activities carried out by Great Eastern CSR Foundation are set out in the reports on CSR activities which form part of this Annual Report.

DEBT FUND RAISING

During the year, fresh debt of ₹141.96 crores was raised. In addition, a loan of USD 22.5 Mn was refinanced to bring down the interest cost and extend the tenor. The gross debt:equity ratio as on March 31, 2020 was 0.71:1 (0.83:1 including effect of currency swaps on rupee debt) and the debt:equity ratio net of cash and cash equivalents was 0.26:1 (0.38:1 including effect of currency swaps). The Company redeemed Non-convertible Debentures aggregating to ₹675 crores during the year and also settled the swaps relating to those debentures.

QUALITY, SAFETY, HEALTH AND ENVIRONMENT

High levels of safety continue to be maintained on board the Company's fleet. Enhanced safety is being achieved by continuous training of ship's personnel at all levels and at every opportunity. Safety continues to have paramount place in the operation of all vessels of the fleet. To foster safety culture in the organization, proactive reporting of unsafe acts and conditions, reflective learning from the incidents in the fleet and implementation of appropriate preventive measure to avoid recurrences is being encouraged and practised in day to day operations.

FY20 had been very challenging with respect to implementation of IMO 2020 sulphur cap (0.5% Sulphur) requirements which came in force on January 01, 2020. The Company has successfully implemented this regulatory change on board all its vessels well before the date of implementation. The changes were controlled and implemented through robust Management of Change process.

With a view to generate enhanced value from our operations and to meet ever changing needs of business, the Company's Quality and Safety department has been empowered to integrate Health, Safety, Environment and Quality (HSEQ) aspects with all business processes. The department has been adequately strengthened to meet above objective accordingly.

To protect all seafarers on board the ships and office personnel from the on-going Covid-19 pandemic and to maintain business continuity, the Company has drawn and implemented a detailed risk-based Disease Outbreak Management Plan. Implementation of preventive measures under this plan is closely monitored by a specially constituted team comprising of HSEQ team members with support from Purchase, Technical and Operations team.

TRAINING AND ASSESSMENT

Keeping the Company's vision and mission in the mind to man the entire fleet vessels with a pool of competent, confident and well-trained seafarers, Training and Assessment department has continued to manage and conduct mandatory and non-mandatory value-added training for the seafarers. All the shore-based training, on-board training and computer-based training have been happening in an orderly manner throughout the year.

In view of the new maritime regulatory requirements, the department developed various in-house Computer Based Training and Assessment modules viz Sulphur Cap 2020, Ballast Water Management Systems, Exhaust Gas Cleaning Systems (Scrubbers). Different modules were developed for 4 different categories of officers viz Engineers – Management Level, Engineers – Operational Level, Deck Officers – Management Level and Deck Officers – Operational Level.

Based on the need and feedback from various stakeholders, the department developed and implemented some new courses for the seafarers viz. First Aid Refresher Course, Oil Major Vetting Course for Officers and Crew.

The department continued conducting the competency assessments for every rank of seafarers. Clearing these competency assessments is a mandatory requirement of the Company for recruitment and promotions of the seafarers.

The management of entire training, Training Need Identification (TNI) and monitoring of Effectiveness of Training (EOT) is being done through in-house developed Training and Assessment portal of the department.

IT INITIATIVES

In this financial year, IT has focused on the following major initiatives:

DIGITALIZATION, COLLABORATION AND PROCESS IMPROVEMENT

The Company focused on adoption of implemented technology (Office 365 collaboration tool) by all the employees. The result of adoption was visible during the Covid-19 lockdown by employees using complete Office 365 suite (Outlook Email, Teams, One Drive), collaborating with other team members through audio and video conferencing and accessing all documents from OneDrive, which ensured there was no disruption to the business.

Process improvement continues to be one of the key focus areas in all the technology solutions bringing efficiency, accuracy and scalability of operations for both ship and shore. The Company is phasing out all old technology applications with new solutions used by international shipping companies and following global best practices.

CONSOLIDATION AND OPTIMIZATION OF TECHNOLOGY INFRASTRUCTURE

The Company has done a lot of optimization in existing infrastructure, resources and application development leading to operational efficiency. Focus on governance led to overall efficiency and effectiveness of people, process and technology.

IMPROVING SHIP AND SHORE CONNECTIVITY

The ships are well connected with VSAT which is helping business to work in more collaborative manner and providing quick remote support to resolve issues. Increased internet speed also helped the crew members to stay connected with the family members during lockdown. The Company will be exploring IOT solutions next year.

BUSINESS CONTINUITY PLAN

The Company has ensured to build the IT systems with proper business continuity plan and disaster recovery site to ensure that the business functions as usual without any disruptions i.e. in the event of fire, flood or malicious attack by cybercriminals, lockdown etc.

In case of primary data centre failure (in Mumbai), a robust Disaster Recovery Site at Hyderabad will be available to ensure smooth functioning of critical business operations.

CYBERSECURITY

Cybersecurity has become a top priority in the international maritime sector. In the wake of persistent cybersecurity vulnerabilities, there is dire need to develop a proactive and robust maritime cybersecurity framework and plan which offers risk-based prevention, mitigation, response and recovery stages. The Company is following the framework as per the IMO and TMSA guidelines and ensured to have built policy and procedures with best practices like Vulnerability Assessment and Penetration Testing (VAPT) Audits and remediation on regular basis, based on its audit findings.

INNOVATION -TECHNOLOGY

- Digitalization: Focus to create paperless organization by implementing Electronic Approval solution to remove the physical dependency and improve the turnaround time of approvals leading to efficiency
- OT solution for improving efficiency, performance and optimizing cost on ship operations
- Robotic/Intelligent Process Automation for automating monotonous processes and to improve efficiencies
- Artificial Intelligence – to provide predictive and cognitive Analytics

HUMAN RESOURCES

The Company recognizes that the ability to attract and retain the best talent is vital for sustainability and competitive advantage for the Company. A set of initiatives were implemented for enabling talent acquisition and development during the year.

Learning and Development continued to be an organizational focus area. As in the past the Company has initiated the 360° feedback process for Senior roles to aid in individual development and succession planning. Middle and Senior level managers underwent Leadership Development module focusing on improving self-awareness, interpersonal skills and team cohesiveness.

Social café approach was utilized to harness employee camaraderie which included Quiz, Marathon and cultural programs during festive occasions. The annual Townhall held in December 2019 helped in employee alignment and building team spirit.

The retention rate for office staff during the fiscal year is 96%.

Another focus area for the team was to improve the work processes based on the TMSA framework. The team has achieved reasonable success in this area.

Towards the end of the year, the focus of the function shifted to enable employees to be ready to work from home due to the Covid-19 lockdown. Considerable effort was put in by the administration team to overcome various challenges posed by an uncertain, complex and dynamic environment.

Total number of permanent shore staff and ship board personnel was 217 and 1105 respectively.

GREAT EASTERN INSTITUTE OF MARITIME STUDIES

The Great Eastern Institute of Maritime Studies has so far trained 4204 pre-sea cadets at its campus at Lonavala besides training 1892 post-sea cadets and officers.

Today it is ranked as one of the best maritime training Institutes in the country which is borne by the consecutive A+ outstanding grading awarded during the annual Comprehensive Inspection programme (CIP) of Director General of Shipping, Govt. of India.

The Institute was awarded the Best Maritime Training Institute award at the Samudra Manthan Awards ceremony held in December 2019.

The cadets of the Institute, who have been participating in various Inter Institute competitions, won many prizes and accolades during the year, thereby once again establishing its position as the premier Maritime training Institute of the country.

During the year, the 300 KW Roof Top Solar power plant was commissioned at the Institute. The plant has been generating electricity as per its design specification and consequently the Institute is able to meet nearly 50% of its power requirement through the generated solar power.

During the year, the Institute signed a MOU with another shipping company to provide 65 cadets (DNS, GME and ETO) annually. Today the Institute provides campus placement from nearly 20 shipping companies for its cadets ensuring 100% placement.

The Institute also played host to the Company's shareholders who enjoyed and appreciated the world class training infrastructure and facilities of the Institute.

CORPORATE SOCIAL RESPONSIBILITY

The Company has always been conscious of its role as a good corporate citizen and strives to fulfill this role by running its business with utmost care for the environment and all the stakeholders. The Company looks at Corporate Social Responsibility (CSR) activities as significant tool to contribute to the society.

The Board of Directors of the Company has constituted a Committee of Directors, known as the Corporate Social Responsibility Committee comprising of Mr. Vineet Nayyar (Chairman), Mr. Cyrus Guzder and Mr. Bharat K. Sheth to steer its CSR activities.

During the year, the Company replaced its earlier Corporate Social Responsibility Policy with a new Group Policy mainly to update new focus areas - education, health and livelihood.

Copy of the revised Corporate Social Responsibility Policy of the Company as recommended by the CSR Committee and approved by the Board is enclosed as 'Annexure A'. The CSR Policy is also available on the website of the Company : www. greatship.com.

The CSR Policy is implemented by the Company through Great Eastern CSR Foundation, a wholly owned subsidiary of the Company, specifically set up for the purpose.

The Annual Report on CSR activities is enclosed herewith as "Annexure B".

DIRECTORS

Mr. Raju Shukla and Mr. Ranjit Pandit were appointed as Independent Directors of the Company w.e.f. June 01, 2019 for a term of 5 years. Mr. Cyrus Guzder and Mr. Vineet Nayyar were re-appointed as Independent Directors for second term of 3 years w.e.f. September 25, 2019. Mr. Berjis Desai was re-appointed as 'Non-Independent Non-Executive Director' of the Company (liable to retire by rotation) w.e.f. September 25, 2019. All the aforesaid appointments / re-appointments were approved by the members at the Annual General Meeting held on August 08, 2019.

The first 5 year term of office of Ms. Rita Bhagwati and Dr. Shankar Acharya as Independent Directors of the Company expired on November 13, 2019 and February 04, 2020 respectively. The Board, at its meeting held on November 08, 2019, re-appointed Ms. Rita Bhagwati and Dr. Shankar Acharya as Additional and Independent Directors for second term of 5 years w.e.f. November 14, 2019 and February 05, 2020 respectively.

Ms. Rita Bhagwati and Dr. Shankar Acharya, being Additional Directors, cease to be the Directors of the Company on the date of the ensuing Annual General Meeting. Notices under Section 160 of the Companies Act, 2013 have been received in respect of their re-appointment as Independent Directors of the Company.

Mr. Farrokh Kavarana's first 5 year term as Independent Director of the Company expired on November 13, 2019. He expressed his desire not to seek re-appointment as he normally resided abroad and found it difficult to travel to India for attending meetings on account of his advanced age.

Accordingly, Mr. Farrokh Kavarana ceased to be an Independent Director of the Company with effect from November 14, 2019.

Your Directors place on record their appreciation for the valuable guidance and support extended by Mr. Farrokh Kavarana during his tenure as an Independent Director.

Mr. G. Shivakumar was re-appointed as 'Executive Director' of the Company for a period of 3 years with effect from November 14, 2019. Mr. Bharat K. Sheth was re-appointed as 'Deputy Chairman and Managing Director' for a period of 3 years with effect from April 01, 2020.

Re-appointment of Ms. Rita Bhagwati and Dr. Shankar Acharya as Independent Directors, Mr. Bharat K. Sheth as 'Deputy Chairman and Managing Director' and Mr. G. Shivakumar as 'Executive Director' require your approval at the ensuing Annual General Meeting. Mr. K. M. Sheth shall retire by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment.

Necessary resolutions for re-appointment of Ms. Rita Bhagwati, Dr. Shankar Acharya, Mr. K. M. Sheth, Mr. Bharat K. Sheth and Mr. G. Shivakumar, have been included in the Notice convening the ensuing Annual General Meeting.

As per the provisions of the Companies Act, 2013, Independent Directors shall not be liable to retire by rotation. The Independent Directors of your Company have given the certificate of independence to your Company stating that they meet the criteria of independence as mentioned under Section 149(6) of the Companies Act, 2013 and under Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements), 2015. In the opinion of the Board, all the Independent Directors (including those appointed / re-appointed during the year) are persons of integrity and possess relevant expertise and experience to effectively discharge their duties as Independent Directors of the Company.

The policies on Director's appointment and remuneration including criteria for determining qualifications, positive attributes, independence of Director and also remuneration for key managerial personnel and other employees are enclosed herewith as Annexure 'C' and 'D'.The details of remuneration as required to be disclosed pursuant to the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are enclosed as Annexure 'E'.

BOARD MEETINGS

During the year, 6 meetings of the Board were held. The details of Board meetings as well as Committee meetings are provided in the Corporate Governance Report.

BOARD EVALUATION

Annual performance evaluation of the Board, its committees (namely, Audit, Nomination and Remuneration, Corporate Social Responsibility and Stakeholders' Relationship Committees) and all the Directors individually has been done in accordance with the Performance Evaluation Framework adopted by the Nomination and Remuneration Committee of the Company, which is in line with the Guidance Note on Board Evaluation issued by SEBI vide its circular dated January 05, 2017. The Performance Evaluation Framework sets out the performance parameters as well as the process for performance evaluation to be followed.

In accordance with the Performance Evaluation Framework, all the Directors recorded their evaluation of the Board, its Committees and Non-Executive Directors of the Company. The performance evaluation of the Company and Executive Directors was done on the basis of presentation made by the management.

Pursuant to the provisions of the Companies Act, 2013, a separate meeting of Independent Directors reviewed performance of the Company, Board as a whole and Non-Independent Directors (including Chairman) of the Company.

The Board of Directors reviewed the performance of Independent Directors and Committees of the Board. Nomination and Remuneration Committee also reviewed performance of the Company and every Director.

DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to the requirement of Section 134(3) of the Companies Act, 2013 the Board of Directors hereby state that:

(a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

(b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;

(c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

(d) the directors had prepared the annual accounts on a going concern basis; and

(e) the directors, in the case of a listed company, had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.

(f) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

CORPORATE GOVERNANCE

Maintaining high standards of Corporate Governance has been fundamental to the business of your Company since its inception. A separate report on Corporate Governance is provided together with a certificate from the practicing Company Secretary regarding compliance of conditions of Corporate Governance as stipulated under Listing Regulations.

The extract of annual return in Form MGT-9 as required under Section 92(3) of the Companies Act and Rule 12 of the Companies (Management and Administration) Rules, 2014 is enclosed herewith as Annexure 'G'.

PREVENTION OF SEXUAL HARASSMENT AT WORKPLACE

With a view to create safe workplace, the Company has formulated and implemented Sexual Harassment (Prevention, Prohibition and Redressal) Policy in accordance with the requirement of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. For the purpose of handling and addressing complaints regarding sexual harassment, the Company has constituted Internal Complaint Committee with an external lady representative (who has the requisite experience in this area) as a member of the Committee. To build awareness in this area, the Company also conducts awareness programmes within the organisation.

During the year, one complaint with allegations of sexual harassment was received by the Company. Subsequent to the end of the year, one more complaint was received by the Company. Both the complaints are currently under investigation by the Internal Committee.

VIGIL MECHANISM

The Company has established a vigil mechanism (Whistle Blower Policy) for directors and employees to report genuine concerns. The Whistle Blower Policy provides for adequate safeguards against victimisation of persons who use such mechanism and make provision for direct access to the Chairperson of the Audit Committee in appropriate or exceptional cases.

A copy of the Whistle Blower Policy is available on the website of the Company: www.greatship.com

RELATED PARTY TRANSACTIONS

The Company has formulated policy on dealing with Related Party Transactions, a copy of which is available on the website of the Company: www. greatship.com

The particulars of contracts or arrangements with related parties in Form AOC 2 is annexed herewith as "Annexure F".

All the related party transactions have been entered into by the Company in the ordinary course of business and on arm's length basis.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

Particulars of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the financial statements.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

There are no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in future.

COST RECORDS

Maintenance of cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013 is not required by the Company.

DIVIDEND DISTRIBUTION POLICY

The Dividend Distribution Policy of the Company is enclosed as 'Annexure H'. The Dividend Distribution Policy is also available on the website of the Company : www. greatship.com.

ENERGY CONSERVATION AND TECHNOLOGY ABSORPTION

CONSERVATION OF ENERGY

In order to contribute to and prepare for a low carbon future, your Company has been undertaking various initiatives about enhancing energy efficiency in its business operations.

ENERGY SAVING DEVICES

During the year, following Energy Saving Devices were retrofitted for reducing fuel consumption of main propulsion system.

I. Jag Amisha and Jag Pahel were retrofitted with Propeller Boss Cap Fins, a device which improves propulsive efficiency. The propeller's rotational motion forms a strong vortex at the centre, which causes overall loss of propulsive efficiency. The finned features of a PBCF break up this vortex, thereby reducing the loss of energy.

II. Jag Aparna and Jag Lokesh were retrofitted with Mewis Duct, a device which improves the flow of water on to propeller and thus its efficiency.

Total cost incurred on above four ships: USD 535,357.

For a typical Bulk Carrier or Tanker, loss of energy through hull resistance is around 30% and this increases with growth of hull roughness due to bio-fouling. To minimize growth of bio-fouling, the Company has applied superior anti-fouling coatings on Jag Amisha, Jag Aparna, Jag Prabha, Jag Pranam, Jag Pranav, Jag Pahel, Jag Lokesh, Jag Lavanya, Jag Lyall and Jag Radha during their respective dry dockings during the financial year.

The cost incurred for application of the superior anti-fouling coatings was USD 960,510.

During the year, saving of USD 2.63 million was achieved in fuel cost from energy saving retrofits and use of superior anti-fouling hull coatings alone. This fuel saving also resulted in reduction of CO_2 emission by 18,800 MT.

TECHNOLOGY ABSORPTION

Your Company has identified and absorbed several technologies on fleet vessels. These are reflected in paragraphs above.

COMPLIANCE WITH IMO DCS AND EU MRV REGULATIONS

With effect from January 01, 2019 all vessels above GT 5000 are mandatorily required to report their annual fuel consumption, distance sailed and sailing hours and certain other technical features of individual ships to its Flag State and upon satisfactory verification of the data, Flag States in turn are obliged to submit such data to International Maritime Organization (IMO) all as per Regulation 22A - Collection and reporting of ship fuel oil consumption data of MARPOL Convention, Annex VI. The data will be used by IMO for making future policy decision with respect to further reduction of GHG emission from ships on international trade. Your Company has developed ship specific required Data Collection Plans which describes the procedure of collection, quality control, storage and transmission of relevant data and the same have been approved by Recognized Organizations (R.O.) Data for the first calendar year 2019 have been submitted to R.O. by the due date for their review.

Similar exercise for corresponding requirement of EU, but applicable to vessels which have made commercial voyages to or from EU, for the Calendar Year 2019 has been completed.

QUANTIFICATION AND REPORTING OF GHG EMISSION

Your Company since FY 2015-2016 has started to capture and quantify GHG emission from its business operations in a transparent and standardized manner for the information of stakeholders of the Company on a voluntary basis. The GHG emission quantification and reporting has been done taking into account:

I. ISO 14064-1 (2006) Greenhouse gases – Part 1: Specification with guidance at the organization level for quantification and reporting of greenhouse gas emissions and removals, and

II. The Greenhouse Gas Protocol – A Corporate Accounting and Reporting Standard (Revised edition) published by World Business Council for Sustainable Development and World Resources Institute.

FOREIGN EXCHANGE EARNINGS AND OUTGO

The details of Foreign Exchange Earnings and Outgo are as follows:

(₹ in crores)

a)	Foreign Exchange earned on account of freight, charter hire earnings, etc.	1740.48
b)	Foreign Exchange used including operating expenses, capital repayment, down payments for acquisition of ships (net of loan), interest payment, etc.	2738.81

AUDITORS

Pursuant to the provisions of Section 139 of the Companies Act, 2013, Deloitte Haskins & Sells LLP were appointed as the Statutory Auditors of your Company to hold office until the conclusion of the Annual General Meeting of the Company to be held in the calendar year 2022.

SECRETARIAL AUDITORS

Pursuant to the provisions of Section 204 of the Companies Act, 2013, the Company appointed M/s. Mehta & Mehta, Company Secretaries to undertake the Secretarial Audit of the Company for the financial year ended March 31, 2020.

The Secretarial Audit Report is annexed herewith as "Annexure I".

APPRECIATION

Your Directors express their sincere thanks to all customers, charterers, vendors, investors, shareholders, shipping agents, bankers, insurance companies, protection and indemnity clubs, consultants and advisors for their continued support throughout the year. Your Directors also sincerely acknowledge the significant contributions made by all the employees through their dedicated services to the Company. Your Directors look forward to their continued support.

For and on behalf of the Board of Directors

K.M. Sheth
Chairman
(DIN : 00022079)

Mumbai, May 30, 2020

ANNEXURE 'A' TO BOARD'S REPORT

CORPORATE SOCIAL RESPONSIBILITY POLICY

1. INTRODUCTION: THE GREAT EASTERN GROUP

The Great Eastern Shipping Company Ltd. is the largest private sector shipping company in India. Over the last 70 years the company has managed to methodically build its capacity and grow, despite the volatility of international shipping markets. The Great Eastern Group **(GE Group)** includes:

I. **The Great Eastern Shipping Company Ltd. (GES):** GES is involved in the bulk shipping business i.e. transportation of crude oil, petroleum products, gas and dry bulk commodities.
II. **Greatship (India) Limited (GIL):** GIL is a wholly-owned subsidiary of GES that provides offshore oilfield services with the principal activity of owning and/or operating offshore supply vessels and mobile offshore drilling rigs.
III. **Great Eastern CSR Foundation (GECSRF):** The enactment of Section 135 of the Companies Act, 2013, Corporate Social Responsibility (CSR) policy by the Ministry of Corporate Affairs, has marked India as the only country to regulate and make CSR mandatory for eligible companies falling under the Act.

Following this policy, GECSRF, a wholly owned not-for-profit subsidiary of GES was incorporated in February 2015. Through GECSRF, the GE Group aims to extend the scope of social welfare activities to the vulnerable, marginalized and low-income population in India.

2. CSR FOCUS AREAS

Conforming to the activities as mentioned under Schedule VII, Section 135 of the Companies Act and, aligning our commitment to the globally accepted Sustainable Development Goals (SDG's), GE Group's focus areas are:

I. **Education:** We are committed to support initiatives that aim to improve the quality of education, with a focus on building capacities of teachers and educators.
II. **Health:** We aim to improve health outcomes for adolescent girls, pregnant women, infants, other women and communities at large.
III. **Livelihoods:** We aim to enhance livelihood opportunities for women and youth by supporting organisations that focus on skill building, women empowerment and sustainable farming practices.

In addition to the focus areas, GE Group will also be open to consider support to other areas mentioned under Schedule VII of the Companies Act, 2013.

3. GEOGRAPHY

GE Group is open to support organizations across India. However, we will be more keen to support interventions that address needs of vulnerable, marginalized and low-income population in rural areas.

4. CSR BUDGET

Since the financial year starting 2014-15, GES and GIL have committed to spend at least 2% of the average net profits over the past three financial years in accordance with the applicable provisions of the Companies Act, 2013, on Corporate Social Responsibility (CSR) causes.

The CSR Committees of GES/GIL will approve the CSR spend towards each CSR cause during the year and their Boards will be kept informed.

In the event any surplus arises out of the CSR activities, it shall not form part of the business profits (but will instead be carried forward to the following years as part of CSR spend).

5. GOVERNANCE

The Corporate Social Responsibility (CSR) Governance structure at GE Group comprises three levels:

I. Board of Directors
II. CSR Committee
III. CSR Team

I. **BOARD OF DIRECTORS:**

The Boards of GES/GIL will be responsible for:

- Approving the CSR policy as formulated by the CSR Committee.
- Ensuring, through the CSR Committee, that in each financial year GES and GIL spend at least 2% of the average net profits over the past three financial years in accordance with the applicable provisions of the Companies Act, 2013.
- Ensuring, through the CSR Committee, that funds committed by the Company for CSR activities are utilized effectively.
- Ensuring that applicable disclosures on CSR are made in the Annual Report, and that details of the CSR activities undertaken are available on website.

II. **CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE**

The Board of Directors of GES and GIL have constituted Committees of Directors known as the CSR Committees. The functions of the Committees will be as follows:

- To formulate and recommend the CSR policy.
- To recommend CSR budget for each year.
- To review and approve the fund allocation for partners.
- To monitor the CSR activities and report the same.

III. **CORPORATE SOCIAL RESPONSIBILITY (CSR) TEAM**

The CSR team leads the day to day CSR activities of the GE Group. Its functions are as follows:

- Identify potential partners and facilitate an end to end partner selection process.
- Timely review of the budgets and approved disbursements to the partners.
- Periodically visit the programmes and evaluate the progress on ground.
- Share progress updates with CSR Committees as and when required.

6. ONBOARDING A PARTNER

I. **Identification of a Partner**

a) **Direct Approach - Open to All:**

1. Any NGO registered as a Society/ Public Charitable Trust / Section 25 Not for Profit Organisation/ company established in India under Section 8 of the Act whose vision and values are aligned with any of our CSR focus areas or activities under Schedule VII can reach out to GECSRF.
2. It should meet the basic statutory requirements, including: documents such as the Registration certificate, valid Income Tax exemption certificates and Audited Financial statements for the last three years.

b) **Indirect approach:**

1. The CSR team may reach out to NGOs based on references from the existing partners, CSR Committee or Board members and other stakeholders.

II. **Due Diligence**

a) Once the NGOs are identified, a due diligence process will be initiated to evaluate organization's operations, programmes and statutory compliances before making any decisions for partnership opportunities.

b) A combination of meetings and visits will be conducted to complete the due diligence process.

III. **CSR Committees**

a) Recommendations will be shared with the CSR Committee of GES/GIL for review and approval.

b) Once approved, the CSR team will draft a Memorandum of Understanding (MoU) with the selected organization.

IV. **Partner Statutory Compliances**

a) Maintain a record of all basic compliance requirement documents:

1. 80G certificate
2. Registration Certificate

3. PAN Card
4. 12 A Registration
5. Financial statements and Audit reports for the last three years

V. **Memorandum of Understanding (MoU)**

a) The CSR team under the guidance of GES/GIL Legal and Compliance team and in consultation with the potential partner will finalize the MoU.

7. MONITORING AND EVALUATION

The CSR Team will periodically monitor and evaluate each project to ensure its smooth implementation. This will include review of progress reports and fund utilization (quarterly and annually), project site visits, and meetings with partner organisations.

Any additional third-party evaluation will be conducted as per the requirements for any partner(s).

8. EMPLOYEE ENGAGEMENT

GE Group further aims to provide and facilitate employee engagement opportunities to the employees.

9. COMPLIANCE

The GE Group will follow the applicable Accounting, Auditing and Reporting practices.

10. EFFECTIVE DATE

This Policy has been recommended by the Corporate Social Responsibility Committee of the Company at its meeting held on March 6, 2020 and has been adopted by the Board of Directors of the Company at their meeting held on March 06-07, 2020. This Policy is effective from March 06, 2020 and replaces the existing CSR Policy of the Company.

ANNEXURE ‘B’ TO BOARD'S REPORT

ANNUAL REPORT ON CSR ACTIVITIES FOR FY 2019-20

I. The Corporate Social Responsibility (‘CSR’) Policy for Great Eastern Group was amended with effect from March 06, 2020 and replaced the earlier CSR Policy of the Company. The amended Policy has been approved by the Corporate Social Responsibility Committee of the Company at its meeting held on March 6, 2020 and has been adopted by the Board of Directors of the Company at their meeting held on March 06-07, 2020.

A copy of the Policy is available on the Company’s website: www.greatship.com.

The Great Eastern Group aims to extend the scope of social welfare activities to the vulnerable, marginalized and low-income population in India through Great Eastern CSR Foundation (‘GECSRF’) (a wholly owned not-for-profit subsidiary of the Company incorporated in February 2015). The Policy may also be implemented directly by the Company.

As per the Policy, in every financial year, the Company will spend at least 2% of the average net profits over the past three financial years on CSR causes.

The Policy applies to all CSR projects/programmes undertaken by the Company within the geographical limits of India as per liberal interpretations of activities listed in Schedule VII of the Companies Act, 2013 and, aligning our commitment to the globally accepted Sustainable Development Goals (SDGs).

Great Eastern Group’s CSR focus areas are:

a) Education: We are committed to support initiatives that aim to improve the quality of education, with a focus on building capacities of teachers and educators.
b) Health: We aim to improve health outcomes for adolescent girls, pregnant women, infants, other women and communities at large.
c) Livelihoods: We aim to enhance livelihood opportunities for women and youth by supporting organisations that focus on skill-building, women empowerment and sustainable farming practices.

In addition to the focus areas, Great Eastern Group will also be open to consider support to other areas mentioned under Schedule VII of the Companies Act, 2013.

II. The Corporate Social Responsibility Committee of the Company was constituted by the Board of Directors of the Company at its meeting held on May 07, 2014. The Committee comprises Mr. Vineet Nayyar (Chairman), Mr. Cyrus Guzder and Mr. Bharat K. Sheth.

III. Average net profit of the Company calculated as per the provisions of Section 135 of the Companies Act, 2013 for the last three financial years was ₹181.74 crore.

IV. The prescribed CSR expenditure (2% of the amount as in item III above) is ₹3.63 crore.

V. Details of CSR spend during the financial year are as follows:

a) Total amount to be spent for the financial year 2019-20: ₹3.63 crore
b) Amount unspent: NIL
c) Manner in which the amount was spent during the financial year is detailed below:
The Company has contributed the entire amount of ₹3.63 crore to Great Eastern CSR Foundation, a company incorporated under Section 8 of the Companies Act, 2013. The details of amount spent by Great Eastern CSR Foundation are enclosed as Annexure to this report.

VI. The Corporate Social Responsibility Committee hereby confirms that the implementation and monitoring of the CSR Policy is in compliance with the CSR objectives and Policy of the Company.

Mr. Bharat K. Sheth
Deputy Chairman & Managing Director
(DIN: 00022102)

Mr. Vineet Nayyar
Chairman of Corporate Social Responsibility Committee
(DIN: 00018243)

Mumbai, May 30, 2020

ANNEXURE TO ANNUAL REPORT ON CSR ACTIVITIES FOR FY 2019-20

SR. NO.	CSR PROJECT OR ACTIVITY IDENTIFIED	SECTOR IN WHICH THE PROJECT IS COVERED	PROJECTS OR PROGRAMS (1) LOCAL AREA OR OTHER (2) SPECIFY THE STATE AND DISTRICT WHERE PROJECTS OR PROGRAMS WERE UNDERTAKEN	AMOUNT OUTLAY (BUDGET) PROJECT OR PROGRAM WISE	AMOUNT SPENT ON THE PROJECTS OR PROGRAMS SUB-HEADS (1) DIRECT EXPENDITURE ON PROJECTS OR PROGRAM (2) OVERHEADS	CUMULATIVE EXPENDITURE UPTO THE REPORTING PERIOD	AMOUNT SPENT DIRECT OR THROUGH IMPLEMENTING AGENCY
1	Donation to Antarang Foundation. Antarang Foundation works with economically disadvantaged youth to help them transition from education to employment. Antarang guides them towards the right career choice, trains them in career readiness skills and places them in mainstream careers based on their interests and abilities. Antarang works with the 14 – 25 year age continuum through two structured programs: • Career Aware - 14-17 year old children are given 15 hours of training over five sessions on various subjects to help them chart their career. • CareeReady – 17-25 year olds undergo 3 months of training (5 modules) on various topics such as self awareness, work ethics. spoken English. They are then connected with mentors and potential employers. GECSRF funding is going towards supporting the CareeReady and Career Aware groups.	Promoting livelihood development and skill training	South and Central Mumbai	₹1.31 Cr (to be contributed over four financial years)	Total funds utilized by organization: ₹0.0 Cr Direct Expenditure: ₹0.0 Cr Overheads: ₹0.0 Cr This project was completed in July 2019.	₹1.31 Cr	Amount was contributed by Great Eastern CSR Foundation to Antarang Foundation

SR. NO.	CSR PROJECT OR ACTIVITY IDENTIFIED	SECTOR IN WHICH THE PROJECT IS COVERED	PROJECTS OR PROGRAMS (1) LOCAL AREA OR OTHER (2) SPECIFY THE STATE AND DISTRICT WHERE PROJECTS OR PROGRAMS WERE UNDERTAKEN	AMOUNT OUTLAY (BUDGET) PROJECT OR PROGRAM WISE	AMOUNT SPENT ON THE PROJECTS OR PROGRAMS SUB-HEADS (1) DIRECT EXPENDITURE ON PROJECTS OR PROGRAM (2) OVERHEADS	CUMULATIVE EXPENDITURE UPTO THE REPORTING PERIOD	AMOUNT SPENT DIRECT OR THROUGH IMPLEMENTING AGENCY
2	Donation to ARTH. ARTH works in tribal districts across southern Rajasthan, to improve the health status of communities. ARTH focuses on women's reproductive health, neonatal and child health, and nutrition through service provision and research. GES funds are going towards supporting the training of home care workers, long term home care and providing services for the elderly and those with common mental health conditions	Promoting healthcare	Rural Udaipur	₹1.58 Cr (to be contributed over two financial years)	Total funds utilized by organization: ₹0.58Cr Direct Expenditure: ₹0.51 Cr Overheads: ₹0.07 Cr	₹1.58 Cr	Amount was contributed by Great Eastern CSR Foundation to Action Research and Training for Health
3	Donation to the Ashoka University project of the International Foundation for Research and Education, New Delhi for providing scholarships primarily to students of low economic status.	Promoting Education	Ashoka University campus is situated at Rajiv Gandhi Education City, Kundlu NCR	₹4.00 Cr (to be contributed over a period of six financial years)	Total funds utilized by organization: ₹1.00 Cr Direct Expenditure: ₹1.00 Cr Overheads: NIL	₹4.00 Cr	Amount was contributed by Great Eastern CSR Foundation to International Foundation for Research and Education
4	Donation to Basic Healthcare Services Trust (BHS). BHS focuses on delivering high-quality, low-cost primary healthcare services for vulnerable communities of Southern Rajasthan through their AMRIT clinics, daycare centres and a government Primary Health Centre, run as pubic-private partnership that serves a largely tribal population	Promoting healthcare	Rural Udaipur	₹1.34 Cr (to be contributed over two financial years)	Total funds utilized by organization: ₹0.31 Cr Direct Expenditure: ₹0.30 Cr Overheads: ₹0.01 Cr	₹1.03 Cr	Amount was contributed by Great Eastern CSR Foundation to Basic Healthcare Services Trust

SR. NO.	CSR PROJECT OR ACTIVITY IDENTIFIED	SECTOR IN WHICH THE PROJECT IS COVERED	PROJECTS OR PROGRAMS (1) LOCAL AREA OR OTHER (2) SPECIFY THE STATE AND DISTRICT WHERE PROJECTS OR PROGRAMS WERE UNDERTAKEN	AMOUNT OUTLAY (BUDGET) PROJECT OR PROGRAM WISE	AMOUNT SPENT ON THE PROJECTS OR PROGRAMS SUB-HEADS (1) DIRECT EXPENDITURE ON PROJECTS OR PROGRAM (2) OVERHEADS	CUMULATIVE EXPENDITURE UPTO THE REPORTING PERIOD	AMOUNT SPENT DIRECT OR THROUGH IMPLEMENTING AGENCY
5	Donation to Inga Health Foundation (IHF). IHF provides free surgery for children who are affected by facial deformities (such as cleft lip palate) from families that cannot afford corrective surgery. GES funds went towards providing free surgeries and necessary treatment for children and young adults born with deformities of skull and face	Promoting healthcare	Surgeries were performed in Mumbai, Bangalore and Srinagar	₹0.40 Cr (to be contributed over three financial years)	Total funds utilized by organization: ₹0.10 Cr Direct Expenditure: ₹0.10 Cr Overheads: NIL	₹0.40 Cr	Amount was contributed by Great Eastern CSR Foundation to Inga Health Foundation
6	Donation to EdelGive Foundation (EG). EG is the philanthropic arm of the Edelweiss Group. EG offers financial and capacity building support to NGOs. EG also acts as a catalyst between NGOs and potential funders. The EdelGive Coalition for Transforming Education (ECE) is EG's Public-Private Partnership that aims to transform education in rural Maharashtra. This is a five year project in total and is expected to impact 44,000+ children, 600+ schools, 2000+ teachers and 100+ school managers. GES funds are going towards supporting the ECE	Promoting Education	Rural Maharashtra	₹3.00 Cr (to be contributed over three financial years)	Total funds utilized by organization: ₹0.50 Cr Direct Expenditure: ₹0.50 Cr Overheads: NIL	₹2.50 Cr	Amount was contributed by Great Eastern CSR Foundation to EdelGive Foundation
7	IPartner India is a philanthropic and CSR advisor that supports high impact projects through fundraising and capacity building support. GES supports their flagship project, Project Rakshan, that works with rural communities across India to create safe spaces for children and to provide livelihood opportunities and social development for the communities of these children.	Holistic - Health, livelihoods, skill-building	Tonk district, Rajasthan	₹0.78 Cr (to be contributed over one financial year)	Total funds utilized by organization: ₹0.78 Cr Direct Expenditure: ₹0.70 Cr Overheads: ₹0.08 Cr	₹0.78 Cr	Amount was contributed by Great Eastern CSR Foundation to iPartner India

SR. NO.	CSR PROJECT OR ACTIVITY IDENTIFIED	SECTOR IN WHICH THE PROJECT IS COVERED	PROJECTS OR PROGRAMS (1) LOCAL AREA OR OTHER (2) SPECIFY THE STATE AND DISTRICT WHERE PROJECTS OR PROGRAMS WERE UNDERTAKEN	AMOUNT OUTLAY (BUDGET) PROJECT OR PROGRAM WISE	AMOUNT SPENT ON THE PROJECTS OR PROGRAMS SUB-HEADS (1) DIRECT EXPENDITURE ON PROJECTS OR PROGRAM (2) OVERHEADS	CUMULATIVE EXPENDITURE UPTO THE REPORTING PERIOD	AMOUNT SPENT DIRECT OR THROUGH IMPLEMENTING AGENCY
8	Lend-A-Hand India is an NGO that complements existing secondary school curricula with skills education, resulting in education that is relevant to employment. LAHI's model is to provide vocational training (multiple trades to children giving an all-round exposure) to 9th to 12th class students GES supported LAHI to continue its intervention in 10 new schools and enhance the quality of training in another 10 schools across Maharashtra.	Promoting livelihood development and skill training	Maharashtra	₹1.20 Cr (to be contributed over one year)	Total funds utilized by organization: ₹0.60 Cr Direct Expenditure: ₹0.55 Cr Overheads: ₹0.05 Cr	₹0.60 Cr	Amount was contributed by Great Eastern CSR Foundation to Lend- A-Hand India
9	Donation to Masoom, a Mumbai based NGO that works with night school students to work on the academics and provide better career opportunities for them. The donation is towards improving education in four night schools in Mumbai	Promoting Education	The Night Schools are located at: Andheri, Malad, Worli, Mulund (Mumbai)	₹1.34 Cr (to be contributed over five financial years)	Total funds utilized by organization: ₹0.36 Cr Direct Expenditure: ₹0.33 Cr Overheads: ₹0.03 Cr	₹1.34 Cr	Amount was contributed by Great Eastern CSR Foundation to Masoom

SR. NO.	CSR PROJECT OR ACTIVITY IDENTIFIED	SECTOR IN WHICH THE PROJECT IS COVERED	PROJECTS OR PROGRAMS (1) LOCAL AREA OR OTHER (2) SPECIFY THE STATE AND DISTRICT WHERE PROJECTS OR PROGRAMS WERE UNDERTAKEN	AMOUNT OUTLAY (BUDGET) PROJECT OR PROGRAM WISE	AMOUNT SPENT ON THE PROJECTS OR PROGRAMS SUB-HEADS (1) DIRECT EXPENDITURE ON PROJECTS OR PROGRAM (2) OVERHEADS	CUMULATIVE EXPENDITURE UPTO THE REPORTING PERIOD	AMOUNT SPENT DIRECT OR THROUGH IMPLEMENTING AGENCY
10	Donation to Mann Deshi Foundation (MDF). Mann Deshi Foundation works to create women entrepreneurs through skill -based training programs. Its aim is to create rural women entrepreneurs, build sustainable opportunities for livelihood for these women, and mainstream them to become an important part of the country's economic growth. The Mann Deshi umbrella of organizations currently serves five districts in the province of Maharashtra and two districts in the province of Karnataka. MDF operates: • The Mann Deshi bank • Mann Deshi Business Schools • Mobile Business Schools GES funds have helped MDF build and develop a business school in which rural women will receive business management training.	Promoting livelihood development and skill training	Mhaswad in the Satara District of Maharashtra	₹2.95 Cr (to be contributed over four financial years)	Total funds utilized by organization: ₹0.54 Cr Direct Expenditure: ₹0.54 Cr Overheads: NIL	₹2.95 Cr	Amount was contributed by Great Eastern CSR Foundation to Mann Deshi Foundation
11	Donation to Olympic Gold Quest (OGQ). OGQ is a program of the Foundation for Promotion of Sports and Games, a Not-for-Profit Company. GES funds are used to train senior and junior Indian athletes who have the potential to win Olympic medals.	Holistic - Livelihoods, skill-building, sports	Athletes are from all over India	₹0.70 Cr (to be contributed over four financial years)	Total funds utilized by organization: ₹0.25 Cr Direct Expenditure: ₹0.25 Cr Overheads: NIL	₹0.45 Cr	Amount was contributed by Great Eastern CSR Foundation to Olympic Gold Quest
12	Donation to Society for Nutrition, Education & Health Action (SNEHA). SNEHA is an NGO that works in the slums of Mumbai to provide healthcare services to women and children. SNEHA runs a number of 'Healthcare Centres' through which they provide multiple services for women and children such as nutrition for children and pregnant mothers, connections with healthcare providers, basic health & malnutrition checks and health & hygiene communication. GES funds are supporting one healthcare centre in the Govandi slums	Promoting healthcare	Govandi slums, Mumbai	₹2.15 Cr (to be contributed over four financial years)	Total funds utilized by organization: NIL Direct Expenditure: NIL Overheads: NIL	₹2.15 Cr	Amount was contributed by Great Eastern CSR Foundation to SNEHA

SR. NO.	CSR PROJECT OR ACTIVITY IDENTIFIED	SECTOR IN WHICH THE PROJECT IS COVERED	PROJECTS OR PROGRAMS (1) LOCAL AREA OR OTHER (2) SPECIFY THE STATE AND DISTRICT WHERE PROJECTS OR PROGRAMS WERE UNDERTAKEN	AMOUNT OUTLAY (BUDGET) PROJECT OR PROGRAM WISE	AMOUNT SPENT ON THE PROJECTS OR PROGRAMS SUB-HEADS (1) DIRECT EXPENDITURE ON PROJECTS OR PROGRAM (2) OVERHEADS	CUMULATIVE EXPENDITURE UPTO THE REPORTING PERIOD	AMOUNT SPENT DIRECT OR THROUGH IMPLEMENTING AGENCY
13	Teach for India (Teach to Lead) is a pioneer of a nationwide movement of outstanding college graduates and professionals who commit two-years as Fellows to teach full-time in under resourced schools. By the end of the program, Fellows become lifelong leaders working across various development sectors towards the pursuit of equity in education. GES funds contributes to the Organisation's core costs - strategy development, capacity building and learning.	Promoting Education	Organisation Development - Head Office, Mumbai	₹0.50 Cr (to be contributed over one year)	Total funds utilized by organization: ₹0.25 Cr Direct Expenditure: NIL Overheads: ₹0.25 Cr	₹0.25 Cr	Amount was contributed through Great Eastern CSR Foundation to Teach-To-Lead
14	Donation to the Xavier's Resource Centre for the Visually Challenged (XRCVC) XRCVC is part of St. Xavier's College and provides services and assistance for visually handicapped children across India. GECSRF has partnered with XRCVC to work towards providing education support to students with blindness and low vision as well as to spread awareness on inclusive education across mainstream schools in Mumbai.	Promoting Education	Xavier's College, Mahapalika Marg, Mumbai	₹2.09 Cr (to be contributed over six financial years)	Total funds utilized by organization: ₹0.22 Cr Direct Expenditure: ₹0.22 Cr Overheads: NIL	₹1.54 Cr	Amount was contributed by Great Eastern CSR Foundation to Xavier's Resource Centre for the Visually Challenged

Note : Great Eastern CSR Foundation is evaluating various projects and the balance amount will be spent in due course.

ANNEXURE 'C' TO BOARD'S REPORT

POLICY FOR APPOINTMENT OF DIRECTORS AND BOARD DIVERSITY

This policy has been recommended by the Nomination and Remuneration Committee of the Company (Committee) at its meeting held on February 05, 2015 and is applicable with effect from the said date.

PURPOSE

The primary objective of the Policy is to provide a framework and set standards for the appointment of high quality directors who should have the capacity and ability to lead the Company towards achieving sustainable development. The Company aims to achieve a balance of experience and skills amongst its directors.

QUALIFICATIONS

The Company believes that its Board membership should comprise directors with an appropriate mix of skills, experience and personal attributes that allow the directors individually, and the Board collectively, to:

I. Discharge their responsibilities and duties under the law effectively and efficiently;

II. Understand the business of the Company and the environment in which the Company operates so as to be able to agree with management, the objectives, goals and strategic direction which will maximise shareholder value; and

III. Assess the performance of management in meeting those objectives and goals.

The candidate for the position of Director in the Company should be a degree holder in any discipline relevant to the business of the Company for e.g., shipping, management, legal, finance, strategic planning, etc. Alternatively, the candidate should be regarded as an industry veteran or specialist in the relevant discipline.

The candidate should have considerable experience as an entrepreneur or of working at a board or senior management level in an organisation/ firm of repute or government agency in India or abroad.

He should have demonstrated ability to work effectively with board of directors of a company.

ATTRIBUTES

The candidate should possess excellent leadership skills. His interpersonal, communication and representational skills should be par- excellence. He should have extensive team building and management skills. His personality should be influential.

He should possess high standards of ethics, personal integrity and probity.

INDEPENDENCE

In addition to the aforesaid criteria, the candidate for the position of Independent Director should fulfil the criteria as laid down in Section 149 of the Companies Act, 2013 and Clause 49 of the Listing Agreement with Stock Exchanges as may be amended or substituted from time to time.

DIVERSITY

The Company considers that its diversity is a vital asset to the business. Building a diverse and inclusive culture is integral to the success of the Company. An inclusive culture helps the Company to respond to its diverse global customer base.

Ethnicity, age and gender diversity, without compromising on meritocracy, are areas of strategic focus for the composition of the Board. Achieving a balance of experience and skills amongst its Directors is also essential for leading the Company towards sustainable development.

The Committee shall give due regard for maintaining Board diversity while identifying and nominating candidates for appointment to the Board.

APPOINTMENT PROCESS

Matching the needs of the Company and enhancing the competencies of the Board are the basis for the Committee to select a candidate for appointment to the Board. In case required, the Committee may also take help from external consultants to identify potential directors.

Recommendations of the Committee shall be placed before the Board of Directors for its consideration. When recommending a candidate for appointment, the Committee shall assess:

I. The appointee against criteria described as aforesaid.
II. The skills and experience that the appointee brings with him/ her and how they will add value to the Board as a whole.
III. The extent to which the appointee is likely to contribute to the overall effectiveness of the Board.
IV. The appointee's ability to exercise independent judgement.
V. The time commitment required from the appointee to actively discharge his duties to the Company.
VI. Statutory provisions regarding Board composition.
VII. Cultural fit with the existing Board members and empathy to the Company's culture.

After considering the recommendations of the Committee, the decision on the appointment of the Directors shall be taken by the Board of Directors.

The appointment so made shall be subject to the approval of the shareholders.

After the Director is appointed, a formal letter of appointment shall be issued to him/ her by the Company.

ANNEXURE 'D' TO BOARD'S REPORT

REMUNERATION POLICY FOR THE DIRECTORS, KEY MANAGERIAL PERSONNEL AND OTHER EMPLOYEES

This policy has been recommended by the Nomination and Remuneration Committee of the Company at its meeting held on February 05, 2015 and adopted by the Board of Directors of the Company at its meeting held on February 05, 2015 pursuant to Section 178 of the Companies Act, 2013 and is applicable with effect from the said date.

The policy is divided into separate sections for executive directors, non-executive directors and employees.

The remuneration of the executive directors is recommended by the Nomination and Remuneration Committee (the Committee) and approved by the Board of Directors (the Board) and shareholders of the Company within the overall limits as may be prescribed under applicable laws.

The remuneration of the non-executive directors is approved by the Board of Directors and shareholders of the Company within the overall limits as may be prescribed under applicable laws.

This Policy is a forward-looking document. It is hereby clarified that existing obligations of the Company under existing contracts, pension scheme, etc. which are outstanding at the time this Policy is approved shall continue to be honoured by the Company. It is the Company's policy to honour in full any pre-existing obligations that have been entered into prior to the effective date of this Policy.

Whereas, while formulating this Policy, the Company is committed to full and transparent disclosures, certain parameters such as business targets etc. have not been disclosed as the same is not in the interest of the Company.

I. EXECUTIVE DIRECTORS

KEY PRINCIPLES

Attracting and retaining top talent is a key objective of the Company's approach to remuneration. The Company's policy remains largely unchanged from that which it has applied for a number of years and its continuity has been a stabilizing force during the periods of turbulence. The core elements of salary, variable pay, benefits and pension continue to provide an effective, relatively simple, performance- based system that fits well with the nature of Company's business and strategy.

The remuneration policy for the executive directors has been consistently guided by following key principles, which represent the underlying approach of the Board and the Committee:

a) The remuneration structure of executive directors is designed to reflect the nature of shipping business in which the Company operates. The shipping industry has long term business cycles, is capital intensive, highly regulated and has significant safety and environmental risks requiring specific entrepreneurial skills and experience, which the Company must attract and retain.
b) A substantial portion of executive directors' remuneration is linked to success in implementing the Company's strategy and varies with performance of the Company.
c) There is quantitative and qualitative assessment of each executive director's performance.
d) Total overall remuneration takes account of both the external market and Company's conditions to achieve a balanced and fair outcome.
e) Ensuring that executive directors are remunerated in a way that reflects the Company's long-term strategy. Consistent with this, a high proportion of executive directors' total remuneration has been, and will always be, strongly linked to the Company's performance.

FLEXIBILITY, JUDGEMENT AND DISCRETION

This Policy recognises that the Board and Committee shall undertake quantitative and qualitative assessments of performance in reaching its decisions. This involves the use of judgement and discretion within a framework that is approved by shareholders. The Board and Committee also need to be sufficiently flexible to take account of future changes in the industry environment and in directors' remuneration practices generally.
The ability to exercise discretion, upwards or downwards, is important to ensure that a particular outcome is fair in light of the director's own performance and the Company's overall performance.

KEY CONSIDERATIONS

A wide range of factors shall be considered when determining the remuneration for executive directors. The competitive market for top executives both within the shipping sector and broader industrial corporations provides an important context. The Company believes that it has a duty to shareholders to ensure that the Company is competitive so as to attract and retain the high calibre executives required to lead the Company.

Decisions regarding remuneration for executive directors is the responsibility of the Committee. Executive directors are not consulted directly by the Committee when making policy decisions. Although the Committee may consider feedback from various sources which provide views on a wide range of points including pay.

ELEMENTS OF REMUNERATION

Executive directors' remuneration shall be divided into following elements:

CONSOLIDATED SALARY

Consolidated Salary provides base-level fixed remuneration to reflect the scale and dynamics of the business, and to be competitive with the external market.

Consolidated Salary shall include basic salary and Company's contribution to Provident Fund, Superannuation Fund and all other allowances payable from time to time.

While determining Consolidated Salary, salary levels and total remuneration paid by companies of similar size and stature engaged in shipping, offshore and other industries globally shall be considered by the Committee.

Scale of Consolidated Salary shall be fixed for a period of 5 years and shall be reviewed every five years thereafter or such other period as may be decided from time to time.

Actual Consolidated Salary payable every year shall be reviewed annually within the broader scale as aforesaid.

Company's contribution to Provident Fund, Superannuation Fund allowances, etc. shall be as per rules of the Company and determined as per the applicable laws, if any, from time to time.

BENEFITS

There are certain benefits, such as car-related benefits, insurance and medical benefits, home loan etc. which are made available by the Company to its employees generally in accordance with its rules / terms of employment. Executive directors are entitled to receive those benefits.

Perquisites will be valued as per the provisions of Income-tax Act.

The Company shall provide following benefits to Managing Director(s):

a) Transportation/conveyance facilities.
b) Telecommunication facilities at residence.
c) Leave encashment as per the rules of the Company.
d) Reimbursement of medical expenses incurred for himself and his family.
e) Insurance cover as per the rules of the Company.
f) Housing Loan as per the rules of the Company.
g) Fees of Clubs, subject to a maximum of two clubs, excluding membership of business clubs.
h) Leave travel allowance as per the rules of the Company.

The Company shall provide following benefits to other Whole-time Directors as per rules of the Company:

a) Transportation/conveyance facilities
b) Telecommunication facilities at residence
c) Leave encashment

d) Reimbursement of medical expenses incurred for himself and his family
e) Insurance cover
f) Housing Loan
g) Membership fees of Clubs
h) Gratuity
i) [5]Leave travel allowance
j) [7]Post-retirement medical benefits
k) Other benefits as may be applicable to their respective grades

REIMBURSEMENT

Reimbursement of expenses incurred by the Managing Director(s) during business trips for travelling, boarding and lodging, including for their respective spouses.

Reimbursement of expenses incurred by other Whole-time Directors during business trips for travelling, boarding and lodging.

VARIABLE PAY[6]

It provides a variable level of remuneration dependent on short-term performance of the individual as well as the Company vis a vis industry performance globally. The test of performance by the Company is whether it is able to increase its profits when the industry environment is favourable and whether it is able to minimise its losses when the environment is harsh. The Company believes that performance of each and every employee of the Company contributes to its overall performance and hence should be rewarded suitably. Hence, the Company follows the policy of making payment of variable pay to its executive directors annually.

Variable pay is decided based on performance of executive directors as well as the Company. Where possible, the Company uses quantifiable, hard targets that can be factually measured and objectively assessed. The Company also reviews the underlying performance of the group in light of the annual plan, competitors results, etc.

Variable pay may vary from time to time but shall be maximum four times of the Consolidated Salary. Executive directors with bigger operating responsibilities may be entitled to more variable pay as compared to others.

PENSION

Pension recognises and appreciates the experience, expertise, advice, efforts and contribution provided and made by executive directors to the Company during their long years of service with the Company and/or its wholly owned subsidiaries, whether in their capacity as executive directors or otherwise.

The Company may provide pension (which includes providing perquisites) to its eligible executive directors upon their ceasing to hold office in the Company in recognition of their past services in accordance with a scheme formulated by the Board of Directors.

REVIEW

Salary reviews consider both external competitiveness and internal consistency when determining if any increases should be applied. Salary increases will be generally in line with all employee increases within the Company and other companies based in India and abroad.

Salaries are compared against other shipping and offshore majors, but the Company also monitors market practice among companies of a similar size, geographic spread and business dynamic to the Company.

Salary increases are not directly linked to performance. However a base-line level of personal contribution is needed in order to be considered for a salary increase and exceptional sustained contribution may be grounds for accelerated salary increases.

Specific measures and targets may be determined each year by the Committee. The principal measures of increments / bonus will be based on value creation and may include financial measures such as operational efficiency, operating cash flow, operating profit, cost management, project delivery, etc.

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5. Inserted w.e.f. November 2, 2018.

6. Amended w.e.f. November 2, 2018.

7. Inserted w.e.f. February 11, 2019.

II. NON-EXECUTIVE DIRECTORS

The principle which underpins the Board's policy for the remuneration of NEDs is that the remuneration should be sufficient to attract, motivate and retain world-class non-executive talent. The remuneration practice should also be consistent with recognized best practice standards for NED remuneration.

ELEMENTS

SITTING FEES

The NEDs are paid sitting fees for attending meetings of the Board of Directors. It is presently [1] ₹1 lakh per meeting.

The NEDs are also paid sitting fees for attending meetings of the Audit Committee, Nomination and Remuneration Committee and Stakeholders' Relationship Committee. It is presently ₹1 lakh per meeting.[4]

COMMISSION

It provides a variable level of remuneration dependent on short-term performance of the Company, i.e. net profits every year. Quantum of basic Commission is determined by the Board on a year to year basis.

Audit Committee Chairman is paid an additional Commission of ₹6 lakhs p.a. over and above the Commission payable to him as a Director. The other members of the Audit Committee are paid an additional Commission of ₹2.50 lakhs p.a. over and above the Commission payable as a Director.

Nomination and Remuneration Committee Chairman is paid an additional Commission of ₹3 lakhs p.a. over and above the Commission payable to him as a Director. The other members of the Nomination and Remuneration Committee are paid an additional Commission of ₹1 lakh p.a. over and above the Commission payable as a Director.

Stakeholders Relationship Committee Chairman is paid an additional Commission of ₹75,000 p.a. over and above the Commission payable to him as a Director. The other members of the Stakeholders Relationship Committee are paid an additional Commission of ₹25,000 p.a. over and above the Commission payable as a Director.

REIMBURSEMENTS

All reasonable out of pocket expenses incurred by NEDs in carrying out their duties are reimbursed. Outstation directors are paid city compensatory allowance.

The Company does not provide share options or retirement benefits to NEDs.

1. Increased from ₹ 75,000 per meeting to ₹ 1 lakh per meeting w.e.f. May 05, 2016.

4. w.e.f. May 04, 2018

III. KEY MANAGERIAL PERSONNEL AND OTHER SENIOR MANAGEMENT EMPLOYEES

OBJECTIVES

The objectives of remuneration/compensation policy are broadly as stated below:

a) To attract and retain best in class talent.
b) Remain competitive to ensure business sustainability.
c) To align employees to organizational performance.

GUIDING PRINCIPLES

The policy rests on the following tenets:

a) Internal equity
b) External competitiveness

STRUCTURE OF OVERALL COMPENSATION

a) Fixed Pay or CTC
b) Performance Incentive Pay (Variable Pay) linked to organizational and individual performance.
c) Other Benefits
d) Elements a, b relate to monetary components. Some of the aspects of element c are based on grade entitlement.

APPLICABILITY

Senior Manager and above grades

SALARY LINKED ELEMENTS

SALARY LINKED ELEMENTS	LIMITS / REMARKS
Basic	40%[2] of CTC (Fixed) - Sr. Mgr to President
HRA	30-50%[3] of basic (optional)
Car & related	Based on grade-wise eligibility (includes car value, insurance and running & maintenance expenses)
LTA / Medical	₹0-100,000/- p.a. (Optional)
Provident Fund	12% of Basic (Fixed)
Superannuation	0 or 15% of Basic (Optional)
National Pension System	0-10% of Basic (Optional)
Special Allowance	Difference between CTC and total of all other components

Notes:

LTA / MEDICAL

• Optional benefit upto a maximum limit of ₹100,000/-
• Medical includes only domiciliary medical expenses (Doctor's fee, medical bills etc.)
• LTA benefits can be claimed by submitting bills to accounts department.
• Unclaimed portion to be paid on 30th June every year after tax deduction.

2. increased from 25% to 40% w.e.f. July 01, 2015.

3. revised from 0-50% to 30-50% w.e.f. July 01, 2015.

PROVIDENT FUND

- Every employee will contribute 12% of his/her monthly basic salary.
- The Company on its part will make a matching contribution of 12% of the employee's basic salary.
- Company's contribution will be adjusted from CTC of the employee.

SUPERANNUATION

- The Company will contribute at the rate of 15% of an employee's basic salary towards Superannuation Fund.
- Contribution will be adjusted against CTC of the employee.
- This component would be optional and an employee could choose not to avail the benefit.

SPECIAL ALLOWANCE

The difference between CTC and all other components would be treated as Special Allowance. It is a balancing figure with no minimum or maximum limits.

BENEFITS OUTSIDE SALARY

- Executive Lunch
- Residence Telephone
- Life Cover
- Mobile Phone
- Corporate Club Membership
- Life cover - 3 times CTC
- Housing loan Interest Subsidy
- Holiday Home
- Health Check-ups
- Leave - 30 days
- Gratuity
- [8]Post-retirement medical benefits (applicable to eligible employees in the grade of Vice President and above)

PERFORMANCE INCENTIVE PAY (PIP) (VARIABLE PAY)

This is determined based on individual and organizational performance- Individual performance is rated on a 5 point scale annually during the final review. Organizational performance is determined on the basis of ROE and operational efficiencies. Combining both measures, the final PIP quantum is determined.

IV. OTHER EMPLOYEES:

Employees shall be assigned grades according to their qualifications and work experience, competencies as well as their roles and responsibilities in the organization. Individual remuneration shall be determined within the appropriate grade and shall be based on various factors such as job profile, skill sets, seniority, experience and prevailing remuneration levels for equivalent jobs.

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8. inserted w.e.f. February 11, 2019.

ANNEXURE 'E' TO THE BOARD'S REPORT

STATEMENT OF DISCLOSURE OF REMUNERATION

Statement of Disclosure of Remuneration under Section 197 of Companies Act, 2013 and Rule 5(1) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

I. Ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2019-20 and percentage increase in the remuneration of each Director and Key Managerial Personnel (KMP) during the financial year 2019-20 are as follows:

SR. NO.	NAME OF DIRECTOR /KMP	DESIGNATION	RATIO OF REMUNERATION OF EACH DIRECTOR TO MEDIAN REMUNERATION OF EMPLOYEES	PERCENTAGE INCREASE IN REMUNERATION
1	Mr. K. M. Sheth	Chairman	2.49	218.00
2	Mr. Bharat K. Sheth	Deputy Chairman & Managing Director	147.82	12.06
3	Mr. Tapas Icot	Executive Director & President (Shipping)	31.74	(7.41)
4	Mr. G. Shivakumar	Executive Director & CFO	38.64	14.14
5	Mr. Ravi K. Sheth*	Director	-	-
6	Mr. Berjis Desai	Director	4.61	96.00
7	Mr. Cyrus Guzder	Independent Director	6.05	127.35
8	Mr. Raju Shukla[@]	Independent Director	2.23	N.A.
9	Mr. Ranjit Pandit[#@]	Independent Director	-	-
10	Ms. Rita Bhagwati	Independent Director	3.82	121.82
11	Dr. Shankar Acharya	Independent Director	3.27	248.33
12	Mr. Vineet Nayyar	Independent Director	2.87	265.92
13	Mr. Farrokh Kavarana[$]	Independent Director	1.41	350.00
14	Mr. Jayesh M. Trivedi	Company Secretary	22.45	7.95

** Considering the time and efforts spent by Mr. Ravi K. Sheth for the business of Greatship (India) Limited (GIL) and its subsidiaries, entire remuneration to Mr. Ravi K. Sheth is paid by GIL.*

[#] Mr. Ranjit Pandit has waived off his right to receive sitting fee and commission from the Company.

[$] Ceased to be the Director of the Company w.e.f. November 14, 2019.

[@]Appointed as Independent Directors w.e.f. June 01, 2019.

Notes: Considering the pattern of employment in the shipping business, the remuneration paid to members of the shipboard staff who have worked on board the Company's ships for only a short period during the year have not been considered for the purpose of calculating median remuneration.

II. The percentage increase in the median remuneration of employees in the financial year 2019-20 was 1.10%.

III. The Company had 1322 permanent employees on the rolls of the Company as on March 31, 2020.

IV. The average decrease in remuneration of employees was 5.55% during the financial year 2019-20. The average increase in the remuneration of KMPs was 8.97% during the financial year 2019-20. Considering the industry performance as well as performance of the Company, change in the remuneration of KMPs is considered appropriate.

V. The Board of Directors hereby affirms that the remuneration is as per the remuneration policy of the Company.

VI. The statement pursuant to Rule (5)(2) is enclosed.

ANNEXURE TO STATEMENT OF DISCLOSURE OF REMUNERATION

Information as per Rule 5 (2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

SR. NO.	NAME	DESIGNATION	REMUNERATION RECEIVED (₹) GROSS	QUALIFICATIONS	EXPERIENCE (YEARS)	DATE OF COMMENCEMENT OF EMPLOYMENT	AGE (YEARS)	LAST EMPLOYMENT HELD
DIRECTORS :								
1	# Bharat K. Sheth	Deputy Chairman & Managing Director	94,369,891	B.Sc. (Scotland)	39	01-Oct-1981	62	-
2	Tapas Icot	Executive Director & President (Shipping)	20,265,778	B. Com (Hons.), AIII, DMS, FICA, MFM	42	20-Feb-1991	64	Essar Shipping Ltd.
3	G.Shivakumar	Executive Director & Chief Financial Officer	24,667,837	B.Com., PGDM	30	16-Sep-2008	52	Greatship (India) Ltd.
SHORE STAFF :								
4	Avinash L. Sukthankar	Assistant Vice President - Accounts & MIS	12,387,976	B.Com., ACA	32	15-Sep-1997	56	The Indian Hotels Co. Ltd.
5	Bipin B Sinha	Advisor, Shipping	10,402,416	Master FG, Dip. in Shipping Management	41	22-Sep-2017	62	The Shipping Corporation of India Ltd.
6	Cherian K Cherian*	Assistant Vice President, Materials Procurement	8,928,961	B.E., DMS	41	04-Sep-2000	63	Crompton Greaves Ltd.
7	David D. Birwadkar	Vice-President,Training & Assessment	13,129,103	1st Class MOT	37	28-Dec-2006	59	Anglo Eastern Ship Management Pvt Ltd
8	Jayesh M. Trivedi	President - Secl. & Legal and Company Secretary	14,333,820	B.Com.,BGL,FCS	41	19-Jul-2000	60	DCW Home Products Ltd.
9	Mudit Mehrotra	Assistant Vice President, Technical	11,303,623	1st Class MOT	31	04-Apr-1989	54	-
10	Pradeep Correa	Head - Fleet Personnel	10,923,182	Master FG	40	26-Apr-2001	59	Varun Shipping Company Ltd.
11	Prakash Correa	Vice President - Operations	14,435,993	Master FG	42	23-Jun-2004	61	Varun Shipping Company Ltd.
12	Pramod K. Dhyani	Asst. Vice President, Coastal Operations	11,966,475	Master FG	40	16-Apr-1979	62	-
13	Reginald C. Sequeira	Head - Bulk Carrier Business Unit	14,099,658	B.Sc., MBA, LLB	44	18-Dec-2006	64	Noble Chartering Ltd, Hong Kong
14	Salil R Manalmaril	Head - Human Resources	11,353,067	B.Tech., PGD (PM & IR)	28	06-May-2005	53	BPL Mobile
15	Somesh K. Kapila	Head - Tanker Business Unit	12,385,075	B.Sc., PGDBM	32	04-May-1995	55	Shipping Corporation of India Ltd.

SR. NO.	NAME	DESIGNATION	REMUNERATION RECEIVED (₹) (GROSS)	QUALIFICATIONS	EXPERIENCE (YEARS)	DATE OF COMMENCEMENT OF EMPLOYMENT	AGE (YEARS)	LAST EMPLOYMENT HELD
FLOATING STAFF :								
1	Dhillon J. S.*	Master	3,870,823	Master (F.G)	41	27-Nov-2019	61	OSM Maritime Services Ltd.
2	Kumar K	Chief Engineer	10,337,537	Class I (Motor)	21	27-Apr-2005	47	Shipping Corporation of India Ltd.
3	Paramanick D.*	Chief Engineer	7,632,321	Class I (Motor)	14	16-Sep-2019	48	Bernhard Schulte Shipmanagement (I) Pvt. Ltd.
4	Rawal S.*	Chief Engineer	6,679,157	Class I (Motor)	31	10-Sep-2019	59	Fleet Management Ltd.
5	Saxena P. B. *	Chief Engineer	6,163,766	Class I (Motor)	20	25-Sep-2019	45	Aza Shipping Pvt. Ltd
6	Shetty C.*	Master	3,999,801	Master (F.G)	41	19-Nov-2019	62	Anglo Eastern Ship Management Pvt Ltd.
7	Singh R.S.	Master	11,905,941	Master (F.G)	16	28-Jul-2003	36	-
8	Singh R. V. *	Master	7,734,477	Master (F.G)	19	27-Apr-2000	38	-

* Employed for the part of the year.

.# Nature of employment is contractual for these employees and non-contractual for others.

Notes:

Percentage of equity shares held by the employees in the Company within the meaning of Rule 5(2)(iii) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014: N.A.

Remuneration received 'Gross" includes Salary, Allowances, Bonus/Commission, Company's contribution to Provident Fund , RPFC Pension Fund, Superannuation Fund, and National Pension Scheme, taxable value of perquisites.

InthecaseofShore-Staff,othertermsandconditionsareasperCompany'sservicerules whereasforFloatingStafftheyareasperagreementswithMaritimeUnionofIndia/NationalUnionofSeafarers of India.

In addition to the above remuneration, employees are entitiled to gratuity in accordance with the Company's rules.

Mr.Bharat K. Sheth is son of Mr. K.M. Sheth, Chairman and brother of Mr. Ravi K. Sheth, Director of the Company.

None of the other employees is related to any Director of the Company.

ANNEXURE 'F' TO THE BOARD'S REPORT

PARTICULARS OF CONTRACTS WITH RELATED PARTIES - FORM NO. AOC 2

[Pursuant to Clause (h) of sub section (3) of section 134 of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014]

Form for disclosure of particulars of contracts / arrangements entered into by the Company with the related parties referred to in sub section 1 of Section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto.

Details of contracts/arrangements or transactions not at arm's length basis: The details of the contracts/ arrangements or transactions entered into during the year ended March 31, 2020, which were not at arm's length basis are as follows:

NAME OF RELATED PARTY	NATURE OF RELATIONSHIP	NATURE OF CONTRACT/ ARRANGEMENT/ TRANSACTION	DURATION OF CONTRACT/ ARRANGEMENT/ TRANSACTION	SALIENT TERMS OF CONTRACT/ ARRANGEMENT/ TRANSACTION	DATE OF BOARD APPROVAL	AMOUNT (₹ IN CRORES)
NIL						

Justification: N.A.

Details of material contracts/arrangements or transactions at arm's length basis:

The details of contracts/arrangements or transactions at arm's length basis and in the ordinary course of business of the Company for the year ended March 31, 2020 are as follows:

NAME OF RELATED PARTY	NATURE OF RELATIONSHIP	NATURE OF CONTRACT / ARRANGEMENT / TRANSACTION	DURATION OF CONTRACT / ARRANGEMENT / TRANSACTION	SALIENT TERMS OF CONTRACT / ARRANGEMENT / TRANSACTION	AMOUNT (₹ IN CRORES)
The Greatship (Singapore) Pte. Ltd.	Wholly owned Subsidiary	Agency Fees	Several transactions during the year	Payment of fees for shipping agency services availed by the Company	1.07
The Greatship (Singapore) Pte. Ltd.	Wholly owned Subsidiary	Agency Disbursement	Several transactions during the year	Reimbursement of expenses incurred while rendering shipping agency services to the Company	5.18
The Greatship (Singapore) Pte. Ltd.	Wholly owned Subsidiary	Dividend Income		Dividend received by the Company as per the terms of equity shares held by the Company	2.51
The Greatship (Singapore) Pte. Ltd	Wholly owned Subsidiary	Payables		Outstanding amount towards agency fees and disbursements	0.80
The Great Eastern Chartering LLC	Wholly owned Subsidiary	Payables		Outstanding amount towards in-chartering of vessels by the Company	0.43
The Great Eastern Chartering LLC (FZC)	Wholly owned Subsidiary	Dividend Income		Dividend received by the Company as per the terms of equity shares held by the Company	29.41
Greatship (India) Ltd.	Wholly owned Subsidiary	Sale of Training Slots	Several transactions during the year	Sale of training slots as per DG Shipping Rules	1.25
Greatship (India) Ltd.	Wholly owned Subsidiary	Interest Income		Interest income accrued by the Company as per the terms of preference shares held by the Company	25.67

NAME OF RELATED PARTY	NATURE OF RELATIONSHIP	NATURE OF CONTRACT / ARRANGEMENT / TRANSACTION	DURATION OF CONTRACT / ARRANGEMENT / TRANSACTION	SALIENT TERMS OF CONTRACT / ARRANGEMENT / TRANSACTION	AMOUNT (₹ IN CRORES)
Greatship (India) Ltd.	Wholly owned Subsidiary	Interest Income Receivable		Interest income receivable by the Company as per the terms of preference shares held by the Company	25.67
Greatship (India) Ltd.	Wholly owned Subsidiary	Receivables		Receivables towards Sale of training slots by the Company	0.75
Great Eastern CSR Foundation	Wholly owned Subsidiary	Donation Given		Donation given pursuant to Section 135 of the Companies Act, 2013	3.63
Mr. Rahul R. Sheth	Son of Mr. Ravi K. Sheth (Director of the Company)	Holding office or place of profit	With effect from October 1, 2014	Salary upto ₹25 lakhs and other benefits applicable to his grade from time to time	0.25

For and on behalf of the Board of Directors

K.M. Sheth
Chairman
(DIN : 00022079)

Mumbai, May 30, 2020

ANNEXURE ‘G’ TO THE BOARD’S REPORT

EXTRACT OF ANNUAL RETURN - FORM NO. MGT - 9

EXTRACT OF ANNUAL RETURN AS ON THE FINANCIAL YEAR ENDED ON MARCH 31, 2020

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS

a	CIN	L35110MH1948PLC006472
b	Registration Date	03/08/1948
c	Name of the Company	The Great Eastern Shipping Company Limited
d	Category/Sub-Category of the Company	Public company /Limited by shares
e	Address of the Registered office and contact details	Ocean House, 134/A, Dr. Annie Besant Road, Worli, Mumbai 400 018 Tel : 022-66613000 / 24922100 Fax : 022-24925900 E-mail : shares@greatship.com
f	Whether listed Company	Yes
g	Name Address and Contact details of Registrar and Transfer Agent, if any	KFIN Technologies Pvt. Ltd. Unit: The Great Eastern Shipping Co. Ltd. Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500 032 Tel: +91 40 6716 2222 Fax: +91 40 2342 0814 Email: einward.ris@kfintech.com

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:

SR. NO.	NAME AND DESCRIPTION OF MAIN PRODUCTS/SERVICES	NIC CODE OF THE PRODUCT/SERVICE	% TO TOTAL TURNOVER OF THE COMPANY
1	Shipping	50120	89.70*

**10.30% of total turnover of the Company comprises of other operating revenue and other income.*

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

SR. NO.	NAME OF THE COMPANY	ADDRESS	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
1	The Greatship (Singapore) Pte. Ltd.	300, Beach Road, #16-06, The Concourse, Singapore 199555	NA	Subsidiary	100%	2(87)(ii)
2	The Great Eastern Chartering LLC (FZC)	Executive Suite ZI-42, P.O. Box 9271, Sharjah, UAE	NA	Subsidiary	100%	2(87)(ii)
3	The Great Eastern Chartering (Singapore) Pte. Ltd.	300, Beach Road, #16-06, The Concourse, Singapore 199555	NA	Subsidiary	100%	2(87)(ii)
4	Great Eastern CSR Foundation	Plot - 134A, Ocean House,Dr. Annie Besant Road, New Worli Police Station, Shivaji Nagar, Worli, Mumbai 400018	U85300MH2015 NPL262266	Subsidiary	100%	2(87)(ii)
5	Greatship (India) Ltd.	Indiabulls Finance Centre, Tower 3, 23rd Floor, Senapati Bapat Marg, Elphinstone Road (West), Mumbai 400013	U63090MH2002 PLC136326	Subsidiary	100%	2(87)(ii)
6	Greatship Global Offshore Services Pte. Ltd.*	300, Beach Road, #16-06, The Concourse, Singapore 199555	NA	Subsidiary	100%	2(87)(ii)
7	Greatship Global Energy Services Pte. Ltd.*	300, Beach Road, #16-06, The Concourse, Singapore 199555	NA	Subsidiary	100%	2(87)(ii)
8	Greatship (UK) Ltd.*	Imperial House, 8 Kean Street, London WC2B4AS	NA	Subsidiary	100%	2(87)(ii)
9	Greatship Oilfield Services Ltd.*	Indiabulls Finance Centre, Tower 3, 23rd Floor, Senapati Bapat Marg, Elphinstone Road (West), Mumbai 400013	U74900MH2015 PLC266483	Subsidiary	100%	2(87)(ii)

** Wholly owned subsidiaries of Greatship (India) Ltd.*

IV. SHARE HOLDING PATTERN (EQUITY SHARE CAPITAL BREAKUP AS PERCENTAGE OF TOTAL EQUITY)

a) Category-wise Share Holding

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	
A	**PROMOTERS**									
1	**INDIAN**									
a	Individual /HUF	38469077	0	38469077	25.51	35787636	0	35787636	24.35	(1.16)
b	Central Government	0	0	0	0	0	0	0	0	0
c	State Government(s)	0	0	0	0	0	0	0	0	0
d	Bodies Corporate	6251857	0	6251857	4.15	6582581	0	6582581	4.48	0.33
e	Financial Institutions / Banks	0	0	0	0	0	0	0	0	0
f	Others	0	0	0	0	0	0	0	0	0
Sub-Total (A)(1) :		**44720934**	**0**	**44720934**	**29.66**	**42370217**	**0**	**42370217**	**28.83**	**(0.83)**
2	**FOREIGN**									
a	Individuals (NRIs)	0	0	0	0	0	0	0	0	0
b	Individuals (Others)	0	0	0	0	0	0	0	0	0
c	Bodies Corporate	0	0	0	0	0	0	0	0	0
d	Banks/FI	0	0	0	0	0	0	0	0	0
e	Others	0	0	0	0	0	0	0	0	0
Sub-Total (A)(2) :		**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**
Total shareholding of promoters A=A(1)+A(2)		**44720934**	**0**	**44720934**	**29.66**	**42370217**	**0**	**42370217**	**28.83**	**(0.83)**
B	**PUBLIC SHAREHOLDING**									
1	**INSTITUTIONS**									
a	Mutual Funds	32598783	1932	32600715	21.62	28968432	132	28968564	19.71	(1.91)
b	Financial Institutions / Banks	129573	15360	144933	0.10	159939	3599	163538	0.11	0.01
c	Central Government	0	10238	10238	0.01	0	10238	10238	0.01	0
d	State Government(s)	0	0	0	0	0	0	0	0	0
e	Venture Capital Funds	0	0	0	0	0	0	0	0	0

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	
f	Insurance Companies	5015681	45	5015726	3.33	5938981	45	5939026	4.04	0.71
g	Foreign Institutional Investors	28925027	15210	28940237	19.19	32341030	15210	32356240	22.02	2.83
h	Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i	Others – Alternate Investment Fund	20000	0	20000	0.01	54000	0	54000	0.04	0.03
Sub-Total B (1) :		**66689064**	**42785**	**66731849**	**44.26**	**67462382**	**29224**	**67491606**	**45.92**	**1.66**
2	**NON-INSTITUTIONS**									
a	Bodies Corporate									
	(i) Indian	7758389	38919	7797308	5.17	2987957	38216	3026173	2.06	(3.11)
	(ii) Overseas	0	0	0	0	0	0	0	0	0
b	Individuals									
	(i) Individual shareholders holding nominal share capital upto ₹1 lakh	18064835	2274042	20338877	13.49	17301109	2002480	19303589	13.13	(0.35)
	(ii) Individual shareholders holding nominal share capital in excess of ₹1 lakh	9040191	308831	9349022	6.20	12006795	294770	12301565	8.37	2.17
c	Others									
	IEPF	572421	0	572421	0.38	657561	0	657561	0.45	0.07
	Foreign Nationals	2600	0	2600	0	3600	0	3600	0	0
	Non Resident Indians	1247059	16131	1263190	0.84	1265059	15926	1280985	0.87	0.03
	Overseas Corporate Bodies	0	864	864	0	0	864	864	0	0
	Qualified Foreign Buyer	0	0	0	0	530324	0	530324	0.36	0.36
Sub-Total (B)(2) :		**36685495**	**2638787**	**39324282**	**26.08**	**34752405**	**2352256**	**37104661**	**25.25**	**(0.83)**
Total (B)=(B)(1)+(B)(2)		**103374559**	**2681572**	**106056131**	**70.34**	**102214787**	**2381480**	**104596267**	**71.17**	**0.83**
C	**SHARES HELD BY CUSTODIANS FOR GDRS AND ADRS**									
	Public	0	0	0	0	0	0	0	0	0
	GRAND TOTAL (A+B+C)	**148095493**	**2681572**	**150777065**	**100**	**144585004**	**2381480**	**146966484**	**100**	**0**

b) Shareholding of Promoters

SR. NO.	SHAREHOLDERS NAME	SHAREHOLDING AT THE BEGINNING OF THE YEAR			SHAREHOLDING AT THE END OF THE YEAR			% CHANGE IN SHAREHOLDING 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	A H Bhiwandiwalla Consultancy Pvt Ltd	3600	0		3600	0		0
2	Amita Ravi Sheth	183808	0.12		183808	0.13		0.01
3	Arjun Ravi Sheth	50040	0.03		50040	0.03		0
4	Anuradha Manghnani#	75500	0.05		-	-		(0.05)
5	Asha Vasant Sheth#	2122851	1.41		-	-		(1.45)
6	Ashadeep Trading LLP#	203444	0.13		-	-		(0.14)
7	Bharat K. Sheth	15719490*	10.43		15719490*	10.69		0.26
8	Gopa Investments Co (Pvt) Ltd	424000	0.28		424000	0.29		0.01
9	Gopali Mulji	400000	0.27		400000	0.27		0
10	Jyoti Bharat Sheth	137796	0.09		137796	0.09		0
11	Jyotsna Kanaiyalal Sheth	247968	0.16		247968	0.17		0.01
12	Kabir Mulji	529615	0.35		529615	0.36		0.01
13	Kapil Nagu#	76102	0.05		-	-		(0.05)
14	K. M. Sheth	278133	0.18		278133	0.19		0.01
15	Ketaki Vasant Sheth#	989980	0.66		-	-		(0.67)
16	Laadki Trading and Investments Ltd	5524981	3.66		6154981	4.19		0.53
17	Nirja Bharat Sheth	105317	0.07		105317	0.07		0.07
18	Nisha Viraj Mehta	112037	0.07		112037	0.08		0.01
19	Rahul Ravi Sheth	108521	0.07		108521	0.07		0
20	Rajni Nagu#	-	-		-	-		-
21	Ravi K. Sheth	15262504*	10.12		15845496*	10.78		0.66
22	Rosaleen Mulji	432000	0.29		432000	0.29		0
23	Sachin Mulji	1055000	0.70		1055000	0.72		0.02
24	Sangita Mulji	582415	0.39		582415	0.40		0.01
25	V J Share Enterprises LLP#	95832	0.06		-	-		(0.07)
	Total	**44720934**	**29.66**		**42370217**	**28.83**		**(0.83)**

** Total shareholding includes shares held as trustee*

 # These members of the promoter group have been re-classified to public category w.e.f. December 11, 2019.

c) Details of changes in promoters' shareholding

SL NO	NAME OF THE SHARE HOLDER	SHAREHOLDING AT THE BEGINNING OF THE YEAR		DATE	INCREASE/ DECREASE IN SHARE HOLDING	REASON	CUMULATIVE SHAREHOLDING DURING THE YEAR AND AT THE END OF THE YEAR	
		NO OF SHARES	% OF TOTAL SHARES OF THE COMPANY				NO OF SHARES	% OF TOTAL SHARES OF THE COMPANY
1	Anuradha Manghnani	75500	0.05	11.12.2019	(75500)	Reclassified as public shareholders	N.A.	N.A.
2	Asha Vasant Sheth	2122851	1.41	11.12.2019	(2122851)	Reclassified as public shareholders	N.A.	N.A.
3	Ashadeep Trading LLP	203444	0.13	11.12.2019	(203444)	Reclassified as public shareholders	N.A.	N.A.
4	Kapil Nagu	76102	0.05	11.12.2019	(76102)	Reclassified as public shareholders	N.A.	N.A.
5	Ketaki Vasant Sheth	989980	0.66	11.12.2019	(989980)	Reclassified as public shareholders	N.A.	N.A.
6	Laadki Trading and Investments Ltd	5524981	3.66	29.11.2019	327100	Buy	5852081	3.98
				06.12.2019	302900	Buy	6154981	4.19
7	Ravi K. Sheth	15262504*	10.12	20.03.2020	308979	Buy	15571483	10.60
				27.03.2020	262267	Buy	15833750	10.77
				31.03.2020	11746	Buy	15845496*	10.78
8	V J Share Enterprises LLP	95832	0.06	11.12.2019	(95832)	Reclassified as public shareholders	N.A.	N.A.

** Total shareholding includes shares held as trustee.*

d) Shareholding pattern of top ten shareholders (other than Directors, Promoters and Holders of GDRs and ADRs)

SL NO.	NAME OF THE SHARE HOLDER	SHAREHOLDING AT THE BEGINNING OF THE YEAR		DATE	INCREASE/ DECREASE IN SHARE HOLDING	REASON	CUMULATIVE SHAREHOLDING DURING THE YEAR AND AT THE END OF THE YEAR	
		NO OF SHARES	% OF TOTAL SHARES OF THE COMPANY				NO OF SHARES	% OF TOTAL SHARES OF THE COMPANY
1	Nalanda India Equity Fund Limited	10524139	6.98				10524139	7.16
2	SBI Equity Hybrid Fund	5537077	3.67				5537077	3.77
3	Fidelity Puritan Trust-Fidelity Low-Priced Stock Fund	4800000	3.18					
				23.08.2019	(100000)	Sell	4700000	3.20
4	ICICI Prudential Multi Asset Fund	4793708	3.18					
				12.04.2019	(253390)	Sell	4540318	3.01
				03.05.2019	5324	Buy	4545642	3.01
				29.11.2019	(10)	Sell	4545632	3.09
5	ICICI Prudential Life Insurance Company Ltd	4423678	2.93					
				05.04.2019	(67304)	Sell	4356374	2.89
				12.04.2019	(64949)	Sell	4291425	2.85
				24.05.2019	2910	Buy	4294335	2.85
				19.07.2019	(1217)	Sell	4293118	2.86
				26.07.2019	(588)	Sell	4292530	2.86
				09.08.2019	(55264)	Sell	4237266	2.82
				30.08.2019	(242131)	Sell	3995135	2.66
				06.09.2019	41858	Buy	4036993	2.71
				13.09.2019	(866)	Sell	4036127	2.71
				20.09.2019	(609713)	Sell	3426414	2.30
				27.09.2019	(379250)	Sell	3047164	2.05
				11.10.2019	(132733)	Sell	2914431	1.96
				18.10.2019	(17540)	Sell	2896891	1.96
				01.11.2019	(44942)	Sell	2851949	1.93
				08.11.2019	(59720)	Sell	2792229	1.89
				15.11.2019	(89)	Sell	2792140	1.89
				22.11.2019	(394)	Sell	2791746	1.89
				29.11.2019	(408)	Sell	2791338	1.90
				06.12.2019	(10593)	Sell	2780745	1.89
				13.12.2019	(1156)	Sell	2779589	1.89
				27.12.2019	(500)	Sell	2779089	1.89

SL NO.	NAME OF THE SHARE HOLDER	SHAREHOLDING AT THE BEGINNING OF THE YEAR		DATE	INCREASE/ DECREASE IN SHARE HOLDING	REASON	CUMULATIVE SHAREHOLDING DURING THE YEAR AND AT THE END OF THE YEAR	
		NO OF SHARES	% OF TOTAL SHARES OF THE COMPANY				NO OF SHARES	% OF TOTAL SHARES OF THE COMPANY
				31.12.2019	(429)	Sell	2778660	1.89
				24.01.2020	(21358)	Sell	2757302	1.88
				14.02.2020	(78642)	Sell	2678660	1.82
6	HDFC Small Cap Fund	4296558	2.85					
				05.04.2019	42000	Buy	4338558	2.88
				12.04.2019	11200	Buy	4349758	2.96
7	ICICI Prudential Value Discovery Fund	3465077	2.30				3465077	2.36
8	Franklin Templeton Investment Funds	0	0					
				25.10.2019	1840267	Buy	1840267	1.24
				01.11.2019	121933	Buy	1962200	1.33
				08.11.2019	174240	Buy	2136440	1.44
				15.11.2019	123767	Buy	2260207	1.53
				22.11.2019	480578	Buy	2740785	1.86
				29.11.2019	229874	Buy	2970659	2.02
				13.12.2019	320400	Buy	3291059	2.24
9	General Insurance Corporation of India	3101311	2.06					
				06.12.2019	(5209)	Sell	3096102	2.11
				13.12.2019	(3215)	Sell	3092887	2.10
				20.12.2019	(30735)	Sell	3062152	2.08
				27.12.2019	(8000)	Sell	3054152	2.08
				03.01.2020	(11500)	Sell	3042652	2.07
				10.01.2020	(24669)	Sell	3017983	2.05
				17.01.2020	(8786)	Sell	3009197	2.05
				31.01.2020	(31258)	Sell	2977939	2.03
				07.02.2020	(13428)	Sell	2964511	2.02
10	UTI-Dividend Yield Fund	1743121	1.16				1743121	1.19
11	SBI Focussed Equity Fund	3100000	2.06					
				18.10.2019	(166366)	Sell	2933634	1.98
				25.10.2019	(2933634)	Sell	0	0

e) Shareholding of Directors and Key Managerial Personnel

SL NO	NAME	SHAREHOLDING AT THE BEGINNING OF THE YEAR		DATE	INCREASE/ DECREASE IN SHARE HOLDING	REASON	CUMULATIVE SHAREHOLDING DURING THE YEAR AND AT THE END OF THE YEAR	
		NO OF SHARES	% OF TOTAL SHARES OF THE COMPANY				NO OF SHARES	% OF TOTAL SHARES OF THE COMPANY
1	K M Sheth	278133	0.18				278133	0.19
2	Bharat K Sheth	15719490*	10.43				15719490*	10.69
3	Ravi K Sheth	15262504*	10.12	20.03.2020	308979	Buy	15571483	10.60
				27.03.2020	262267	Buy	15833750	10.77
				31.03.2020	11746	Buy	15845496*	10.78
4	Berjis Desai	800	0				800	0
5	Cyrus Guzder	986	0	16.03.2020	(986)	Sell	0	0
6	Raju Shukla$	N.A.	N.A.				0	0
7	Ranjit Pandit$	N.A.	N.A.				0	0
8	Rita Bhagwati	0	0				0	0
9	Shankar Acharya	0	0				0	0
10	Vineet Nayyar	23005	0.02				23005	0.02
11	Tapas Icot	1600	0				1600	0
12	G Shivakumar	57	0				57	0
13	Farrokh Kavarana#	3153	0				N.A.	N.A.
14	Jayesh M Trivedi	80	0				80	0

** Total shareholding includes shares held as trustee.*

$ Appointed as the Director of the Company w.e.f June 01, 2019.

 # Ceased to be the Director of the Company w.e.f. November 14, 2019.

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment.

(₹ in crores)

	SECURED LOANS EXCLUDING DEPOSITS	UNSECURED LOANS	DEPOSITS	TOTAL INDEBTEDNESS
Indebtedness at the beginning of the financial year				
i) Principal Amount	1,629.96	2,485.00	-	4,114.96
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	52.41	114.55	-	166.96
Total (i+ii+iii)	**1,682.37**	**2,599.55**	**-**	**4,281.93**
Change in Indebtedness during the financial year				
- Addition	299.81	-	-	299.81
- Reduction	(469.79)	(435.00)	-	(904.79)
- Exchange Difference Adjustment	93.38	-	-	93.38
Net Change	**(76.60)**	**(435.00)**	**-**	**(511.60)**
Indebtedness at the end of the financial year				
i) Principal Amount	1,553.36	2,050.00	-	3,603.36
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	35.09	93.69	-	128.79
Total (i+ii+iii)	**1,588.46**	**2,143.69**	**-**	**3,732.15**

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A) REMUNERATION TO MANAGING DIRECTOR, WHOLE-TIME DIRECTORS AND/OR MANAGER:

(Amount in ₹)

SN.	PARTICULARS OF REMUNERATION	BHARAT K. SHETH	TAPAS ICOT	G. SHIVAKUMAR	TOTAL AMOUNT
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	3,18,89,760	1,17,48,000	1,08,66,233	**5,45,03,993**
	(b) Value of perquisites u/s 17(2) of the Income-tax Act, 1961	80,80,996	45,23,204	39,42,728	**1,65,46,928**
	(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	-	-	-	**-**
	- Variable Pay	5,04,00,000	30,00,000	89,60,000	**6,23,60,000**
5	Others Benefits	39,99,135	9,94,574	8,98,876	**58,92,585**
	Total (A)	**9,43,69,891**	**2,02,65,778**	**2,46,67,837**	**13,93,03,506**
	Ceiling as per the Act (₹ in crores)				**26.50**

• Salary excludes variable pay for previous financial year, i.e. FY 18-19.
• Mr. Tapas Icot and Mr. G. Shivakumar are also entitled to gratuity in accordance with the Company's rules.

Note: The Remuneration Committee has formulated a Retirement Benefit Scheme for the eligible Wholetime Directors. The Board approved Scheme has been made effective from January 01, 2005. The Scheme provides for provision of pension, medical reimbursements and other benefits to the eligible retiring Wholetime Directors. On the basis of an actuarial valuation, an amount of ₹2.39 crore (previous year ₹0.47 crore) was provided during the year for pension payable to eligible Wholetime Directors on their retirement.

B) REMUNERATION TO OTHER DIRECTORS (NON-EXECUTIVE & INDEPENDENT DIRECTORS)

(Amount in ₹)

SN.	PARTICULARS OF REMUNERATION	K. M. SHETH*	RITA BHAGWATI	FARROKH KAVARANA#	SHANKAR ACHARYA	BERJIS DESAI	CYRUS GUZDER	VINEET NAYYAR	RAJU SHUKLA	RANJIT PANDIT&	RAVI K. SHETH$	TOTAL AMOUNT
1	**Independent Directors**											
	Fee for attending board and committee meetings	-	1,200,000	900,000	1,000,000	-	1,900,000	800,000	500,000	NA	NA	6,300,000
	Commission	-	1,240,000	-	1,090,000	-	1,965,000	1,029,617	924,044	NA	NA	6,248,661
	Others, please specify											
	Total (1)	**-**	**2,440,000**	**900,000**	**2,090,000**	**-**	**3,865,000**	**1,829,617**	**1,424,044**	**NA**	**NA**	**12,548,661**
2	**Other Non-Executive Directors**											
	Fee for attending board and committee meetings@	600,000				1,600,000						2,200,000
	Commission	990,000				1,340,000						2,330,000
	Others, please specify*	177,79,706										177,79,706
	Total (2)	**19,369,706**				**2,940,000**						**22,309,706**
	Total (B)=(1+2)	**19,369,706**	**2,440,000**	**900,000**	**2,090,000**	**2,940,000**	**3,865,000**	**1,829,617**	**1,424,044**	**NA**	**NA**	**3,48,58,367**
	Total Managerial Remuneration (A+B)											**17,41,61,873**
	Overall Ceiling as per the Act (₹ In crores)											**29.15**

** During the year ₹177,79,706 was paid to Mr. K.M. Sheth towards pension and other retirement benefits as per the Retirement Benefit Scheme.*

@ Includes fees for attending Audit Committee meeting held on June 15, 2018 paid in FY 2019-20.

$ Considering the time and efforts spent by Mr. Ravi K. Sheth for the business of Greatship (India) Ltd. (GIL) and its subsidiaries, entire remuneration to Ravi K. Sheth is paid by GIL.

 # Ceased to be a Director w.e.f. November 14, 2019.

& Mr. Ranjit Pandit has waived off his right to receive sitting fee and commission from the Company.

C) REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

(Amount in ₹)

SN	PARTICULARS OF REMUNERATION	KEY MANAGERIAL PERSONNEL MR. JAYESH M. TRIVEDI (COMPANY SECRETARY)
1	Gross salary	
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	12,594,774
	(b) Value of perquisites u/s 17(2) of the Income-tax Act, 1961	1,070,934
	(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	Other benefits	668,112
	Total	**14,333,820**

** Salary includes variable pay for previous financial year, i.e. FY 2018-19. Mr. Jayesh M. Trivedi is also entitled to gratuity in accordance with the Company's rules.*

VII. 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)
COMPANY/ DIRECTORS/ OTHER OFFICERS IN DEFAULT					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL

For and on behalf of the Board of Directors

K.M. Sheth
Chairman
(DIN : 00022079)

Mumbai, May 30, 2020.

ANNEXURE 'H' TO THE BOARD'S REPORT

DIVIDEND DISTRIBUTION POLICY

I. This Policy is made pursuant to the requirements of Regulation 43A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as the 'Regulations').

II. Dividend is the share of profits of a company which is paid by the company to its shareholders.

The process of declaration of dividend and, in certain circumstances, quantum of dividend is regulated by the Companies Act, 2013 (hereinafter referred to as the '**Act**'). Provisions of Income Tax Act, 1961 are also relevant. There may also be certain contractual constraints.

As per the Act, 'interim' dividend can be declared by the Board of Directors. Whereas, 'final' dividend is recommended by the Board of Directors and declared by shareholders at their annual general meeting.

III. Declaration of 'dividend' is one of the key financial decisions of the Company, forming part of the overall strategy for efficient allocation of capital as well as increasing shareholder's wealth.

There are numerous factors which affect the decision concerning the portion of the profits of the Company to be distributed by way of dividend and the portion to be retained for future requirements.

This Policy sets out the general parameters adopted by the Company for declaration of dividend for guidance purposes.

The broad parameters (for declaration of dividend or otherwise and quantum of dividend) are as follows:

a) **Profitability:**
'Profitability' is the prime factor that determines the amount of dividend to be distributed by the Company. The Company shall strive to maintain a positive relationship between profitability and dividend payout.

Dividend shall normally be paid out of current year's profits. However, the Company may sometimes declare dividend out of past year's profits.

b) **Liquidity:**
Liquidity is another factor that determines the amount of dividend to be distributed by the Company. Here, liquidity refers to the 'cash position' of the Company. The Company shall strive to maintain a positive relationship between liquidity and dividend payout.

c) **Leverage and debt repayment:**
This is also considered a key factor for declaration of dividend. High leverage ratios lead to high financing costs and thereby weakening the position to pay higher dividends. There is a negative relationship between leverage and dividend payout.

d) **Capital requirements:**
A negative relationship is expected between long term and short term capital requirements and dividend payout. Sometimes, the Company may be required to retain a higher part of its profits for strengthening its financial position as well as for meeting its long term and short term capital requirements.

e) **Group companies**
The Company will also consider the financial support required by its subsidiary and investee companies when deciding on the amount of dividend paid out to shareholders.

f) **Other factors**
The Company also needs to consider several other factors such as modernization of fleet, major repairs and maintenance, likelihood of crystallization of contingent liabilities, material risks being faced by the Company, etc. while taking decision on declaration of dividend.

IV. This Policy has been adopted by the Board of Directors of the Company at its meeting held on August 11, 2016.

ANNEXURE 'I' TO THE BOARD'S REPORT

SECRETARIAL AUDIT REPORT

FORM MR-3

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2020
[PURSUANT TO SECTION 204(1) OF THE COMPANIES ACT, 2013 AND RULE 9 OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014]

To,
The Members,
The Great Eastern Shipping Company Limited,
134/ A, Ocean House,
Dr. Annie Besant Road,
Worli, Mumbai – 400018

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **The Great Eastern Shipping Company Limited** (hereinafter called "the Company"). Secretarial audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliance and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2020, complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2020 according to the provisions of:

I. The Companies Act, 2013 ('the Act') and the rules made thereunder;
II. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
III. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
IV. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, ~~Overseas Direct Investment~~ and External Commercial Borrowings;
V. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
   a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
   b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
   c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (during the period under review not applicable to the company);
   d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (during the period under review not applicable to the company);
   e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (during the period under review not applicable to the Company);
   f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client (during the period under review not applicable to the Company);
   g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (during the period under review not applicable to the Company); and
   h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
VI. Merchant Shipping Act, 1958.

We have also examined compliance with the applicable clauses of the following:

I. Secretarial Standards issued by the Institute of Company Secretaries of India;
II. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

During the period under review the Company has complied with the provisions of Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We further report that:
The Board of Directors of the Company is duly constituted with proper balance of the Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views, if any, are captured and recorded as part of the Minutes.

We further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the audit period the Company had the following specific events / actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

I. The Board of Directors approved availing of External Commercial Borrowing upto USD 47.20 Mn from Standard Chartered Bank for refinancing of existing ECB, for refinancing balloon payment of another existing ECB and for general capex purposes;

II. The Board of Directors at their meeting held on May 06, 2019 approved the issue of Non-Convertible Debentures upto INR 1,000 Crores for the financial year 2019-20;

III. The Company bought back 38,10,581 fully paid-up equity shares at price not more than INR 306 per share and the same was completed on November 20, 2019;

IV. Members of the Company at the Annual General Meeting held on August 08, 2019 declared a dividend of ₹5.40 per share for the year ended March 31, 2019;

V. Pursuant to Regulation 31A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 & the approval granted by members at their Annual General meeting held on August 08, 2019 the following shareholders were reclassified from promoter category to public category:

SR NO.	NAME OF SHAREHOLDERS
1	Ms. Asha Vasant Sheth
2	Ms. Ketaki Vasant Sheth
3	Ashadeep Trading LLP
4	V J Share Enterprises LLP
5.	Mr. Kapil Nagu
6	Mrs. Anuradha Manghnani
7	Mrs. Rajni Nagu

Further the said reclassification was approved by the stock Exchange on December 11, 2019.

VI. The Board of Directors at their meeting held on March 06-07, 2020 declared an interim dividend of INR 5.40 per equity share.

Note: Due to lockdown under COVID-19, Certification on this Form MR-3 is done on the basis of documents made available to us in electronic form (i.e. scanned copies vide e-mail) by the Secretarial Team of the Company and such documents will be verified physically after the lockdown is lifted.

For **Mehta & Mehta,**
Company Secretaries
(ICSI Unique Code P1996MH007500)

Ashwini Inamdar
Partner
FCS No : 9409
CP No : 11226
Place : Mumbai
Date : May 30, 2020
UDIN : F009409B00030176

Note: This report is to be read with our letter of even date which is annexed as 'ANNEXURE A' and forms an integral part of this report.

ANNEXURE A

To,
The Members,
The Great Eastern Shipping Company Limited,
134/A, Ocean House,
Dr. Annie Besant Road,
Worli, Mumbai – 400018

Our report of even date is to be read along with this letter.

I. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.

II. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices we followed provide a reasonable basis for our opinion.

III. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

IV. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.

V. The compliance of the provisions of corporate laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.

VI. As regard the books, papers, forms, reports and returns filed by the Company under the provisions referred to in point vi of our Secretarial Audit Report in Form No. MR-3 the adherence and compliance to the requirements of the said regulations is the responsibility of management. Our examination was limited to checking the execution and timeliness of the filing of various forms, reports, returns and documents that need to be filed by the Company with various authorities under the said regulations. We have not verified the correctness and coverage of the contents of such forms, reports, returns and documents.

VII. The secretarial audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For **Mehta &Mehta,**
Company Secretaries
(ICSI Unique Code P1996MH007500)

Ashwini Inamdar
Partner
FCS No : 9409
CP No : 11226
Place : Mumbai
Date : May 30, 2020
UDIN : F009409B00030176

CORPORATE GOVERNANCE REPORT

Main Deck of Jag Aparna - Long Range One Product Carrier

CORPORATE GOVERNANCE REPORT

COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

The Company believes that sound corporate practices based on transparency, credibility and accountability are essential to its long-term success. These practices will ensure the Company, having regard to competitive exigencies; conduct its affairs in such a way that would build the confidence of its various stakeholders in it, and its Board's integrity.

BOARD OF DIRECTORS

The current policy is to have an appropriate mix of Executive, Non-Executive and Independent Directors to maintain the independence of the Board of Directors (hereinafter referred to as 'Board') and to separate the Board functions of governance and management.

The Board has an optimum combination of Executive and Non-Executive Directors and comprises of 12 Directors as on March 31, 2020 of which 9 are Non-Executive Directors. The Company has 6 Independent Directors.

The composition of the Board, Number of Directorships, Memberships/Chairmanships in public companies and details of shares of the Company held by the Non-Executive Directors as on March 31, 2020 are as follows:

NAME OF THE DIRECTOR	NO. OF OTHER DIRECTORSHIP(S)#	OTHER COMMITTEE MEMBERSHIP(S)@	CHAIRPERSON OF OTHER COMMITTEE(S)@	SHARES OF THE COMPANY HELD BY THE NON-EXECUTIVE DIRECTORS
EXECUTIVE DIRECTOR (PROMOTER)				
Mr. Bharat K. Sheth (DIN: 00022102)	2	-	-	NA
EXECUTIVE DIRECTORS				
Mr. Tapas Icot (DIN: 00905882)	-	-	-	NA
Mr. G. Shivakumar (DIN: 03632124)	-	-	-	NA
NON-EXECUTIVE DIRECTORS (PROMOTERS)				
Mr. K. M. Sheth (DIN: 00022079)	-	-	-	2,78,133
Mr. Ravi K. Sheth (DIN: 00022121)	2	-	-	1,58,45,496*
NON-EXECUTIVE DIRECTORS				
Mr. Berjis Desai (DIN: 00153675)	9	4	4	800
INDEPENDENT DIRECTORS				
Mr. Cyrus Guzder (DIN: 00080358)	1	2	-	-
Mr. Raju Shukla (DIN: 07058674)	-	-	-	-
Mr. Ranjit Pandit (DIN: 00782296)	6	3	1	-
Ms. Rita Bhagwati (DIN: 06990589)	2	1	-	-
Dr. Shankar Acharya (DIN: 00033242)	-	-	-	-
Mr. Vineet Nayyar (DIN: 00018243)	7	1	-	23005

#Excludes Directorships in private limited companies, foreign companies and Section 8 companies
@Includes memberships of Audit and Stakeholders Relationship Committee of other companies. Membership excludes Chairmanship of Committees.
**Total Shareholding including shares held as Trustee*

Mr. K. M. Sheth is the father of Mr. Bharat K. Sheth and Mr. Ravi K. Sheth.

The details of directorships in listed entities of the Directors of the Company are as follows:

NAME OF THE DIRECTOR	NAME OF THE OTHER LISTED ENTITIES WHERE THE PERSON IS DIRECTOR	CATEGORY OF DIRECTORSHIP
Mr. Berjis Desai	Jubilant FoodWorks Limited	Independent Director
	Praj Industries Limited	Independent Director
	Edelweiss Financial Services Limited	Independent Director
	Man Infraconstruction Limited	Independent Director
	Deepak Fertilisers and Petrochemicals Corporation Ltd.	Independent Director
Mr. Bharat K. Sheth	Adani Ports and Special Economic Zone Limited	Independent Director
Mr. Cyrus Guzder	Mahindra Holidays & Resorts India Limited	Independent Director
Mr. Vineet Nayyar	Infrastructure Leasing & Financial Services Limited	Executive Vice Chairman
	IL&FS Transportation Networks Limited	Nominee Director
Mr. Ranjit Pandit	Ceat Limited	Independent Director

Attention of the members is invited to the relevant items of the Notice of the Annual General Meeting seeking their approval for the re-appointment of Directors. The information as required under Schedule V (C) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed to the Notice of the Annual General Meeting.

The Independent Directors provide an annual declaration that they meet the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 and Regulation 16 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. Based on the declarations received from the Independent Directors and in accordance with Part C of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board hereby confirms that in its opinion, the Independent Directors fulfill the conditions specified in the aforesaid regulations and are independent of the management.

A certificate from M/s Mehta & Mehta, Company Secretaries, stating that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the Securities & Exchange Board of India, Ministry of Corporate Affairs or any such other statutory authority is annexed hereto.

FAMILIARIZATION PROGRAMMES FOR INDEPENDENT DIRECTORS

The Company has a policy to keep the Independent Directors informed and updated about the business and the operations of the Company as well as the shipping industry on a continuous basis.

Details of familiarization process for Independent Directors are available on website of the Company: https://www.greatship.com/upload/investors/policy/08_Familiarisation_programme_ID.pdf

CODE OF CONDUCT

All personnel to whom the Code of Conduct is applicable have affirmed compliance with the Code of Conduct for the financial year ended March 31, 2020. A declaration to this effect, duly signed by the Deputy Chairman & Managing Director, is annexed hereto.

BOARD MEETINGS

The Board Meetings of the Company are governed by a structured agenda. The Board members, in consultation with the Chairman, may bring up any matter for the consideration of the Board.

All items on the Agenda are backed by comprehensive background information to enable the Board to take informed decisions. The Company, even prior to the requirements of the Companies Act, 2013 and the Secretarial Standards prescribed by the Institute of Company Secretaries of India, voluntarily circulated all Agenda papers well in advance of the meeting of the Board.

During the year ended March 31, 2020, six (6) Board Meetings were held on May 06, 2019, June 01, 2019, August 08, 2019, November 08, 2019, February 12, 2020 and March 06-07, 2020.

The attendance of Directors at the Board Meetings held during the year 2019 -20 is as follows:

NAME OF THE DIRECTOR	NO. OF MEETINGS ATTENDED
Mr. K. M. Sheth	6
Mr. Bharat K. Sheth	6
Mr. Berjis Desai	6
Mr. Cyrus Guzder	6
Mr. Farrokh Kavarana*	3
Mr. Raju Shukla**	4
Mr. Ranjit Pandit**	5
Ms. Rita Bhagwati	6
Dr. Shankar Acharya	6
Mr. Vineet Nayyar	6
Mr. Ravi K. Sheth	4
Mr. Tapas Icot	6
Mr. G. Shivakumar	6

** Ceased to be Director w.e.f. November 14, 2019*
*** Appointed as Directors w.e.f. June 01, 2019*

COMMITTEES

To focus effectively on the issues and ensure expedient resolution of the diverse matters, the Board has constituted a set of Committees with specific terms of reference/scope. The Committees operate as empowered agents of the Board as per their charter/terms of reference. The inputs and details required for their decisions are provided by the executives/management. Targets set by them, as agreed with the management, are reviewed periodically and mid-course corrections are also carried out. The minutes of the meetings of all Committees of the Board are placed before the Board for discussions/noting.

A. AUDIT COMMITTEE

The management is primarily responsible for internal controls and financial reporting process. The Board of Directors have entrusted the Audit Committee to supervise these processes and thus ensure accurate and timely disclosures that maintain transparency, integrity and quality of financial controls and reporting.

TERMS OF REFERENCE OF THE AUDIT COMMITTEE ARE AS FOLLOWS:

- Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- Recommendation for appointment, remuneration and terms of appointment of auditors of the Company;
- Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
- Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
  - » Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013
  - » Changes, if any, in accounting policies and practices and reasons for the same
  - » Major accounting entries involving estimates based on the exercise of judgment by management
  - » Significant adjustments made in the financial statements arising out of audit findings
  - » Compliance with listing and other legal requirements relating to financial statements
  - » Disclosure of any related party transactions
  - » Qualifications in the draft audit report
- Reviewing, with the management, the quarterly financial statements before submission to the Board for approval;
- Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;

- Review and monitor the auditor's independence and performance and effectiveness of audit process;
- Approval or any subsequent modification of transactions of the Company with related parties;
- Scrutiny of inter-corporate loans and investments;
- Valuation of undertakings or assets of the Company, wherever it is necessary;
- Evaluation of internal financial controls and risk management systems;
- Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
- Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
- Discussion with internal auditors of any significant findings and follow up there on;
- Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;
- Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post- audit discussion to ascertain any area of concern;
- To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non- payment of declared dividends) and creditors;
- To review the functioning of the Whistle Blower mechanism;
- Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;
- To review the following information:
  - » Management discussion and analysis of financial condition and results of operations;
  - » Statement of significant related party transactions (as defined by the Audit Committee), submitted by management;
  - » Management letters / letters of internal control weaknesses issued by the statutory auditors;
  - » Internal audit reports relating to internal control weaknesses;
  - » The appointment, removal and terms of remuneration of the Chief internal auditor; and
  - » The financial statements, in particular, the investments made by the unlisted subsidiary company;
- Examination of financial statements and the auditors' report thereon;
- To review the utilization of loans and/ or advances from/investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing as on the date of coming into force of this provision.
- Carrying out any other function as may be required by the Board of Directors of the Company from time to time or under any law for the time being in force.

COMPOSITION OF AUDIT COMMITTEE

The Committee comprises of 3 Independent Directors, namely, Mr. Cyrus Guzder (Chairman), Mr. Raju Shukla and Ms. Rita Bhagwati and 1 Non-Executive Director, namely Mr. Berjis Desai.

During the year, the Committee met five times on May 06, 2019, August 08, 2019, September 20, 2019, November 08, 2019 and February 12, 2020.

Details of attendance of the members at the Committee meetings held during the year 2019-2020 are as follows:

	MR. CYRUS GUZDER (CHAIRMAN)	MR. BERJIS DESAI	MR. RAJU SHUKLA*	MS. RITA BHAGWATI	MR. FARROKH KAVARANA**
Number of meetings attended	5	5	1	5	3

** Appointed as a Member w.e.f. November 08, 2019*
*** Ceased to be a Member w.e.f. November 08, 2019*

The Audit Committee Meetings are attended by the Chief Financial Officer, Head - Internal Audit, representatives of Internal Auditors and Statutory Auditors. Whenever required, the Deputy Chairman & Managing Director and other senior officials of the Company are requested to attend the meetings.

Mr. Jayesh M. Trivedi, Company Secretary, is the Secretary of the Committee.

B. NOMINATION & REMUNERATION COMMITTEE

TERMS OF REFERENCE OF THE NOMINATION AND REMUNERATION COMMITTEE ARE AS FOLLOWS:

- Formulation of the criteria for determining qualifications, positive attributes and independence of a director;
- Recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees;
- Formulation of criteria for evaluation of performance of Independent Directors and the Board;
- Devising a policy on Board diversity;
- Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal;
- Carry out evaluation of every Director's performance;
- Approval of payment of remuneration to Managing or Wholetime Directors including pension rights;
- Decide and settle remuneration related matters and issues within the framework of the provisions and enactments governing the same.
- Recommend to the Board, all remuneration, in whatever form, payable to senior management
- Carrying out any other function as may be required by the Board of Directors of the Company from time to time or under any law for the time being in force.

COMPOSITION OF NOMINATION & REMUNERATION COMMITTEE

The Committee comprises of 3 Independent Directors, namely, Mr. Cyrus Guzder (Chairman), Dr. Shankar Acharya and Mr. Vineet Nayyar and 1 Non-executive Director, namely, Mr. Berjis Desai.

During the year, the Committee met four times on May 6, 2019, November 08, 2019, February 12, 2020 and March 6, 2020.

Details of attendance of members at the Committee meetings held during the year 2019-20 are as follows:

	MR. CYRUS GUZDER (CHAIRMAN)	MR. BERJIS DESAI	DR. SHANKAR ACHARYA	MR. VINEET NAYYAR*	MR. FARROKH KAVARANA**
Number of meetings attended	4	4	4	2	2

** Appointed as a Member w.e.f. November 08, 2019*
*** Ceased to be a Member w.e.f. November 08, 2019*

Mr. Jayesh M. Trivedi, Company Secretary, is the Secretary of the Committee.

REMUNERATION POLICY

The Nomination & Remuneration Committee of the Board is constituted in compliance with SEBI guidelines. The Committee is fully empowered to frame the compensation structure for the Directors and review the same from time to time based on certain performance parameters, growth in business as well as profitability and also align the remuneration with the best practices prevailing in the industry.

Remuneration to Directors is paid as determined by the Board / Nomination & Remuneration Committee in accordance with the Remuneration Policy of the Company, which is disclosed as a part of the Board's Report.

DETAILS OF REMUNERATION PAID/TO BE PAID TO ALL DIRECTORS FOR FY 2019-2020

(Amount in ₹)

NAME OF DIRECTOR	SALARY*	BENEFITS	VARIABLE PAY/ COMMISSION	SITTING FEES#	TOTAL
Mr. K. M. Sheth	-	-	9,90,000	600,000	**15,90,000**
Mr. Bharat K. Sheth	3,18,89,760	1,20,80,131	5,04,00,000	-	**9,43,69,891**
Mr. Ravi K. Sheth**	-	-	-	-	**-**
Mr. Berjis Desai	-	-	13,40,000	16,00,000	**29,40,000**
Mr. Cyrus Guzder	-	-	19,65,000	19,00,000	**38,65,000**
Mr. Farrokh Kavarana	-	-	-	9,00,000	**9,00,000**
Mr. Raju Shukla	-	-	9,24,044	5,00,000	**14,24,044**
Mr. Ranjit Pandit$	-	-	-	-	**-**

NAME OF DIRECTOR	SALARY*	BENEFITS	VARIABLE PAY/ COMMISSION	SITTING FEES#	TOTAL
Ms. Rita Bhagwati	-	-	12,40,000	12,00,000	**24,40,000**
Dr. Shankar Acharya	-	-	10,90,000	10,00,000	**20,90,000**
Mr. Vineet Nayyar	-	-	10,29,617	8,00,000	**18,29,617**
Mr. Tapas Icot+	1,17,48,000	55,17,778	30,00,000	-	**2,02,65,778**
Mr. G. Shivakumar+	1,08,66,233	48,41,604	89,60,000	-	**2,46,67,837**
TOTAL	**5,45,03,993**	**2,24,39,513**	**7,09,38,661**	**85,00,000**	**15,63,82,167**

**Salary and benefits include contribution to provident fund and superannuation fund and does not include contribution to Retirement Benefit Scheme for the Wholetime Directors.*

#Includes fees for Audit Committee meeting held on June 15, 2018, paid in FY 2019-20.

***Considering the time and efforts spent by Mr. Ravi K. Sheth for the business of Greatship (India) Limited (GIL) and its subsidiaries, entire remuneration to Mr. Ravi K. Sheth is paid by GIL.*

$Mr. Ranjit Pandit has waived off his right to receive sitting fee and commission from the Company.

+Mr. Tapas Icot and Mr. G. Shivakumar are also entitled to gratuity in accordance with the Company's rules.

- Presently, the Company does not have a scheme for grant of stock options.
- The Company has no pecuniary relationship or transactions with its Non-Executive Directors other than payment of sitting fee, commission, retirement benefits and dividend on equity shares held by them.
- The Remuneration Committee has formulated a Retirement Benefit Scheme for the eligible Wholetime Directors. The Board approved Scheme has been made effective from January 01, 2005. The Scheme provides for provision of pension, medical reimbursements and other benefits to the retiring eligible Wholetime Directors. On the basis of an actuarial valuation, an amount of ₹2.39 crore (previous year ₹0.47 crore) was provided during the year for pension payable to Wholetime Directors on their retirement. During the year ₹1.78 crore was paid to Mr. K.M. Sheth towards pension and other retirement benefits as per the Scheme.
- The Company or Mr. Tapas Icot / Mr. G. Shivakumar shall be entitled to terminate their respective appointments by giving three months' notice in writing.

PARAMETERS FOR PERFORMANCE EVALUATION

The parameters for performance evaluation of Board and Directors as formulated by the Nomination & Remuneration Committee are as follows:

PARAMETERS FOR PERFORMANCE EVALUATION OF BOARD

ATTRIBUTE	DESCRIPTION
Strategy & Business Plan Management	• The Board understands the interests and risk-returns philosophy of the shareholders and bases investment and financial plans on them • The Board ensures the development of business strategy and plans to suit the economic environment and growth opportunities • Significant time of the Board is being devoted to management of current and potential strategic issues
Risk Management & Controls	• The Board considers, understands, and approves the process implemented by management to effectively identify, assess, and respond to the organization's key risks. • The Board evaluates strategic risks • The Board (directly or through Audit Committee) ensures the integrity of the entity's accounting and financial reporting systems, including the independent audit, and that appropriate systems of control are in place, in particular, systems for risk management, financial and operational control, and compliance with the law and relevant standards.
Compliances & Governance	• The Board ensures compliances with corporate governance practices in line with applicable regulations and best-practices • The Board oversees the process of disclosure and communications. • The Board regularly reviews the grievance redressal mechanism of investors, details of grievances received, disposed of and those remaining unresolved. • The Board monitors and manages potential conflicts of interest of management, members of the board of directors and shareholders, including misuse of corporate assets and abuse in related party transactions. • Sufficient number of non-interested members of the board of directors (capable of exercising independent judgment) take decisions in respect of matters where there is a potential for conflict of interest • The Board sets a good corporate culture and the values for the group employees.

ATTRIBUTE	DESCRIPTION
Business Performance	• The Board is effective in reviewing and setting long and short-term performance goals for the organization against the business strategy • The Board is effective in monitoring business performance and guiding Management in prioritizing areas of focus and resolving business challenges
Board Constitution & Functioning	• The Board comprises a set of directors that collectively possess the diversity of skills required for oversight and guidance to Management. • Structure of the Board and appointment process for directors is as per the Company's Policy for Appointment of Directors and Board Diversity. • Role and responsibilities of the Board/ Committee are clearly documented. • The Board facilitates the independent directors to perform their role effectively as a member of the board of directors and also as a member of a committee of board of directors and any criticism by such directors is taken constructively. • Adequate induction and professional development programmes are made available to new and existing directors. Continuing directors training is provided to ensure that the members of board of directors are kept up to date
Stakeholder value and responsibility	• Decision making process of the Board is adequate to assess creation of stakeholder value • The Board has mechanisms in place to communicate and engage with various stakeholders • The Board acts on a fully informed basis, in good faith, with due diligence and care, with high ethical standards and in the best interest of the entity and the stakeholders. • The Board treats shareholders and stakeholders fairly where decisions of the board of directors may affect different shareholder/ stakeholder groups differently. • The Board regularly reviews the Business Responsibility Reporting / related corporate social responsibility initiatives of the entity and contribution to society, environment etc.
Process of meetings	• The processes of setting of Board meeting agenda and furnishing information required by the directors for discharging their duties is effective • Board meetings are conducted with adequate length and quality of debates including involvement of all directors for effective and efficient decision making • Meetings are being held on a regular basis • Frequency of such meetings is enough for the Board to undertake its duties properly • Logistics for the meeting is being handled properly- venue, format, timing, etc • Agenda is circulated well before the meeting. It has all relevant information to take decision on the matter. It involves major substantial decisions. • Outstanding items of previous meetings are followed-up and taken up in subsequent agendas. • Board discusses every issue comprehensively and depending on the importance of the subject. • Environment of the meeting induces free-flowing discussions, healthy debate and contribution by everyone without any fear or fervor. Critical and dissenting suggestions are welcomed. • Minutes are being recorded properly. Minutes are timely circulated to all the Board members. Dissenting views are recorded in the minutes. • Board is adequately informed of material matters in between meetings • Adequate secretarial and logistical support is available for conducting Board meetings. • Whenever required sufficient funds are made available to the Board for conducting its meeting effectively, seeking expert advice e.g. legal, accounting, etc.
Management Performance	• The Board 'steps back' to assist executive management by challenging the assumptions underlying strategy, strategic initiatives (such as acquisitions), risk appetite, exposures and the key areas of the entity's focus. • Board evaluates and monitors management regularly and fairly and provides constructive feedback and strategic guidance. • Remuneration of the Board and management is in line with its performance and with industry peers. It is in long term interests of the company and its shareholders. • The Board selects, compensates, monitors and, when necessary, replaces key managerial personnel based on such evaluation. • Level of independence of the management from the Board is adequate. • Board and the management are able to actively access each other and exchange information • Appropriate and adequate succession plan is in place and is being reviewed and overseen regularly by the Board

PARAMETERS FOR PERFORMANCE EVALUATION OF EXECUTIVE DIRECTORS

PARAMETER	GUIDELINES
Health, Safety and Environment (HSE) Performance & Compliances	• HSE records and statutory compliances • Maturity of HSE systems and programs
Financial Performance	• Profitability & Return on equity • Financial strength
Market Performance	• Asset utilizations, day rates & TCY • Market competitiveness in regions of interest
Operations, Assets & Cost Performance	• Fleet uptime • Maturity of technical management systems • Maturity of cost optimization programs
Risk, Quality & Systems Management	• Mitigation & management of major risks including statutory compliances • Robustness of process controls • Maturity of IT systems
People Management	• Talent competitiveness & manpower availability • Manpower competence & productivity • Succession Planning

PARAMETERS FOR PERFORMANCE EVALUATION OF INDEPENDENT DIRECTORS AND NON-EXECUTIVE DIRECTORS

ATTRIBUTE	DESCRIPTION
Independence (for independent directors only)	• Maintains independence as defined in section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.
Understanding of the business	• Demonstrates required understanding of the business of the company and its environment, strategy and risks • Possesses and applies breadth of experience in viewing issues from alternative perspectives
Time commitment	• Dedicates the time required for attending board / board sub-committee meetings • Prepares for the board / board sub-committee meetings on the agenda ahead of time
Integrity in functioning	• Independent thinker who shares own views in board discussions • Demonstrates being an independent thinker, and avoids group-think.
Application of insights	• Applies own knowledge and insights on issues • Flexible and responsive to change • Is able to identify opportunities or risks that require closer scrutiny and probe further keeping in mind shareholders' interests
Functioning	• Works effectively independently / collectively with board members • Asks deep questions without being confrontational • Understands and fulfills the functions as assigned by the Board members and the law

ADDITIONAL PARAMETERS FOR PERFORMANCE EVALUATION OF CHAIRMAN

ATTRIBUTE	DESCRIPTION
Management of Board Agenda & Information Flow	• Selection of issues & decisions as board meeting agenda items • Allocation of adequate time for debate on agenda items in board meetings • Collation and presentation of information required to board members
Management of Board Meetings	• Respecting diversity of views within board members by conducting discussions including views from all board members • Managing discussions with efficiency to conclude clear decisions and action points
Team Leadership	• Keeping the board members committed to actively engage in their responsibilities with adequate dedication of time for company familiarization, preparations and participation in meetings • Drawing on the specific expertise & capabilities of each director • Resolving conflicts between opposing points of view and converging on an approach to problems

ATTRIBUTE	DESCRIPTION
Personal Attributes	• The Chairperson displays efficient leadership, is open-minded, decisive, courteous, displays professionalism, able to coordinate the discussion, etc. and is overall able to steer the meeting effectively • The Chairperson is impartial in conducting discussions, seeking views and dealing with dissent, etc. • The Chairperson is sufficiently committed to the Board and its meetings. • The Chairperson is able to keep shareholders' interest in mind during discussions and decisions.

BOARD SKILLS MATRIX

This board skills matrix provides a guide as to the core skills / expertise / competencies ('skills') (as required in the context of the Company's business and the sector in which it operates) for the Board of Directors of the Company ('Board') to function effectively and those actually available with the Board, as identified by the Board at its meeting held on May 06, 2019 pursuant to the requirements of Schedule V(C)(2)(h) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This matrix supplements the criteria as specified in the Company's Policy for appointment of Directors and Board Diversity (as may be amended or substituted from time to time).

The Board comprises of Directors who collectively have the following skills to effectively govern and direct the Company:

SKILLS	DESCRIPTION
Expertise in Shipping Business	In depth knowledge of shipping business and extensive experience of working in shipping industry.
Entrepreneurship	Ability of setting up and running a business, taking on risks, with a view to make profit.
Financial & Accounting expertise	Qualifications and/or experience in accounting, finance and economics and the ability to: • understand financial reporting; • analyze key financial statements; • critically assess financial viability and performance; • oversee budgets and the efficient use of resources.
Legal expertise	Ability to understand and oversee legal and regulatory compliances. This may include qualification and/or experience in legal field such as experience of judicial/quasi-judicial hearings, providing legal/regulatory advice and guidance, etc.
Risk Management	Ability to identify and assess key risks to the organization; manage and monitor the risks; and design, implement and control the risk management framework.
Strategic Planning & Policy Development	Ability to think strategically; identify and critically assess strategic opportunities, threats and key issues for the organization; and develop effective strategies and policies.
Management skills	Qualification and/or experience in management. This may include demonstrated ability in managing complex projects, allocating resources, planning and measuring performance, etc.
Commercial Experience	A broad range of commercial/ business/ administrative experience in government agencies or large organisations.
Corporate Governance	Understanding of the role and responsibilities of the Board of Directors within the governance framework. Extensive experience at board level in large organizations.
Personal effectiveness	Personal attributes or qualities that are generally considered desirable to be an effective Director. This may include: • Ability to inspire, motivate and offer leadership to others. • Ability to make prudent business decisions based on assessment of market conditions and corporate values of the organization. • Appropriate level of engagement in Board and committee discussions. • Critical thinking and problem-solving skills. • Understanding of importance of teamwork to the success of the Board. • Commitment to the organization, its culture, values, ethics and people.

The Board may review and update the aforesaid skills from time to time to ensure that the skills remain aligned with the Company's requirements as the Company and the industry, in which it operates, evolves.

GIVEN BELOW IS LIST OF CORE SKILLS, EXPERTISE AND COMPETENCIES OF THE INDIVIDUAL DIRECTORS

NAME OF THE DIRECTOR	AREAS OF SKILLS / EXPERTISE
Mr. K.M. Sheth	Expertise in Shipping Business Entrepreneurship Risk Management Strategic Planning and Policy Development Management Skills Commercial Experience Corporate Governance Personal Effectiveness
Mr. Bharat K.Sheth	Expertise in Shipping Business Entrepreneurship Risk Management Strategic Planning and Policy Development Management Skills Commercial Experience Corporate Governance Personal Effectiveness
Mr. Berjis Desai	Financial and Accounting Expertise Legal Expertise Risk Management Management Skills Commercial Experience Corporate Governance Personal Effectiveness
Mr. Cyrus Guzder	Expertise in Shipping Business Entrepreneurship Financial and Accounting Expertise Legal Expertise Risk Management Strategic Planning and Policy Development Management Skills Commercial Experience Corporate Governance Personal Effectiveness
Mr. Raju Shukla	Entrepreneurship Financial and Accounting Expertise Risk Management Management Skills Commercial Experience Corporate Governance Personal Effectiveness
Mr. Ranjit Pandit	Financial and Accounting Expertise Risk Management Strategic Planning and Policy Development Management Skills Commercial Experience Corporate Governance Personal Effectiveness

NAME OF THE DIRECTOR	AREAS OF SKILLS / EXPERTISE
Ms. Rita Bhagwati	Financial and Accounting Expertise Strategic Planning and Policy Development Management Skills Commercial Experience Corporate Governance Personal Effectiveness
Dr. Shankar Acharya	Management Skills Commercial Experience Corporate Governance Personal Effectiveness
Mr. Vineet Nayyar	Expertise in Shipping Business Entrepreneurship Financial and Accounting Expertise Legal Expertise Risk Management Strategic Planning and Policy Development Management Skills Commercial Experience Corporate Governance Personal Effectiveness
Mr. Ravi K.Sheth	Expertise in Shipping Business Entrepreneurship Financial and Accounting Expertise Risk Management Strategic Planning and Policy Development Management Skills Commercial Experience Corporate Governance Personal Effectiveness
Mr. Tapas Icot	Expertise in Shipping Business Legal Expertise Risk Management Strategic Planning and Policy Development Management Skills Commercial Experience Corporate Governance Personal Effectiveness
Mr. G. Shivakumar	Expertise in Shipping Business Financial and Accounting Expertise Risk Management Strategic Planning and Policy Development Management Skills Corporate Governance Personal Effectiveness

Note - Each Director may possess varied combinations of skills/ expertise within the described set of parameters and it is not necessary that all Directors possess all skills/ expertise listed therein.

C. STAKEHOLDERS' RELATIONSHIP COMMITTEE

The Stakeholders' Relationship Committee oversees redressal of shareholders and investors grievances.

TERMS OF REFERENCE OF THE STAKEHOLDERS' RELATIONSHIP COMMITTEE ARE AS FOLLOWS:

- Resolving the grievances of the security holders of the Company including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.
- Review of measures taken for effective exercise of voting rights by shareholders.
- Review of adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent.
- Review of the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company.

COMPOSITION OF THE COMMITTEE

As on date the Committee comprises of 1 Non-Executive Director and 2 Executive Directors namely Mr. Cyrus Guzder (Chairman), Mr. Bharat K. Sheth and Mr. G. Shivakumar.

The Committee met thrice on May 06, 2019, November 08, 2019 and February 12, 2020. The details of attendance of the members at the Committee meetings held during the year 2019-2020 are as follows:

	MR. CYRUS GUZDER (CHAIRMAN)	MR. BHARAT K. SHETH	MR. G. SHIVAKUMAR
Number of meetings attended	3	3	3

Mr. Jayesh M. Trivedi, Company Secretary, is the Compliance Officer of the Company.

During the year under review, 6 complaints were received. All the complaints were replied / resolved to the satisfaction of the investors. There were no complaints pending as on March 31, 2020. There were no requests for transfer pending for approval as on March 31, 2020. 1 request for dematerialization involving 28 shares was pending for approval as on March 31, 2020. The pending requests were duly approved and dealt with by the Company.

RISK MANAGEMENT

The Company has laid down procedures to inform Board members about the risk assessment and minimization procedures. These procedures are periodically reviewed to ensure that executive management controls risk through means of a properly defined framework.

Detailed note on Risk Management is given in the Board's Report.

The details of the commodity price risk and foreign exchange risk and related hedging activities are as follows:

Commodity price risk

I. Commodity price risk is the risk of financial performance being adversely affected by fluctuations in the prices of commodities. In the shipping industry, bunker fuel is a major component of operating costs and hence risks arising out of volatility in oil prices in general and bunker fuel in particular needs to be managed.

II. Exposure of the Company to commodity and commodity risks faced by the Company throughout the year:

a) Total exposure of the Company to commodities in ₹ 604,47,14,019.76

b) Exposure of the Company to various commodities:

COMMODITY NAME	EXPOSURE IN INR TOWARDS THE PARTICULAR COMMODITY	EXPOSURE IN QUANTITY TERMS TOWARDS THE PARTICULAR COMMODITY (QTY IN MTS)	% OF SUCH EXPOSURE HEDGED THROUGH COMMODITY DERIVATIVES				
			DOMESTIC MARKET		INTERNATIONAL MARKET		TOTAL
			OTC	EXCHANGE	OTC	EXCHANGE	
Bunker*	604,47,14,019.76	179,499.88	-	-	11.64%	-	11.64%

**Fuel*

c) The Company manages this risk by bunker hedging and reduces the exposure to fluctuating bunker costs using swaps, call options and fixed price forward contracts.

Foreign exchange fluctuation risk

Foreign exchange fluctuation risk arises from having revenues, expenses, assets or liabilities in a currency other than the reporting currency. In the case of the Company, a large part of revenues are denominated in US Dollars. Some part of this risk is compensated by having expenses, interest costs, and loan repayments also in US Dollars. For the remaining, the Company hedges its risk using various instruments such as plain forward sales and range forwards.

GENERAL MEETINGS

Next Annual General Meeting and date of Book Closure

Date	July 30, 2020
Time	3.00 p.m.
Venue	The Company is conducting meeting through VC / OAVM pursuant to the MCA Circular dated May 5, 2020 and as such there is no requirement to have a venue for the AGM. For details please refer to the Notice of this AGM.
Dividend Payment Date	N.A.
Date of Book Closure	July 24, 2020 to July 30, 2020 (both days inclusive)

The Company shall provide to its members facility to exercise their right to vote on items listed in the Notice of the 72nd Annual General Meeting by electronic means. Procedure for the same is set out in the Notice of Annual General Meeting.

None of the items to be transacted at the ensuing Annual General Meeting are required to be transacted only by means of voting through Postal Ballot.

GENERAL BODY MEETINGS HELD DURING PREVIOUS THREE FINANCIAL YEARS

The following are the details of General Body Meetings held during previous three financial years.

MEETING	TIME	LOCATION	SPECIAL RESOLUTIONS PASSED
69th Annual General Meeting	August 10, 2017 at 3.00 p.m.	Auditorium, Swatantryaveer Savarkar Rastriya Smarak, 252, Swatantryaveer Savarkar Marg, Shivaji Park, Dadar West, Mumbai – 400028	• According consent to the Board of Directors of the Company to issue non-convertible debentures aggregating upto ₹1000 crore.
70th Annual General Meeting	August 10, 2018 at 3.00 p.m.	Auditorium, Swatantryaveer Savarkar Rastriya Smarak, 252, Swatantryaveer Savarkar Marg, Shivaji Park, Dadar West, Mumbai– 400028	• According consent for continuation of directorship of Mr. K. M. Sheth as Non-Executive Director of the Company on and after April 01, 2019. • According consent for continuation of directorship of Mr. Vineet Nayyar as an Independent Director of the Company on and after April 01, 2019. • According consent for continuation of directorship of Mr. Farrokh Kavarana as an Independent Director of the Company on and after April 01, 2019. • According consent to the Board of Directors of the Company to issue non-convertible debentures aggregating upto ₹1000 crore.
71st Annual General Meeting	August 08, 2019 at 3.00 p.m.	Ravindra Natya Mandir, P. L. Deshpande Maharashtra Kala Academy, Near Siddhivinayak Temple, Sayani Road, Prabhadevi, Mumbai 400 025	• Re-appointment of Mr. Cyrus Guzder as an Independent Director of the Company for a term of 3 years w.e.f. September 25, 2019. • Re-appointment of Mr. Vineet Nayyar as an Independent Director of the Company for a term of 3 years w.e.f. September 25, 2019.

All the resolutions moved at the last Annual General Meeting held on August 08, 2019 were passed by remote e-voting and e-voting conducted at the Annual General Meeting.

All the Directors of the Company other than Ms. Rita Bhagwati, Dr. Shankar Acharya, Mr. Ranjit Pandit, Mr. Vineet Nayyar and Mr. Ravi K. Sheth attended the last Annual General Meeting held on August 08, 2019.

The Company has not passed any resolutions through postal ballot in the last year.

DISCLOSURES

- There were no transactions of material nature with the promoters, the directors or the management, their subsidiaries or relatives, etc. that may have potential conflict with the interests of the Company at large. However, the Company has annexed to the accounts a list of related parties as per Ind AS 24 and the transactions entered into with them.
- There were no instances of non-compliances nor have any penalties, strictures been imposed by Stock Exchanges or SEBI or any statutory authority during the last 3 years on any matter related to capital markets.
- The senior management has made disclosures to the Board relating to all material financial and commercial transactions stating that they did not have personal interest that could result in a conflict with the interest of the Company at large.
- The Deputy Chairman & Managing Director and the Chief Financial Officer have issued a certificate to the Board in compliance with Regulation 17(8) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 for the financial year ended March 31, 2020.
- The "Policy for determining Material subsidiaries" and "Policy for dealing with Related Party Transactions" are available on the website of the Company: http://www.greatship.com/investor-policy-forms.html#policy.

MEANS OF COMMUNICATION TO SHAREHOLDERS

Half-yearly report sent to each household of shareholders	No. As the results of the Company are published in the newspapers, uploaded on the Company's website and press releases are also issued.
Quarterly, half yearly and annual results	Published in Business Standard, Free Press Journal and Navshakti.
Whether Company displays official news releases and presentations made to institutional investors or to the analysts on its website	Yes
Whether Management Discussion & Analysis Report is a part of Annual Report	Yes

Website of the Company: www.greatship.com

Your Company's official press releases are available and archived on the corporate website www.greatship.com. Presentations made to analysts, institutional investors and the media are posted on the website. The Company holds conference calls on declaration of its quarterly results, the transcripts of which are also posted on the website. The shareholders and general public visiting the website have greatly appreciated the contents and user friendliness of the corporate website.

SHAREHOLDERS INFORMATION

FINANCIAL CALENDAR

1st Quarterly Result	Fifth week of July 2020
2nd Quarterly Result	Fifth week of October 2020
3rd Quarterly Result	Fifth week of January 2021
4th Quarterly Result	April / May 2021

LISTING ON STOCK EXCHANGES

STOCK EXCHANGE	STOCK CODE	ISIN NO.
BSE Ltd. Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400001	500620	INE 017A01032
National Stock Exchange of India Ltd. Exchange Plaza, Bandra-Kurla Complex, Bandra (E), Mumbai – 400 051	GESHIP	INE 017A01032

NON-CONVERTIBLE DEBENTURES
Wholesale-Debt Market – National Stock Exchange of India Ltd., Exchange Plaza, Bandra-Kurla Complex, Bandra (East), Mumbai – 400 051

The Company has paid the requisite Annual Listing Fees to both the Stock Exchanges for the financial year 2019-2020.

SHARE TRANSFER SYSTEM

As per the provisions of Regulation 40(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, except in case of transmission or transposition of securities, requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialized form with a depository.

Share transmission or transposition requests received in physical form are registered within the prescribed time limits. Requests for dematerialization (demat) received from the shareholders are also effected within the prescribed time limits.

A Share Transfer Committee comprising of members of the Board meets once in a week to consider the requests received.

OUTSTANDING WARRANTS

No warrants were outstanding as on March 31, 2020.

PLANT LOCATION

The Company has no plants.

DEBENTURE TRUSTEE

Vistra ITCL (India) Ltd.
The IL&FS Financial Centre
Plot C- 22, G Block, 7th Floor
Bandra Kurla Complex, Bandra (E)
Mumbai 400051
Tel: 022 - 26593535
Fax: 022 - 26533297
Web: www.vistraitcl.com

ADDRESS FOR CORRESPONDENCE

COMPANY	TRANSFER AGENT	
Share Department Ocean House, 134-A, Dr. Annie Besant Road, Worli, Mumbai - 400 018 Tel: 022-66613000/24922100 Fax: 022-24925900 E-mail: shares@greatship.com	KFin Technologies Pvt. Ltd. Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500 032 Tel: 040-67162222 Fax: 040 - 23420814 Email: einward.ris@kfintech.com	24, B, Rajabahadur Mansion, Ground Floor, Ambalal Doshi Marg, Fort, Mumbai - 400023 Tel: 022 32920444

CREDIT RATINGS RECEIVED BY THE COMPANY ALONG WITH ANY REVISIONS DURING THE RELEVANT FINANCIAL YEAR:

I. **CARE RATINGS LTD:**
   a) **Long Term / Short term Bank facilities:**
   CARE AA+ Stable/ CARE A1+
   b) **Non-Convertible Debentures:**
   CARE AA+: Stable

II. **BRICKWORK RATINGS INDIA PRIVATE LTD:**
   Listed secured/ unsecured redeemable NCDs:
   BWR AAA: Negative

Fees paid to Statutory Auditors

Total fees of ₹1,48,31,771 for FY 2019-20 was paid by the Company and its subsidiaries, on a consolidated basis, to Deloitte Haskins & Sells LLP, the Statutory Auditors of the Company, and all the entities in the network firm/network entity of which Statutory Auditors forms part.

ADDITIONAL SHAREHOLDERS INFORMATION

UNCLAIMED DIVIDENDS AND SHARES

Under the Companies Act, 2013, dividends that are unclaimed for a period of seven years are required to be transferred to the Investor Education and Protection Fund (IEPF) administered by the Central Government. An amount of ₹49,11,945 and ₹44,27,787 being unclaimed 58th (Final dividend) and 59th (Interim dividend) was transferred on September 08, 2019 and March 08, 2020 respectively to the IEPF.

During the year, 20,934 shares (in respect of which dividend has not been paid or claimed for seven consecutive years) were transferred to the IEPF pursuant to Section 124(6) of the Companies Act, 2013.

All unclaimed dividend for the year 2012-13 (59th final dividend) will be due for transfer to the IEPF on September 09, 2020 pursuant to Section 124(5) of the Companies Act, 2013. Shareholders who have not encashed the Dividend Warrants are requested to claim the amount from the Company's Share Department at the Registered Office of the Company.

All shares in respect of which dividend has not been paid or claimed for seven consecutive years will also be due for transfer by the Company to the IEPF on September 09, 2020 pursuant to Section 124(6) of the Companies Act, 2013. Any claimant of dividend and shares transferred above shall be entitled to claim the same from IEPF.

The following table gives the dates of dividend declaration or payment since 2013 and the corresponding dates when unclaimed dividend and corresponding shares (if any) are due to be transferred to the IEPF.

DUE DATES OF TRANSFERRING UNCLAIMED DIVIDEND AND CORRESPONDING SHARES TO THE INVESTOR EDUCATION AND PROTECTION FUND (IEPF)

YEAR	DIVIDEND NO.	TYPE	DATE OF DECLARATION	DUE DATE OF TRANSFER TO IEPF
2013	59	Final	08.08.2013	09.09.2020
2014	60	Interim	06.02.2014	07.03.2021
2014	60	Final	25.09.2014	26.10.2021
2015	61	Interim	12.08.2014	13.09.2021
2015	61	Final	12.08.2015	13.09.2022
2016	62	1st Interim	04.02.2016	05.03.2023
2016	62	2nd Interim	10.03.2016	11.04.2023
2017	63	Interim	03.02.2017	04.03.2024
2017	63	Final	10.08.2017	09.09.2024
2018	64	Final	10.08.2018	09.09.2025
2019	65	Final	08.08.2019	08.09.2026
2020	66	Interim	06.03.2020	06.04.2027

THE FOLLOWING TABLE GIVES THE DETAILS OF UNCLAIMED DIVIDEND AMOUNT SINCE 2013

UNCLAIMED DIVIDEND AS ON MARCH 31, 2020								
YEAR	DIV. NO.	TYPE	NO. OF WARRANTS ISSUED	NO. OF WARRANTS UNCLAIMED	% UNCLAIMED	AMOUNT OF DIVIDEND (₹ LAKHS)	UNCLAIMED DIVIDEND (₹ LAKHS)	% UNCLAIMED
2013	59	FINAL	85801	10253	11.95	6854	60.62	0.88
2014	60	INTERIM	81768	11021	13.48	6031	58.41	0.97
2014	60	FINAL	75993	10414	13.70	7538	72.78	0.97
2015	61	INTERIM	77023	10547	13.69	6031	59.17	0.98
2015	61	FINAL	74691	10690	14.31	10554	103.57	0.98
2016	62	1st INTERIM	75206	11761	15.64	9046	100.47	1.11
2016	62	2nd INTERIM	74758	11225	15.02	11308	91.96	0.81
2017	63	INTERIM	74888	12193	16.28	5427	64.72	1.19
2017	63	FINAL	74331	11545	15.53	9800	112.14	1.14
2018	64	FINAL	68244	6586	9.65	10855	93.22	0.86
2019	65	FINAL	66830	5821	8.71	8102	67.97	0.84
2020	66	INTERIM	64112	11606	18.10	7936	135.68	1.71

EQUITY SHARES HELD IN UNCLAIMED SUSPENSE ACCOUNT

The details of unclaimed equity shares lying in the 'Unclaimed Suspense Account' are as follows:

PARTICULARS	NUMBER OF SHAREHOLDERS	NUMBER OF EQUITY SHARES
Aggregate number of shareholders and the outstanding shares in the suspense account lying as on April 1, 2019	601	97134
Number of shareholders who approached the Company for transfer of shares from suspense account during the year	8	1215
Number of shareholders to whom shares were transferred from suspense account during the year	8	1215
Total no of shares transferred to the IEPF Authority.	49	4162
Aggregate number of shareholders and the outstanding shares in the suspense account lying as on March 31, 2020	544	91757

As per the requirements of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 all corporate benefits in terms of securities accruing on such shares viz. bonus shares, split etc. shall be credited to Unclaimed Suspense Account. The voting rights on such shares shall remain frozen till the rightful owner claims the shares. As and when such owners approach the Company, their shares shall be transferred to them after proper verification.

The concerned shareholders are requested to claim their shares by writing to the Company / RTA.

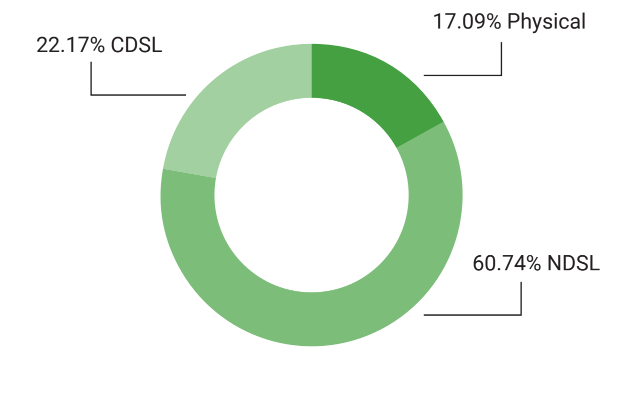
ELECTRONIC CLEARING SERVICES FOR PAYMENT OF DIVIDEND IN CASE OF SHARES HELD IN PHYSICAL FORM

To avoid the risk of loss/interception of dividend warrants in postal transit and/or fraudulent encashment, shareholders are requested to avail of NECS/ECS facility – where dividends are directly credited in electronic form to their respective bank accounts. This also ensures faster credit of dividend. The NECS/ECS application form can be obtained either from the Company's Share Transfer Agent's Office or the Registered Office of the Company.

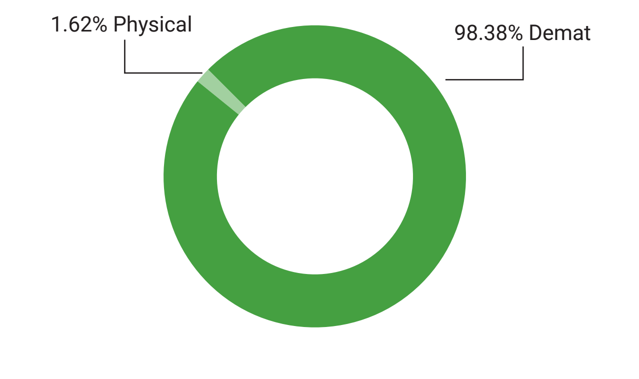
Shareholders located in places where NECS/ECS facility is not available, may submit their bank details. This will enable the Company to incorporate this information on the dividend warrants and thus prevent fraudulent encashment.

SHARES HELD IN DEMATERIALIZED FORM AND PHYSICAL FORM AS ON MARCH 31, 2020

Shareholders Holding Shares in Demat and Physical Form



Shareholding - Demat and Physical Form

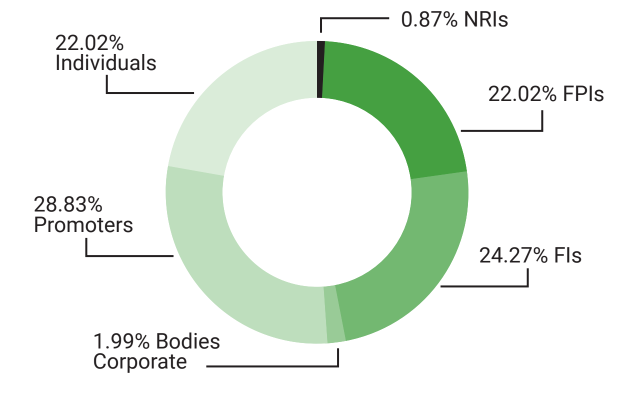


SHAREHOLDERS HOLDING SHARES IN DEMATERIALIZED FORM MAY NOTE THAT:

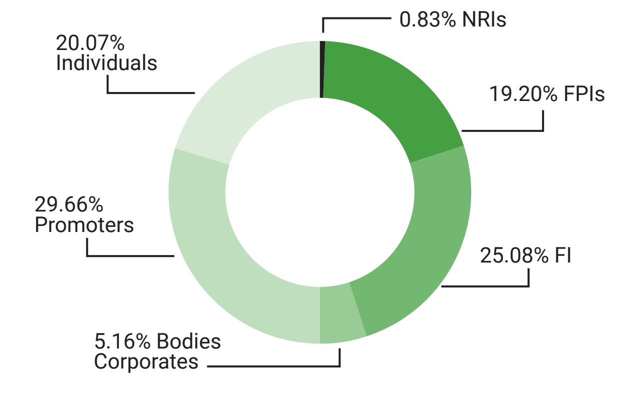
- Instructions regarding bank details which they wish to have incorporated on their dividend warrants must be submitted to their depository participants. As per the regulations of NSDL and CDSL, the Company is obliged to print the bank details on the dividend warrants, as furnished by these depositories to the Company.
- Instructions already given by them for shares held in physical form will not automatically be applicable to the dividend paid on shares held in electronic form.
- Instructions regarding change of address, nomination and power of attorney should be given directly to the depository participants. The Company cannot entertain any such requests directly from the shareholders.
- The Company provides NECS/ECS facility for shares held in electronic form and for reasons mentioned earlier, shareholders may wish to avail of this facility.

SHAREHOLDING PATTERN:

Shareholding Pattern as on March 31, 2020



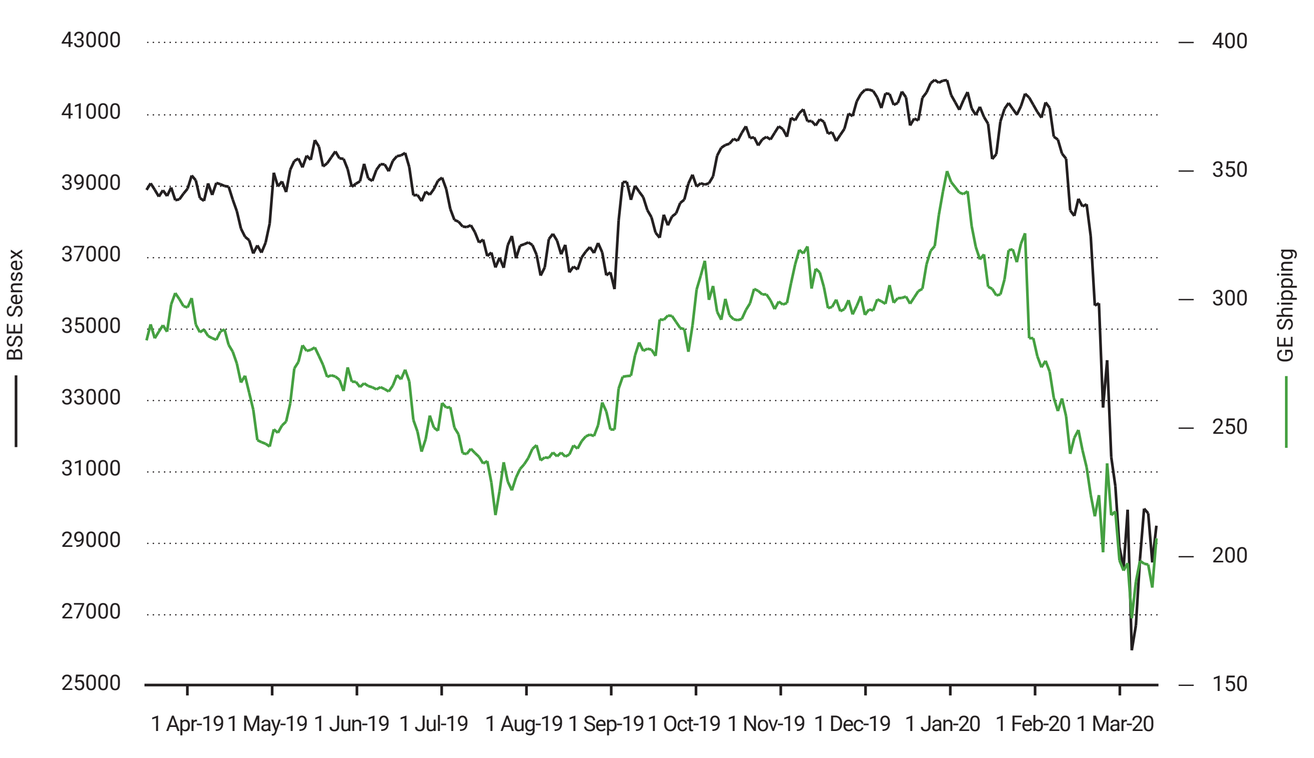
Shareholding Pattern as on March 31, 2019



DISTRIBUTION OF HOLDINGS AS ON MARCH 31, 2020

NO. OF SHARES HELD		SHAREHOLDERS		SHARES	
FROM	TO	NUMBER	% TO TOTAL	NUMBER	% TO TOTAL
1	500	54,491	85.89	63,81,510	4.34
501	1000	4,178	6.59	30,45,798	2.07
1001	2000	2,307	3.64	33,02,157	2.25
2001	3000	811	1.28	20,18,773	1.37
3001	4000	401	0.63	14,14,377	0.96
4001	5000	256	0.40	11,62,453	0.79
5001	10000	515	0.81	36,91,318	2.51
10001 and ABOVE		486	0.77	12,59,50,098	85.70
TOTAL:		**63,445**	**100.00**	**14,69,66,484**	**100.00**

COMPANY'S SHARE PRICE COMPARED TO BSE SENSEX



MARKET PRICE DATA - HIGH / LOW DURING EACH MONTH IN THE YEAR 2019 - 20

MONTH	HIGH PRICE (₹)	LOW PRICE (₹)	NO. OF SHARES
Apr-19	307.00	279.75	87,322
May-19	294.80	240.80	11,09,997
Jun-19	290.00	258.25	1,08,564
Jul-19	276.20	231.00	75,269
Aug-19	249.50	212.20	6,79,162
Sep-19	285.00	236.25	1,51,450
Oct-19	317.00	275.00	13,81,142
Nov-19	325.00	287.00	2,30,095
Dec-19	319.65	287.25	1,20,268
Jan-20	369.35	297.00	2,65,483
Feb-20	336.65	236.85	2,40,607
Mar-20	254.55	168.95	3,11,461

Source: BSE

STATUS OF COMPLIANCE WITH DISCRETIONARY REQUIREMENTS

Your Company continuously strives towards improving its Corporate Governance practices. Whilst your Company is fully compliant with the mandatory requirements of Regulation 17 to 27 and Regulation 46(2) and other applicable regulations of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the status of compliance of discretionary requirements is as follows:

THE BOARD

Mr. K. M. Sheth, Chairman of the Company, is entitled to maintain a Chairman's office at the Company's expense and also allowed reimbursement of expenses incurred in performance of his duties.

SHAREHOLDERS' RIGHTS

The financial results of the Company for every quarter are extensively published in the newspapers and are also uploaded on the Company's website. These are also available on website of the stock exchanges. In view of the same, half-yearly declaration of financial performance including summary of the significant events in last six-months is not sent to each household of shareholders.

MODIFIED OPINION(S) IN AUDIT REPORT

During the year under review there was no modified opinion(s) expressed by the Auditors on the Company's financial statements. The Company continues to adopt best practices to ensure the regime of financial statements with unmodified audit opinion.

REPORTING OF INTERNAL AUDITOR

The internal auditors report directly to the Audit Committee.

DECLARATION BY THE DEPUTY CHAIRMAN & MANAGING DIRECTOR UNDER REGULATION 34(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 REGARDING ADHERENCE TO THE COMPANY'S CODE OF CONDUCT

In accordance with Regulation 34(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, I hereby confirm that, all Directors and Senior Management personnel of the Company have affirmed compliance with the Code of Conduct laid down by the Company, as applicable to them for the Financial Year ended March 31, 2020.

For the Great Eastern Shipping Co. Ltd.

Bharat K. Sheth

Deputy Chairman & Managing Director
Date: May 30, 2020

AUDITORS CERTIFICATE ON CORPORATE GOVERNANCE

To,
The Members,
THE GREAT EASTERN SHIPPING COMPANY LIMITED

We have examined the compliance of conditions of Corporate Governance by **The Great Eastern Shipping Company Limited** (hereinafter referred as "Company") for the Financial year ended March 31, 2020 as prescribed under Regulations 17 to 27, clauses (b) to (i) of sub-regulation (2) of regulation 46 and paras C, D and E of Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as "Listing Regulations").

We state that compliance of conditions of Corporate Governance is the responsibility of the management, and our examination was limited to procedures and implementation thereof adopted by the Company for ensuring compliance with conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion, and to the best of our information and according to our examination of the relevant records and the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as prescribed under Listing Regulations.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

This certificate is issued solely for the purposes of complying with Listing Regulations and may not be suitable for any other purpose.

Note: Due to lockdown under COVID-19, Certification on this Certificate of Corporate Governance is done on the basis of documents made available to us in electronic form (i.e. scanned copies vide e-mail) by the Secretarial Team of the Company and such documents will be verified physically after the lockdown is lifted.

For Mehta & Mehta,
Company Secretaries
(ICSI Unique Code P1996MH007500)

Ashwini Inamdar
Partner

FCS No : 9409
CP No. : 11226
Place : Mumbai
Date : May 30, 2020
UDIN : F009409B00030177

AUDITORS CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS
(pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Great Eastern Shipping Company Limited
Ocean House, 134/A,
Dr. Annie Besant Road,
Worli, Mumbai-400018

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **The Great Eastern Shipping Company Limited** having **CIN L35110MH1948PLC006472** and having registered office at Ocean House, 134/A, Dr. Annie Besant Road, Worli, Mumbai-400018 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me / us by the Company & its officers, We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2020 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

SR. NO.	NAME OF DIRECTORS	DIN	DATE OF APPOINTMENT IN COMPANY
1	K. M. Sheth	00022079	03/04/1970
2	Bharat K. Sheth	00022102	01/07/1989
3	Berjis Desai	00153675	27/10/2006
4	Cyrus Guzder	00080358	14/03/2003
5	Raju Shukla	07058674	01/06/2019
6	Ranjit Pandit	00782296	01/06/2019
7	Rita Bhagwati	06990589	14/11/2014
8	Shankar Acharya	00033242	05/02/2015
9	Vineet Nayyar	00018243	24/03/2004
10	Ravi K. Sheth	00022121	30/01/2006
11	G. Shivakumar	03632124	14/11/2014
12	Tapas Icot	00905882	12/08/2014

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Note: Due to lockdown under COVID-I9, Certification on this Certificate of Non-Disqualification is done on the basis of documents made available to us in electronic form (i.e. scanned copies vide e-mail) by the Secretarial Team of the Company and such documents will be verified physically after the lockdown is lifted.

For Mehta & Mehta,
Company Secretaries
(ICSI Unique Code P1996MH007500)

Ashwini Inamdar
Partner

FCS No : 9409
CP No. : 11226
Place : Mumbai
Date : May 30, 2020
UDIN : F009409B000301789

BUSINESS RESPONSIBILITY REPORT

SECTION A: GENERAL INFORMATION ABOUT THE COMPANY

I. Corporate Identity Number (CIN) of the Company :
L35110MH1948PLC006472

II. Name of the Company:
The Great Eastern Shipping Company Limited

III. Registered address :
Ocean House, 134/A, Dr. Annie Besant Road, Worli, Mumbai 400018

IV. Website :
www.greatship.com

V. E-mail id :
shares@greatship.com

VI. Financial Year reported :
2019-2020

VII. Sector(s) that the Company is engaged in (industrial activity code-wise) :
Sea and coastal freight water transport (NIC Code: 50120)

VIII. List three key products/services that the Company manufactures/provides (as in balance sheet) :
Shipping

IX. Total number of locations where business activity is undertaken by the Company
a) Number of International Locations (Provide details of major 5)
b) Number of National Locations
The registered office of the Company is situated in Mumbai. Ships of the Company trade in Indian as well as international waters.

X. Markets served by the Company – Local/State/National/International/
Indian as well as International.

SECTION B: FINANCIAL DETAILS OF THE COMPANY

I. Paid up Capital (INR) : ₹146.97 crore

II. Total Turnover (INR) : ₹3168.90 crore

III. Total profit after taxes (INR) : ₹280.69 crore

IV. Total Spending on Corporate Social Responsibility (CSR) as percentage of profit after tax (%) : 2%

V. List of activities in which expenditure in 4 above has been incurred:-
The CSR expenditure has been incurred in the area of promoting education, healthcare, skill development and holistic development.

SECTION C: OTHER DETAILS

I. Does the Company have any Subsidiary Company/ Companies?
As on 31st March 2020, the Company has following subsidiaries:
- Greatship (India) Limited
- Greatship Global Energy Services Pte. Ltd.
- Greatship Global Offshore Services Pte. Ltd.
- Greatship (UK) Limited
- Greatship Oilfield Services Ltd.
- The Greatship (Singapore) Pte. Ltd.
- The Great Eastern Chartering LLC (FZC)
- The Great Eastern Chartering (Singapore) Pte. Ltd.
- Great Eastern CSR Foundation

II. Do the Subsidiary Company/Companies participate in the BR Initiatives of the parent company? If yes, then indicate the number of such subsidiary company(s):
The subsidiaries of the Company handle their BR initiatives to such extent and in such manner as may be applicable to them / determined by them. They follow certain policies which are consistent with the policies of the Company. All the CSR activities of the Company and its subsidiaries are handled by Great Eastern CSR Foundation.

III. Do any other entity/entities (e.g. suppliers, distributors etc.) that the Company does business with, participate in the BR initiatives of the Company? If yes, then indicate the percentage of such entity/entities? [Less than 30%, 30-60%, More than 60%] :

Presently other entities, that the Company does business with, do not participate in the BR initiatives of the Company. CSR activities of the Company are undertaken in partnership with a number of different NGOs. The NGOs help the Company reach its target beneficiaries as they have unparalleled access and understanding of ground realities.

SECTION D: BR INFORMATION

I. **DETAILS OF DIRECTOR/DIRECTORS RESPONSIBLE FOR BR**

a) Details of the Director/Directors responsible for implementation of the BR policy/policies

PARTICULARS	DETAILS
DIN	00022102
Name	Mr. Bharat K. Sheth
Designation	Deputy Chairman & Managing Director

b) Details of the BR head

PARTICULARS	DETAILS
DIN (if applicable)	02299280
Name	Mr. Jayesh M. Trivedi
Designation	President (Secl. & Legal) & Company Secretary
Telephone number	022-66613000
E-mail id	jayesh_trivedi@greatship.com

II. **PRINCIPLE-WISE (AS PER NVGS) BR POLICY/POLICIES (REPLY IN Y/N)**

S.NO.	QUESTIONS	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
1.	Do you have a policy/policies for....	**Yes. The Company has policies incorporating principles of Environmental, Social and Governance norms as part of its business practices.**								
2.	Has the policy being formulated in consultation with the relevant stakeholders?	**The policies have been framed in accordance with the principles laid down by SEBI, practices followed by the Company, industry practices, regulatory requirements as well as requirements of certain stakeholders. Certain policies have been framed in formal / informal consultation with certain stakeholders, where required. However, there has been no formal consultation process with all of them. The policies address concerns of the relevant stakeholders, where applicable.**								
3.	Does the policy conform to any national / international standards? If yes, specify? (50 words)	**Yes. The Company has been certified to ISO 9001: 2000 standard by the governing body Det Norske Veritas (DNV).**								
4.	Has the policy being approved by the Board? Is yes, has it been signed by MD/owner/ CEO/appropriate Board Director?	**Yes. The Business Responsibility Policy (hereinafter referred to as 'BR Policy') has been approved by the Board at its meeting held on May 05, 2016. The BR Policy has been signed by the Deputy Chairman & Managing Director.**								
5.	Does the company have a specified committee of the Board/ Director/Official to oversee the implementation of the policy?	**Yes. Company Secretary of the Company shall oversee the implementation of the BR Policy.**								
6.	Indicate the link for the policy to be viewed online?	**The BR Policy can be viewed online at : www.greatship.com**								
7.	Has the policy been formally communicated to all relevant internal and external stakeholders?	**Yes. The BR Policy has been formally communicated to the employees of the Company. The BR Policy has been communicated to the other stakeholders by way of placing the same on the website of the Company.**								

S.NO.	QUESTIONS	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
8.	Does the company have in-house structure to implement the policy/policies.	**Yes.**								
9.	Does the Company have a grievance redressal mechanism related to the policy/ policies to address stakeholders' grievances related to the policy/policies?	**Yes. The Company has a Whistle Blower Policy which can be viewed online at : www.greatship.com**								
10.	Has the company carried out independent audit/evaluation of the working of this policy by an internal or external agency?	**Yes. The working of the BR Policy is continuously evaluated by the Company internally. Certain policies are subject to independent audit / review by external agencies, such as DNV.**								

III. **GOVERNANCE RELATED TO BR**

a) Indicate the frequency with which the Board of Directors, Committee of the Board or CEO to assess the BR performance of the Company. Within 3 months, 3-6 months, Annually, More than 1 year :

The activities forming part of BR performance are assessed internally by the Company on an ongoing basis. Mr. Bharat K. Sheth, Deputy Chairman & Managing Director also assesses the same on ongoing basis. The Board of Directors, Corporate Social Responsibility Committee, Stakeholders' Relationship Committee, Audit Committee periodically assess the BR performance forming part of their terms of reference.

b) Does the Company publish a BR or a Sustainability Report? What is the hyperlink for viewing this report? How frequently it is published?

BR Report forms part of the Annual Report of the Company. It can be viewed online at : www.greatship.com.

SECTION E: PRINCIPLE-WISE PERFORMANCE

PRINCIPLE 1: BUSINESSES SHOULD CONDUCT AND GOVERN THEMSELVES WITH ETHICS, TRANSPARENCY AND ACCOUNTABILITY

I. Does the policy relating to ethics, bribery and corruption cover only the company? Yes / No. Does it extend to the Group/Joint Ventures/ Suppliers/Contractors/NGOs/Others?

The policies relating to ethics, bribery and corruption cover the Company. The policies also cover dealings with / by the Company by / with third parties such as customers, suppliers, etc.

II. How many stakeholder complaints have been received in the past financial year and what percentage was satisfactorily resolved by the management?

Details of investor complaints received during the year have been disclosed in the Corporate Governance Report annexed to the Board's Report. There have been no complaints by other stakeholders during the year.

PRINCIPLE 2: BUSINESSES SHOULD PROVIDE GOODS AND SERVICES THAT ARE SAFE AND CONTRIBUTE TO SUSTAINABILITY THROUGHOUT THEIR LIFE CYCLE

I. List upto 3 of your products or services whose design has incorporated social or environmental concerns, risks and/or opportunities.

The Company is engaged in the business of providing shipping services. The Company operates its ships in accordance with applicable health, safety and environmental regulations.

II. For each such product, provide the following details in respect of resource use (energy, water, raw material etc.) per unit of product (optional):

a) Reduction during sourcing/production/ distribution achieved since the previous year throughout the value chain?

b) Reduction during usage by consumers (energy, water) has been achieved since the previous year?

Considering nature of business of the Company, these details are not applicable. The details of conservation of energy by the Company are published as part of Board's report.

III. Does the company have procedures in place for sustainable sourcing (including transportation)? i. If yes, what percentage of your inputs was sourced sustainably? Also, provide details thereof, in about 50 words or so.

Considering the nature of business of the Company, these details are not applicable.

IV. Has the company taken any steps to procure goods and services from local & small producers, including communities surrounding their place of work? If yes, what steps have been taken to improve their capacity and capability of local and small vendors?

Wherever feasible the Company procures goods and services from local and small vendors in vicinity. The local and small producers cannot fulfil the major sourcing requirements of the Company, which is ships and fuel oil.

V. Does the company have a mechanism to recycle products and waste? If yes what is the percentage of recycling of products and waste (separately as <5%, 5-10%, >10%). Also, provide details thereof, in about 50 words or so.

Considering the nature of business of the Company, these details are not applicable.

PRINCIPLE 3: BUSINESSES SHOULD PROMOTE THE WELL BEING OF ALL EMPLOYEES

I. Please indicate the Total number of employees.

Shore staff : 548

Floating staff : 1,766

II. Please indicate the Total number of employees hired on temporary/contractual/casual basis.

Shore staff : 331

Floating staff : 661

III. Please indicate the Number of permanent women employees.

Shore staff :41

Floating staff : 2

IV. Please indicate the Number of permanent employees with disabilities

Nil

V. Do you have an employee association that is recognized by management.

Yes.

VI. What percentage of your permanent employees is members of this recognized employee association?

Shore staff : 15%

Floating staff : 100%

VII. Please indicate the number of complaints relating to child labour, forced labour, involuntary labour, sexual harassment in the last financial year and pending, as on the end of the financial year.

S. NO.	CATEGORY	NO OF COMPLAINTS FILED DURING THE FINANCIAL YEAR	NO OF COMPLAINTS PENDING AS ON END OF THE FINANCIAL YEAR
1	Child labour/forced labour/involuntary labour	Nil	Nil
2	Sexual harassment	1	1
3	Discriminatory employment	Nil	Nil

VIII. What percentage of your under mentioned employees were given safety & skill up-gradation training in the last year?

a) Permanent Employees

Shore staff : 85%

Floating staff : 95%

b) Permanent Women Employees

Shore staff : 80%

Floating staff : 100%

c) Casual/Temporary/Contractual Employees

Shore staff : 80%

Floating staff : 80%

d) Employees with Disabilities

NA

PRINCIPLE 4: BUSINESSES SHOULD RESPECT THE INTERESTS OF, AND BE RESPONSIVE TOWARDS ALL STAKEHOLDERS, ESPECIALLY THOSE WHO ARE DISADVANTAGED, VULNERABLE AND MARGINALIZED.

I. Has the company mapped its internal and external stakeholders?

Yes. The Company considers following as its stakeholders:

a) Shareholders and debenture holders of the Company

b) Employees of the Company

c) Directors of the Company

d) Customers, contractors and third-party intermediaries engaged by the Company, such as agents and consultants

II. Out of the above, has the company identified the disadvantaged, vulnerable & marginalized stakeholders.

The Company does not consider any of its aforesaid stakeholders as disadvantaged, vulnerable & marginalized.

III. Are there any special initiatives taken by the company to engage with the disadvantaged, vulnerable and marginalized stakeholders. If so, provide details thereof, in about 50 words or so.

The Company, through Great Eastern CSR Foundation has identified promoting education and knowledge enhancement as its focus areas for social upliftment. Accordingly, the Company strives to provide quality education to underprivileged children, training to teachers and funding assistance to schools.

The Company's Great Eastern Institute of Maritime Studies situated at Lonavala is a state of the art maritime institute sprawled over 18 acres of land. The objective of the Institute is to equip / empower young trained pool of professionals to enter the Shipping and Offshore Oil and Gas industry.

PRINCIPLE 5: BUSINESSES SHOULD RESPECT AND PROMOTE HUMAN RIGHTS

I. Does the policy of the company on human rights cover only the company or extend to the Group/Joint Ventures/Suppliers/ Contractors/ NGOs/Others?

The policies relating to human rights cover the Company. The policies also cover dealings with / by the Company by / with third parties such as customers, suppliers, etc.

II. How many stakeholder complaints have been received in the past financial year and what percent was satisfactorily resolved by the management?

No complaints have been received in the FY 2019-2020.

PRINCIPLE 6: BUSINESS SHOULD RESPECT, PROTECT, AND MAKE EFFORTS TO RESTORE THE ENVIRONMENT

I. Does the policy related to Principle 6 cover only the company or extends to the Group/Joint Ventures/Suppliers/Contractors/ NGOs/others.

The policies relating to environment protection cover the Company. The policies also cover dealings with / by the Company by / with third parties such as customers, suppliers, etc.

II. Does the company have strategies/ initiatives to address global environmental issues such as climate change, global warming, etc? Y/N. If yes, please give hyperlink for webpage etc.

Yes. The initiatives to address environmental issues have been described in the Board's Report.

III. Does the company identify and assess potential environmental risks? Y/N

Yes.

IV. Does the company have any project related to Clean Development Mechanism? If so, provide details thereof, in about 50 words or so. Also, if Yes, whether any environmental compliance report is filed?

The Clean Development Mechanism is not applicable to the shipping industry. However, the Company operates its ships in accordance with applicable emission norms.

V. Has the company undertaken any other initiatives on – clean technology, energy efficiency, renewable energy, etc. Y/N. If yes, please give hyperlink for web page etc.

The initiatives on energy efficiency have been described in the Board's Report.

VI. Are the Emissions/Waste generated by the company within the permissible limits given by CPCB/SPCB for the financial year being reported?

Not applicable.

VII. Number of show cause/ legal notices received from CPCB/SPCB which are pending (i.e. not resolved to satisfaction) as on end of Financial Year.

Not applicable.

PRINCIPLE 7: BUSINESSES, WHEN ENGAGED IN INFLUENCING PUBLIC AND REGULATORY POLICY, SHOULD DO SO IN A RESPONSIBLE MANNER

I. Is your company a member of any trade and chamber or association? If Yes, Name only those major ones that your business deals with:

The Company is a member of following chambers / associations:

a) Indian National Shipowners' Association
b) Bombay Chamber of Commerce and Industry
c) Federation of Indian Export Organisations
d) Services Export Promotion Council

II. Have you advocated/lobbied through above associations for the advancement or improvement of public good? Yes/No; if yes specify the broad areas (drop box: Governance and Administration, Economic Reforms, Inclusive Development Policies, Energy security, Water, Food Security, Sustainable Business Principles, Others)

The Company supports / participates in the initiatives of above associations.

PRINCIPLE 8: BUSINESSES SHOULD SUPPORT INCLUSIVE GROWTH AND EQUITABLE DEVELOPMENT

I. Does the company have specified programmes/initiatives/projects in pursuit of the policy related to Principle 8? If yes details thereof.

The Company strives to provide quality education to underprivileged children, training to teachers and funding assistance to schools as part of its CSR initiatives. It also participates in holistic rural development programmes.

The Company's Great Eastern Institute of Maritime Studies situated at Lonavala equips / empowers young trained pool of professionals to enter the Shipping and Offshore Oil and Gas industry.

II. Are the programmes/projects undertaken through in-house team/own foundation/external NGO/government structures/any other organization?

All the CSR activities of the Company and its subsidiaries are handled by Great Eastern CSR Foundation. The Great Eastern CSR Foundation undertakes the same in partnership with a number of different NGOs.

III. Have you done any impact assessment of your initiative?

Great Eastern CSR Foundation monitors its CSR projects on a regular basis. The social impact of the initiatives taken by the Foundation has been described in the CSR sections of the Annual Report.

IV. What is your company's direct contribution to community development projects- Amount in INR and the details of the projects undertaken.

The details of projects undertaken by Great Eastern CSR Foundation have been described in detail as CSR Sections of the Annual Report.

V. Have you taken steps to ensure that this community development initiative is successfully adopted by the community? Please explain in 50 words, or so.

The Company's CSR initiatives are undertaken in partnership with NGOs. As a policy, the Company joins hands with only those NGOs who have a good track record. The services of those NGOs are greatly appreciated by the neighbourhood where they work. The project management team of the Great Eastern CSR Foundation monitors the initiatives on regular basis in various ways, including site visits and interaction with the target beneficiaries.

PRINCIPLE 9: BUSINESSES SHOULD ENGAGE WITH AND PROVIDE VALUE TO THEIR CUSTOMERS AND CONSUMERS IN A RESPONSIBLE MANNER

I. What percentage of customer complaints/consumer cases are pending as on the end of financial year.

All the customer complaints have been duly attended. There were no customer complaints against the Company pending as on 31st March, 2020.

II. Does the company display product information on the product label, over and above what is mandated as per local laws? Yes/ No/N.A. / Remarks (additional information)

Not applicable.

III. Is there any case filed by any stakeholder against the company regarding unfair trade practices, irresponsible advertising and/or anti-competitive behaviour during the last five years and pending as on end of financial year. If so, provide details thereof, in about 50 words or so.

There were no such cases against the Company.

IV. Did your company carry out any consumer survey/ consumer satisfaction trends?

Considering nature of its business, the Company does not carry out any formal consumer survey / consumer satisfaction trends. However, the Company is in constant dialogue with its clients and seeks their feedback on the services rendered.

Backed by an enviable clientele comprising industry leaders, international oil companies who vouch for its services, the Company has earned the status of being a preferred shipping service provider. With a thorough understanding of the evolving market needs, the Company is well-equipped to anticipate the demands of its clients and to deliver on its commitments, successfully and satisfactorily.

ASSET PROFILE

Main Deck of Jag Lata - Aframax Crude Oil Carrier

FLEET AS ON MARCH 31, 2020

TYPE				VESSEL NAME	DWT (MT)	YR BUILT	AVERAGE AGE (YRS)
CRUDE OIL CARRIERS	SUEZMAX		1	JAG LALIT	158,344	2005	
			2	JAG LOK	158,280	2005	
			3	JAG LATEEF	147,092	2000	
			4	JAG LAADKI	150,284	2000	
			5	JAG LEENA	157,642	2010	
			6	JAG LAKSHYA	157,642	2011	
			6		**929,284**		**14.69**
	AFRAMAX		1	JAG LYALL	110,531	2006	
			2	JAG LATA	105,716	2003	
			3	JAG LAVANYA	105,010	2004	
			4	JAG LEELA	105,525	2011	
			5	JAG LAXMI	105,525	2012	
			5		**532,307**		**12.78**
	TOTAL TONNAGE (DWT)	**1,461,591**					
	NO. OF SHIPS	**11**					
	AVERAGE AGE (YRS)	**13.99**					
	% OF TOTAL TONNAGE	**39.50%**					
PRODUCT CARRIERS	LONG RANGE TWO		1	JAG LOKESH	105,900	2009	
			1		**105,900**		**10.84**
	LONG RANGE ONE		1	JAG AABHA	74,841	2008	
			2	JAG AANCHAL	74,811	2008	
			3	JAG AMISHA	74,889	2009	
			4	JAG APARNA	74,859	2009	
			4		**299,400**		**11.12**
	MEDIUM RANGE		1	JAG PAHEL	46,319	2004	
			2	JAG PANKHI	46,273	2003	
			3	JAG PRABHA	47,999	2004	
			4	JAG PRAKASH	47,848	2007	
			5	JAG PUSHPA	47,848	2007	
			6	JAG PRERANA	47,824	2007	
			7	JAG PRANAV	51,383	2005	
			8	JAG PRANAM	48,694	2004	
			9	JAG PADMA	47,999	2005	
			10	JAG POOJA	48,539	2005	
			11	JAG PUNIT	49,717	2016	
			12	JAG PAVITRA	51,464	2008	
			12		**581,907**		**13.41**
	TOTAL TONNAGE (DWT)	**987,207**					
	NO. OF SHIPS	**17**					
	AVERAGE AGE (YRS)	**12.44**					
	% OF TOTAL TONNAGE	**26.70%**					

TYPE			VESSEL NAME	DWT (MT)	YR BUILT	AVERAGE AGE (YRS)
GAS CARRIERS	**LPG CARRIERS**	1	JAG VIDHI	49,849	1996	
		2	JAG VIJAYA	26,897	1997	
		3	JAG VIRAAT	54,450	2007	
		4	JAG VAAYU	38,427	1996	
		5	JAG VASANT	54,490	2006	
		5		**224,113**		**18.56**
	TOTAL TONNAGE (DWT)	**224,113**				
	NO. OF SHIPS	**5**				
	AVERAGE AGE (YRS)	**18.56**				
	% OF TOTAL TONNAGE	**6.10%**				
DRY BULK CARRIERS	**CAPESIZE**	1	JAG ANAND	179,250	2011	
		1		**179,250**		**8.82**
	KAMSARMAX	1	JAG AARATI	80,324	2011	
		2	JAG ADITI	80,325	2011	
		3	JAG ARNAV	81,732	2015	
		4	JAG AJAY	82,094	2016	
		5	JAG AALOK	82,023	2016	
		6	JAG AKSHAY	82,044	2016	
		7	JAG AMAR	82,094	2017	
		7		**570,636**		**5.27**
	SUPRAMAX	1	JAG ROHAN	52,450	2006	
		2	JAG RISHI	56,719	2011	
		3	JAG RANI	56,820	2011	
		4	JAG ROOPA	52,454	2006	
		5	JAG RADHA	58,133	2009	
		5		**276,576**		**11.06**
	TOTAL TONNAGE (DWT)	**1,026,462**				
	NO. OF SHIPS	**13**				
	AVERAGE AGE (YRS)	**7.45**				
	% OF TOTAL TONNAGE	**27.70%**				
FLEET TOTAL						
TOTAL TONNAGE (DWT)		**3,699,373**				
NO. OF SHIPS		**46**				
AVERAGE AGE (YRS)		**12.04**				

ACQUISITIONS & SALES DURING FY 2019-20

SALES

TYPE	VESSEL NAME	DWT (MT)	YR BUILT	MONTH OF SALE
SUEZMAX	JAG LAKSHITA	147,092	2000	Dec-2019
LPG CARRIER	JAG VISHNU	49,353	1994	May-2019

SUBSIDIARIES FLEET AS ON MARCH 31, 2020

GREATSHIP (INDIA) LIMITED AND ITS SUBSIDIARIES

	CATEGORY		VESSEL/RIG NAME	COMPANY #	DWT (MT)	YEAR BUILT	AVERAGE AGE (YEARS)
OFFSHORE SUPPORT VESSELS	**PLATFORM SUPPLY VESSELS**	1	m.v. Greatship Dipti	GIL	3,329	2005	
		2	m.v. Greatship Dhriti	GIL	3,329	2008	
		3	m.v. Greatship Dhwani	GIL	3,304	2008	
		4	m.v. Greatship Prachi	GIL	4,194	2015	
		4			**14,156**		**10.63**
	R CLASS SUPPLY VESSELS	1	m.v. Greatship Ramya	GGOS*	2,242	2010	
		2	m.v. Greatship Rohini	GIL	3,684	2010	
		3	m.v. Greatship Rashi	GIL	3,609	2011	
		4	m.v. Greatship Roopa	GIL	3,656	2012	
		5	m.v. Greatship Rachna	GIL	3,674	2012	
		5			**16,865**		**8.63**
	ANCHOR HANDLING TUG CUM SUPPLY VESSELS	1	m.v. Greatship Anjali	GIL	2,188	2008	
		2	m.v. Greatship Amrita	GIL	2,045	2008	
		3	m.v. Greatship Asmi	GIL	1,634	2009	
		4	m.v. Greatship Ahalya	GIL	1,643	2009	
		5	m.v. Greatship Aarti	GIL	1,650	2009	
		6	m.v. Greatship Vidya	GIL	3,289	2012	
		7	m.v. Greatship Vimla	GIL	3,311	2012	
		8	m.v. Greatship Aditi	GIL	2,045	2009	
		8			**17,805**		**10.47**
	MULTI-PURPOSE PLATFORM SUPPLY AND SUPPORT VESSELS	1	m.v. Greatship Maya	GGOS	4,252	2009	
		2	m.v. Greatship Manisha	GGOS	4,221	2010	
		2			**8,473**		**9.94**
	TOTAL OFFSHORE SUPPORT VESSELS						
	NUMBER	**19**					
	TOTAL TONNAGE (DWT)	**57,299**					
	AVERAGE AGE (YEARS)	**9.96**					

CATEGORY			VESSEL/RIG NAME	COMPANY #	DWT (MT)	YEAR BUILT	AVERAGE AGE (YEARS)
DRILLING UNITS	**350' JACK UP RIGS**	1	Greatdrill Chitra	GIL	N.A.	2009	
		2	Greatdrill Chetna	GIL	N.A.	2009	
		3	Greatdrill Chaaya	GIL	N.A.	2013	
		4	Greatdrill Chaaru	GIL	N.A.	2015	
		4					**8.45**
	TOTAL DRILLING UNITS						
	NUMBER	**4**					
	AVERAGE AGE (YEARS)	**8.45**					

 # GIL stands for 'Greatship (India) Limited';
GGOS stands for 'Greatship Global Offshore Services Pte. Ltd.'
** Acquired from GIL on April 08, 2019*

ACQUISITIONS/SALES DURING FY 2019-20 – NIL

FINANCIAL STATEMENTS

Main Deck of Jag Pranam - Medium Range Product Carrier

THE YEAR AT A GLANCE (CONSOLIDATED)

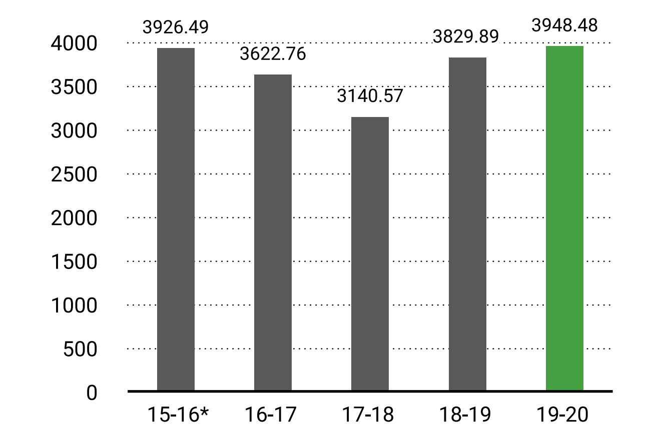
	MARCH 31, 2020		MARCH 31, 2019	
	₹ (IN CRORES)	US$ (IN MILLIONS)	₹ (IN CRORES)	US$ (IN MILLIONS)
	(EXCEPT FOR EARNINGS, CASH EARNINGS AND DIVIDEND PER SHARE)			
FOR THE YEAR				
Total Revenue	**3948.48**	**559**	3829.89	551
Operating Profit (PBIDT)	**1428.08**	**202**	1345.38	193
Net Profit/(Loss)	**207.14**	**29**	(21.45)	(3)
Cash Profit	**949.95**	**135**	760.59	109
Earnings per share (₹/US$)	**13.94**	**0.20**	(1.42)	(0.02)
Cash earnings per share (₹/US$)	**64.64**	**0.92**	50.44	0.73
Dividend per share (₹/US$)	**8.10**	**0.11**	5.40	0.08
Return on Equity (percentage)	**3.05**	**3.05**	(0.31)	(0.31)
AT THE END OF THE YEAR				
Total assets	**13832.82**	**1828**	14370.22	2078
Fixed assets	**9227.90**	**1219**	9631.48	1393
Total debt	**5276.82**	**697**	5998.94	868
Net worth	**6795.64**	**898**	6809.67	985
Equity Capital	**146.97**	**19**	150.78	22

Note:
Figures in US$ are arrived at by converting Rupee figures at the average conversion rate for all for the year items and at closing rate for all year end items, as given below, to facilitate comparison.

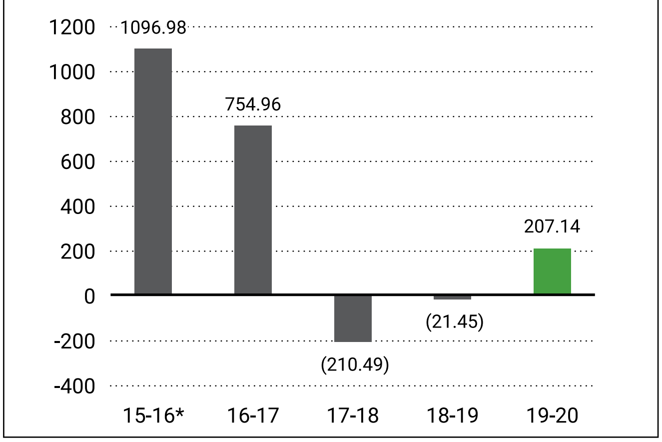
		₹/US$
EXCHANGE RATE	2019-20	2018-19
-Average	**70.59**	69.57
-Closing	**75.67**	69.15

FINANCIAL HIGHLIGHTS (CONSOLIDATED)

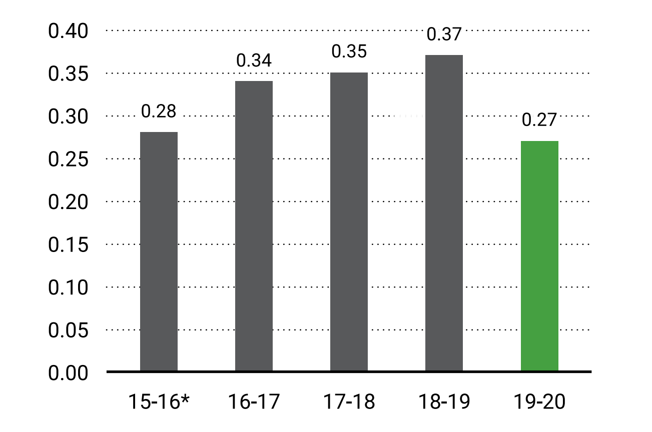
REVENUES ₹ in crores



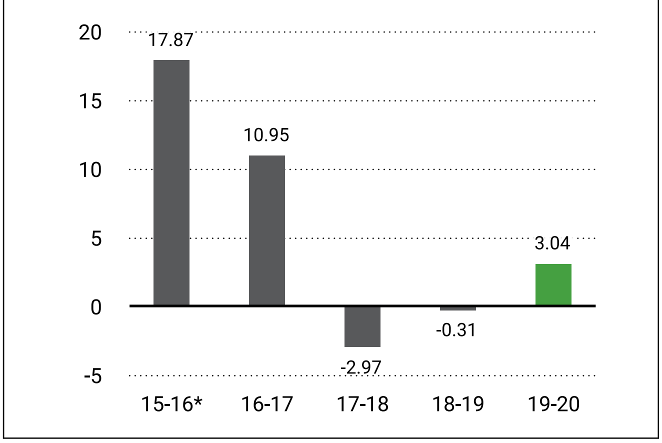
NET PROFIT/(LOSS) FOR THE YEAR ₹ in crores



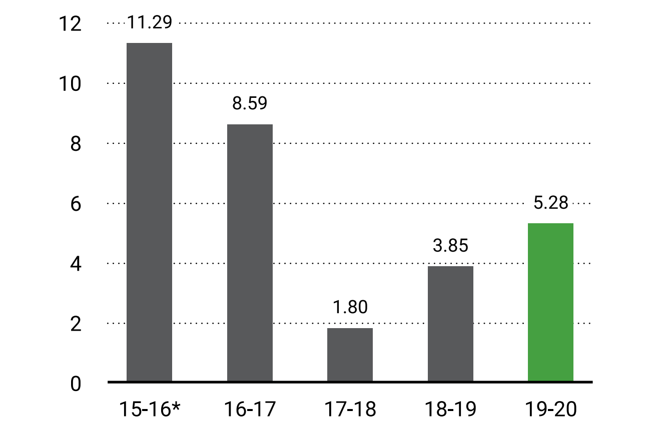
NET DEBT EQUITY RATIO



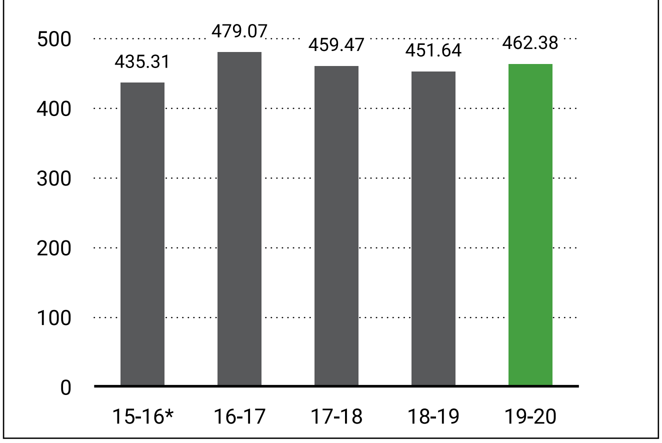
RETURN ON NETWORTH percent



RETURN ON CAPITAL EMPLOYED percent



BOOK VALUE PER SHARE ₹



**Figures are restated as per Ind AS*

5 YEARS AT A GLANCE (CONSOLIDATED)

	2015-16	2016-17	2017-18	2018-19	2019-20
PROFIT & LOSS A/C					
Total Revenue	3926.49	3622.76	3140.57	3829.89	3948.48
Operating Profit (PBIDT)	2267.07	2121.44	1509.04	1345.38	1428.08
Net Profit (PAT)	1096.98	754.96	(210.49)	(21.45)	207.14
BALANCE SHEET					
What The Company Owned					
Fixed Assets	9253.13	10326.69	9822.00	9631.48	9227.90
Investments, other assets less other liabilities and provisions	3057.14	3701.21	3526.82	3356.99	3020.79
Deferred Taxation (Net)	12.15	11.18	-	-	-
TOTAL	**12322.42**	**14039.08**	**13348.82**	**12988.47**	**12248.69**
What the Company Owed					
Loans (including current portion)	5758.94	6815.75	6213.34	5998.94	5276.82
Deferred Taxation (Net)	-	-	207.75	179.86	176.23
TOTAL	**5758.94**	**6815.75**	**6421.09**	**6178.80**	**5453.05**
Shareholders’ Funds					
Equity Share Capital	150.78	150.78	150.78	150.78	146.97
Reserves & Surplus	6412.70	7072.55	6776.95	6658.89	6648.67
TOTAL	**6563.48**	**7223.33**	**6927.73**	**6809.67**	**6795.64**
Gross Debt-Equity ratio	0.88:1	0.94:1	0.90:1	0.88:1	0.78:1
Net Debt-Equity ratio	0.28:1	0.34:1	0.35:1	0.37:1	0.27:1
Return on Net Worth (%)	17.87	10.95	(2.97)	(0.31)	3.04
Earnings Per Share (in ₹)	72.76	50.07	(13.96)	(1.42)	13.94

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF THE GREAT EASTERN SHIPPING COMPANY LIMITED

REPORT ON THE AUDIT OF THE STANDALONE FINANCIAL STATEMENTS

OPINION

We have audited the accompanying standalone financial statements of The Great Eastern Shipping Company Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2020, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020, and its profit, total comprehensive income, its changes in equity and cash flows for the year ended on that date.

BASIS FOR OPINION

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

KEY AUDIT MATTER	AUDITOR'S RESPONSE
Assessment of recoverable amounts of vessels – (Refer note 2(h) and 3 of the standalone financial statements)	
As at 31 March 2020, the carrying amounts of the Company's vessels was ₹ 5,081.54 crores, representing 51% of the total assets. The Company assesses at the end of each reporting period whether there is any indication that a vessel may be impaired by considering internal and external sources of information. The management assesses recoverable amount of each of the vessels where such indications exist, based on higher of fair value less cost to sell and value in use. The fair value of a vessel is estimated based on the valuation provided by external professional valuers, which is based on brokers' price ideas and market knowledge. The 'value in use' is determined by discounting estimated future cash flows as per management forecast over balance useful life of a vessel to its present value. The future cash flows are estimated based on various assumptions relating to charter hire rates based on published external industry forecasts and historical performance, deployment pattern, operating costs and other expenses, scrap value, and discount rate.	Our principal audit procedures included but were not limited to: - Obtaining a detailed understanding of key controls and processes with regard to identification of impairment indications, and assessment of recoverable amounts of the vessels, where such indications exist, and testing operating effectiveness of such controls. - Assessing reasonableness of fair value of vessel considered by the Management by comparing the same with the valuations provided by external professional valuers.

KEY AUDIT MATTER	AUDITOR'S RESPONSE
	- Evaluating and challenging the key inputs and assumptions considered for cash flow forecasts for estimating 'value in use' especially related to charter hire rates with reference to historical performance and published external industry forecast, expected deployment with reference to historical pattern, operating costs with reference to Management budget and historical actuals, scrap value with reference to prevailing and forecast rates, and those considered for discount rate for which we also involved our internal experts, and assessing mathematical accuracy of the 'value-in-use' model. - Assessing adequacy and appropriateness of the disclosures in the financial statements.

INFORMATION OTHER THAN THE FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Board's Report, Corporate Governance Report, Business Responsibility Report, The Year at a Glance, Financial Highlights and 5 Years at a Glance, but does not include the standalone financial statements, consolidated financial statements and our auditor's reports thereon.

Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

MANAGEMENT'S RESPONSIBILITY FOR THE STANDALONE FINANCIAL STATEMENTS

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

AUDITOR'S RESPONSIBILITY FOR THE AUDIT OF THE STANDALONE FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the standalone financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by Section 143(3) of the Act, based on our audit we report that:

   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

   b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

   c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the relevant books of account.

d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.

e) On the basis of the written representations received from the directors as on March 31, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2020 from being appointed as a director in terms of Section 164(2) of the Act.

f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in “Annexure A”. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company’s internal financial controls over financial reporting.

g) With respect to the other matters to be included in the Auditor’s Report in accordance with the requirements of section 197(16) of the Act, as amended:
In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

h) With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:

1. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements.

2. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.

3. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

2. As required by the Companies (Auditor’s Report) Order, 2016 (“the Order”) issued by the Central Government in terms of Section 143(11) of the Act, we give in “Annexure B” a statement on the matters specified in paragraphs 3 and 4 of the Order.

For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm’s Registration No. 117366W/W-100018)

Samir R. Shah
Partner
Membership No. 101708
UDIN: 20101708AAAACI9833

Mumbai, June 18, 2020

ANNEXURE “A” TO THE INDEPENDENT AUDITOR’S REPORT

(Referred to in paragraph 1(f) under ‘Report on Other Legal and Regulatory Requirements’ section of our report of even date)

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)

We have audited the internal financial controls over financial reporting of The Great Eastern Shipping Company Limited (“the Company”) as of March 31, 2020 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

MANAGEMENT’S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to respective company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

AUDITOR’S RESPONSIBILITY

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company’s internal financial controls system over financial reporting.

MEANING OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

OPINION

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2020, based on the criteria for internal financial control over financial reporting established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

Samir R. Shah
Partner
Membership No. 101708
UDIN: 20101708AAAACI9833

Mumbai, June 18, 2020

ANNEXURE “B” TO THE INDEPENDENT AUDITOR’S REPORT

(Referred to in paragraph 2 under ‘Report on Other Legal and Regulatory Requirements’ section of our report of even date)

(I) In respect of the Company’s property, plant and equipment:

(a) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment.

(b) The Company has a program of verification of property, plant and equipment to cover all the items in a phased manner over a period of three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain property, plant and equipment were physically verified by the Management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.

(c) According to the information and explanations given to us, the records examined by us, and based on the examination of the sale deed/ transfer deed/ conveyance deed provided to us, we report that, the title deeds, comprising all the immovable properties of land and buildings which are freehold, are held in the name of the Company as at the balance sheet date. In respect of immovable property amounting to ₹ 43.72 crores taken on lease and disclosed as property, plant and equipment in the financial statements, the deed of assignment is yet to be transferred in the name of the Company. In respect of immovable properties of land and buildings that have been taken on lease and disclosed as ‘Right-of-use assets’ in the financial statements, the lease agreements are in the name of the Company, where the Company is the lessee in the agreement.

(II) As explained to us, the inventories were physically verified during the year by the Management at reasonable intervals and no material discrepancies were noticed on physical verification.

(III) The Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnership or other parties covered in the register maintained under section 189 of the Act. Therefore, provisions of the clause 3 (iii) of the Order are not applicable to the Company.

(IV) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Section 186 of the Act in respect of making investments. According to the information and explanations given to us, the Company has not granted any loans or provided guarantees or securities to parties covered under sections 185 and 186 of the Act.

(V) According to the information and explanations given to us, the Company has not accepted any deposit within the meaning of Section 73 to Section 76 of the Act during the year and does not have any unpaid deposits as at March 31, 2020. Therefore, the provisions of clause 3(v) of the Order are not applicable to the Company.

(VI) To the best of our knowledge and as explained to us by the Management, the maintenance of cost records has not been specified by the Central Government under section 148(1) of the Act for business activities carried out by the Company. Therefore, the provisions of clause (vi) of the Order are not applicable to the Company.

(VII) According to the information and explanations given to us, in respect of statutory dues:

(a) The Company has been generally regular in depositing undisputed statutory dues, including Provident Fund, Employees’ State Insurance, Income-tax, Customs Duty, Goods and Services Tax, Cess and other material statutory dues applicable to it with the appropriate authorities.

(b) There were no undisputed amounts payable in respect of Provident Fund, Employees’ State Insurance, Income-tax, Customs Duty, Goods and Services Tax, Cess and other material statutory dues in arrears as at March 31, 2020 for a period of more than six months from the date they became payable.

(c) Details of dues of Income-tax, Sales Tax and Customs Duty which have not been deposited as on March 31, 2020 on account of disputes are given below:

NAME OF STATUTE	NATURE OF DUES	PERIOD FOR WHICH THE AMOUNT RELATES	FORUM WHERE DISPUTE IS PENDING	AMOUNT (INR CRORE)*
The Central Sales Tax Act, 1956	Sales Tax	1998-99	The Sales Tax Appellate Tribunal	0.87
The Bombay Sales Tax Act, 1959	Sales Tax	1998-99	The Sales Tax Appellate Tribunal	3.86
Customs Act, 1962	Custom Duty regarding vessels at different ports	2009-10	Commissioner of Customs (Appeal), Jamnagar	0.04
		2010-11 to 2011-12	CESTAT, Ahmedabad	0.51
		2011-12	Commissioner of Customs (Appeal), Bhubaneshwar	0.02
		2012-13	The High Court at Ahmedabad, Bhubaneshwar and Chennai	5.56
		2012-13	Commissioner of Customs (Appeal), Jamnagar	0.37
		2013-14	Commissioner of Customs (Appeal), Kolkata	0.01
Income Tax Act, 1961	Income Tax	2007-08 to 2013-14	Income Tax Appellate Tribunal, Mumbai	1.94
		2015-16 to 2016-17	Assistant Commissioner of Income Tax	10.51
		2011-12 to 2018-19	Deputy Commissioner of Income Tax	5.02

* These amounts are net of amounts paid under protest amounting to ₹ 20.09 crores

(VIII) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings to banks or debenture holders. The Company has not taken any loans or borrowings from financial institutions and government.

(IX) In our opinion and according to the information and explanations given to us, the term loans have been applied by the Company during the year for the purposes for which they were raised other than temporary deployment pending application of proceeds. The Company has not raised moneys by way of initial public offer or further public offer during the year.

(X) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or no material fraud on the Company by its officers or employees has been noticed or reported during the year.

(XI) In our opinion and according to the information and explanations given to us, the Company has paid/ provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.

(XII) The Company is not a Nidhi Company. Therefore, the provisions of clause (xii) of the Order are not applicable to the Company.

(XIII) In our opinion and according to the information and explanations given to us, the Company is in compliance with Section 177 and 188 of the Act where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the standalone financial statements, etc. as required by the applicable accounting standards.

(XIV) During the year, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures. Therefore, the provisions of clause (xiv) of the Order are not applicable to the Company.

(XV) In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its directors or directors of its subsidiary companies or persons connected with them. Therefore, the provisions of clause (xv) of the Order are not applicable to the Company.

(XVI) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

Samir R. Shah
Partner
Membership No. 101708
UDIN: 20101708AAAACI9833

Mumbai, June 18, 2020

BALANCE SHEET AS AT MARCH 31, 2020

(₹ in crores)

PARTICULARS	NOTE NO.	AS AT 31/03/2020	AS AT 31/03/2019
ASSETS			
I. NON-CURRENT ASSETS :			
(a) Property, Plant and Equipment	3	**5188.15**	5534.83
(b) Capital Work-in-progress	3	**108.84**	13.36
(c) Intangible Assets	4	**0.58**	0.88
(d) Intangible Assets under development	4	**0.12**	0.12
(e) Right-of-use Assets	33	**7.11**	-
(f) Financial Assets			
(i) Non-Current Investments	5	**1685.82**	1684.74
(ii) Other Financial Assets	6	**0.69**	31.85
(g) Current Tax Assets (net)	7	**100.38**	84.80
(h) Other Non-Current Assets	8	**2.25**	71.17
		7093.94	7421.75
II. CURRENT ASSETS :			
(a) Inventories	9	**132.20**	135.34
(b) Financial Assets			
(i) Current Investments	10	**870.71**	470.79
(ii) Trade Receivables	11	**253.95**	201.81
(iii) Cash and Cash Equivalents	12	**1200.92**	773.18
(iv) Bank Balances other than (iii) above	13	**202.13**	1054.02
(v) Other Financial Assets	6	**192.80**	185.72
(c) Other Current Assets	8	**59.14**	26.95
		2911.85	2847.81
III. ASSET CLASSIFIED AS HELD FOR SALE	42	**-**	71.17
TOTAL ASSETS		**10005.79**	10340.73
EQUITY AND LIABILITIES			
I. EQUITY :			
(a) Equity Share Capital	14	**146.97**	150.78
(b) Other Equity	15	**4920.08**	4914.94
		5067.05	5065.72
II. NON-CURRENT LIABILITIES :			
(a) Financial Liabilities			
(i) Borrowings	16	**3319.11**	3307.69
(ii) Lease Liabilities	33	**6.02**	-
(iii) Other Financial Liabilities	17	**712.04**	357.96
(b) Provisions	18	**38.54**	29.81
(c) Deferred Tax Liabilities (net)	19	**12.84**	-
		4088.55	3695.46
III. CURRENT LIABILITIES :			
(a) Financial Liabilities			
(i) Trade Payables	20		
- total outstanding dues of micro enterprises and small enterprises		**6.12**	2.05
- total outstanding dues of creditors other than micro enterprises and small enterprises		**262.97**	224.71
(ii) Lease Liabilities	33	**1.42**	-
(iii) Other Financial Liabilities	17	**508.55**	1271.35
(b) Other Current Liabilities	21	**37.56**	54.21
(c) Provisions	18	**11.82**	5.48
(d) Current Tax Liabilities (net)	22	**21.75**	21.75
		850.19	1579.55
TOTAL EQUITY AND LIABILITIES		**10005.79**	10340.73

The accompanying notes are an integral part of the financial statements

In terms of our report attached
For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
Firm Regn. No. : 117366W / W - 100018

Samir R. Shah
Partner
M. No. : 101708

G. Shivakumar
Executive Director & CFO
(DIN : 03632124)

Jayesh M. Trivedi
Company Secretary
(M. No. : 2822)

For and on behalf of the Board
K. M. Sheth
Chairman
(DIN : 00022079)

Bharat K. Sheth
Deputy Chairman & Managing Director
(DIN : 00022102)

Cyrus Guzder
Director
(DIN : 00080358)

Mumbai : June 18, 2020.

Mumbai : May 30, 2020.

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2020

(₹ in crores)

PARTICULARS	NOTE NO.	CURRENT YEAR	PREVIOUS YEAR
I. Revenue from Operations	23	**2870.76**	2651.27
II. Other Income	24	**298.14**	262.14
III. TOTAL INCOME (I + II)		**3168.90**	2913.41
IV. EXPENSES :			
Fuel Oil and Water		**575.95**	583.38
Port, Light and Canal Dues		**232.09**	252.48
Consumption of Spares and Stores		**181.58**	164.94
Employee Benefits Expense	25	**443.02**	468.36
Finance Costs	26	**317.52**	361.64
Depreciation and Amortisation Expense	27	**476.74**	509.45
Other Expenses	28	**622.47**	579.63
TOTAL EXPENSES		**2849.37**	2919.88
V. PROFIT/(LOSS) BEFORE TAX (III - IV)		**319.53**	(6.47)
VI. TAX EXPENSE :	29		
- Current Tax		**26.00**	33.00
- MAT Credit Utilised		**-**	(20.00)
- Deferred Tax		**12.84**	-
		38.84	13.00
VII. PROFIT/(LOSS) FOR THE YEAR (V - VI)		**280.69**	(19.47)
VIII. OTHER COMPREHENSIVE INCOME			
A. (i) Items that will not be reclassified to profit or loss			
(a) Remeasurement of defined employee benefit plans		**(25.29)**	(2.08)
(b) Fair value changes relating to own credit risk of financial liabilities designated at fair value through profit or loss		**57.61**	-
		32.32	(2.08)
(ii) Income tax relating to items that will not be reclassified to profit or loss		**-**	-
B. (i) Items that will be reclassified to profit or loss			
(a) Effective portion of gains/(losses) on designated portion of hedging instruments in a cash flow hedge		**(37.16)**	(3.95)
(b) Movement in Foreign Currency Monetary Item Translation Reserve		**6.97**	(1.58)
		(30.19)	(5.53)
(ii) Income tax relating to items that will be reclassified to profit or loss		**-**	-
Other Comprehensive Income (A(i-ii)+B(i-ii))		**2.13**	(7.61)
IX. TOTAL COMPREHENSIVE INCOME (VII + VIII)		**282.82**	(27.08)
X. EARNINGS PER EQUITY SHARE : (IN ₹)	30		
(Face value per share ₹ 10/-)			
- Basic		**18.89**	(1.29)
- Diluted		**18.85**	(1.29)

The accompanying notes are an integral part of the financial statements

In terms of our report attached
For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
Firm Regn. No. : 117366W / W - 100018

Samir R. Shah
Partner
M. No. : 101708

G. Shivakumar
Executive Director & CFO
(DIN : 03632124)

Jayesh M. Trivedi
Company Secretary
(M. No. : 2822)

For and on behalf of the Board
K. M. Sheth
Chairman
(DIN : 00022079)

Bharat K. Sheth
Deputy Chairman & Managing Director
(DIN : 00022102)

Cyrus Guzder
Director
(DIN : 00080358)

Mumbai : June 18, 2020.

Mumbai : May 30, 2020.

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2020

I. EQUITY SHARE CAPITAL

(₹ in crores)

BALANCE AS AT APRIL 1, 2018	CHANGES IN EQUITY SHARE CAPITAL DURING THE YEAR	BALANCE AS AT MARCH 31, 2019
150.78	-	150.78

BALANCE AS AT APRIL 1, 2019	CHANGES IN EQUITY SHARE CAPITAL DURING THE YEAR	BALANCE AS AT MARCH 31, 2020
150.78	**(3.81)**	**146.97**

II. OTHER EQUITY

(₹ in crores)

	RESERVES AND SURPLUS							ITEMS OF OTHER COMPREHENSIVE INCOME		TOTAL OTHER EQUITY
	CAPITAL RESERVE	SECURITIES PREMIUM RESERVE	GENERAL RESERVE	CAPITAL REDEMPTION RESERVE	TONNAGE TAX RESERVE UNDER SECTION 115VT OF THE INCOME-TAX ACT, 1961	DEBENTURE REDEMPTION RESERVE	RETAINED EARNINGS	EFFECTIVE PORTION OF CASH FLOW HEDGE	FOREIGN CURRENCY MONETARY ITEMS TRANSLATION DIFFERENCE ACCOUNT	
Balance as at April 1, 2018	15.98	86.59	2248.46	240.08	285.00	787.50	1412.37	4.05	(5.39)	5074.64
Change in accounting policy (Ind AS 115)	-	-	-	-	-	-	(6.54)	-	-	(6.54)
Loss for the year	-	-	-	-	-	-	(19.47)	-	-	(19.47)
Other comprehensive income for the year, net of income tax (Refer Note 15)	-	-	-	-	-	-	(2.08)	(3.95)	(1.58)	(7.61)
Total comprehensive income for the year	-	-	-	-	-	-	(28.09)	(3.95)	(1.58)	(33.62)
Transfer from Tonnage Tax Reserve (Refer Note 15)	-	-	170.00	-	(170.00)	-	-	-	-	-
Transfer from Retained Earnings (Refer Note 15)	-	-	-	-	4.00	6.25	(10.25)	-	-	-
Payment of dividend	-	-	-	-	-	-	(108.56)	-	-	(108.56)
Payment of dividend distribution tax	-	-	-	-	-	-	(17.52)	-	-	(17.52)
Balance as at March 31, 2019	**15.98**	**86.59**	**2418.46**	**240.08**	**119.00**	**793.75**	**1247.95**	**0.10**	**(6.97)**	**4914.94**

	RESERVES AND SURPLUS							ITEMS OF OTHER COMPREHENSIVE INCOME		TOTAL OTHER EQUITY
	CAPITAL RESERVE	SECURITIES PREMIUM RESERVE	GENERAL RESERVE	CAPITAL REDEMPTION RESERVE	TONNAGE TAX RESERVE UNDER SECTION 115VT OF THE INCOME-TAX ACT, 1961	DEBENTURE REDEMPTION RESERVE	RETAINED EARNINGS	EFFECTIVE PORTION OF CASH FLOW HEDGE	FOREIGN CURRENCY MONETARY ITEMS TRANSLATION DIFFERENCE ACCOUNT	
Balance as at April 1, 2019	15.98	86.59	2418.46	240.08	119.00	793.75	1247.95	0.10	(6.97)	4914.94
Profit for the year	-	-	-	-	-	-	280.69	-	-	280.69
Other comprehensive income for the year, net of income tax (Refer Note 15)	-	-	-	-	-	-	32.32	(37.16)	6.97	2.13
Total comprehensive income for the year	-	-	-	-	-	-	313.01	(37.16)	6.97	282.82
Utilised for buyback of equity shares during the year (Refer Note 14)	-	(82.78)	(13.33)	-	-	-	-	-	-	(96.11)
Transfer from Securities Premium Reserve (Refer Note 15)	-	(3.81)	-	3.81	-	-	-	-	-	-
Transfer from Tonnage Tax Reserve (Refer Note 15)	-	-	100.00	-	(100.00)	-	-	-	-	-
Transfer from Debenture Redemption Reserve (Refer Note 15)	-	-	793.75	-	-	(793.75)	-	-	-	-
Transfer from Retained Earnings (Refer Note 15)	-	-	-	-	35.00	-	(35.00)	-	-	-
Payment of dividend	-	-	-	-	-	-	(160.40)	-	-	(160.40)
Payment of dividend distribution tax	-	-	-	-	-	-	(21.17)	-	-	(21.17)
Balance as at March 31, 2020	**15.98**	**-**	**3298.88**	**243.89**	**54.00**	**-**	**1344.39**	**(37.06)**	**-**	**4920.08**

The accompanying notes are an integral part of the financial statements

In terms of our report attached
For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
Firm Regn. No. : 117366W / W - 100018

Samir R. Shah
Partner
M. No. : 101708

Mumbai : June 18, 2020.

G. Shivakumar
Executive Director & CFO
(DIN : 03632124)

Jayesh M. Trivedi
Company Secretary
(M. No. : 2822)

For and on behalf of the Board
K. M. Sheth
Chairman
(DIN : 00022079)

Bharat K. Sheth
Deputy Chairman & Managing Director
(DIN : 00022102)

Cyrus Guzder
Director
(DIN : 00080358)

Mumbai : May 30, 2020.

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED MARCH 31, 2020

(₹ in crores)

	CURRENT YEAR	PREVIOUS YEAR
A. CASH FLOWS FROM OPERATING ACTIVITIES		
Profit/(Loss) before tax	**319.53**	(6.47)
Adjustments For :		
Depreciation and amortisation expense	**476.74**	509.45
Interest income	**(67.47)**	(94.37)
Dividend income	**(31.92)**	-
Finance cost	**317.52**	361.64
Loss on settlement of derivative contracts	**203.28**	70.34
Net gain on investments	**(72.19)**	(40.80)
Net gain on disposal of property, plant and equipment	**(47.85)**	(27.08)
Provision for loss on asset held for sale	**-**	13.76
Bad debts and advances written off	**0.69**	0.41
Allowance for doubtful debts and advances (net)	**3.39**	2.74
Change in accounting policy (Ind AS 115)	**-**	(6.54)
Exchange differences on translation of assets and liabilities	**(66.70)**	(82.57)
Changes in fair value on derivative transactions/other financial assets	**170.25**	92.14
Operating profit before working capital changes	**1205.27**	792.65
Adjustments For :		
(Increase)/Decrease in trade and other receivables	**(15.91)**	(90.04)
(Increase)/Decrease in inventories	**3.14**	(39.07)
Increase/(Decrease) in trade payables	**6.04**	44.26
Increase/(Decrease) in other liabilities	**(14.80)**	(7.48)
Cash generated from operations	**1183.74**	700.32
Direct taxes paid	**(41.58)**	(26.49)
Net cash (used in)/generated from operating activities	**1142.16**	673.83
B. CASH FLOWS FROM INVESTING ACTIVITIES		
Payment for purchase of property, plant and equipment	**(219.76)**	(755.30)
Proceeds from disposal of property, plant and equipment	**187.51**	184.29
Purchase of current investments	**(3133.15)**	(3197.14)
Proceeds from disposal/redemption of investments	**2805.42**	3521.36
Placements of deposits with banks	**(284.24)**	(1089.34)
Withdrawal of deposits with banks	**1134.53**	1782.44
Interest received	**90.40**	80.35
Dividend received	**31.92**	-
Net cash (used in)/generated from investing activities	**612.63**	526.66

	CURRENT YEAR	PREVIOUS YEAR
C. CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from borrowings	**299.81**	491.16
Repayments of borrowings	**(904.79)**	(673.13)
Dividend paid	**(160.39)**	(108.56)
Dividend distribution tax paid	**(21.17)**	(17.52)
Loss on principal settlement of derivative contracts	**(319.82)**	(143.93)
Gain on interest settlement of derivative contracts	**116.54**	73.59
Interest paid	**(319.58)**	(322.92)
Equity shares bought back	**(99.92)**	-
Repayment of lease liability	**(1.32)**	-
Net cash (used in)/generated from financing activities	**(1410.64)**	(701.31)
Net increase/(decrease) in cash and cash equivalents	**344.15**	499.18
Cash and cash equivalents at the beginning of the year	**773.18**	296.81
Exchange difference on translation of foreign currency cash and cash equivalents	**83.59**	(22.81)
Cash and cash equivalents at the end of the year	**1200.92**	773.18

The above Statement of Cash Flows has been prepared under the "Indirect Method" as set out in Ind AS 7 "Statement of Cash Flows".

Reconciliation for changes in liabilities arising from financing activities including both changes arising from cash flows and non-cash changes as per the requirement of amendment to Ind AS 7 :

(₹ in crores)

PARTICULARS	AS AT MARCH 31, 2019	CASH FLOWS (NET)	NON-CASH CHANGES				AS AT MARCH 31, 2020
			FAIR VALUE CHANGES	FOREIGN EXCHANGE MOVEMENT	ACQUISITION	AMORTISED COST	
Foreign currency term loans from banks	936.38	70.02	-	93.38	-	-	**1099.78**
Non-convertible debentures	3167.54	(675.00)	-	-	-	2.25	**2494.79**
Total	4103.92	(604.98)	-	93.38	-	2.25	**3594.57**

The accompanying notes are an integral part of the financial statements

In terms of our report attached

For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
Firm Regn. No. : 117366W / W - 100018

Samir R. Shah
Partner
M. No. : 101708

G. Shivakumar
Executive Director & CFO
(DIN : 03632124)

Jayesh M. Trivedi
Company Secretary
(M. No. : 2822)

Mumbai : June 18, 2020.

For and on behalf of the Board

K. M. Sheth
Chairman
(DIN : 00022079)

Bharat K. Sheth
Deputy Chairman & Managing Director
(DIN : 00022102)

Cyrus Guzder
Director
(DIN : 00080358)

Mumbai : May 30, 2020.

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

NOTE 1 : CORPORATE INFORMATION

The Great Eastern Shipping Company Ltd. (the Company) is a public limited company registered in India under the provisions of the Companies Act, 1913 and has its registered office in Mumbai, Maharashtra, India. Its shares are listed on the Bombay Stock Exchange and the National Stock Exchange of India. The Company is a major player in the Indian Shipping industry.

The financial statements for the year ended March 31, 2020 were approved by the Board of Directors and authorised for issue on May 30, 2020.

NOTE 2 : SIGNIFICANT ACCOUNTING POLICIES

(a) Statement of compliance :

These financial statements are the separate financial statements of the Company (also called standalone financial statements) and have been prepared in accordance with Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards), Rules, 2015 and relevant amendments and rules issued thereafter.

(b) Basis of preparation and presentation :

The Financial Statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period.

(c) Current / Non-Current Classification :

Any asset or liability is classified as current if it satisfies any of the following conditions:

(i) the asset/ liability is expected to be realised/settled in the Company’s normal operating cycle;
(ii) the asset is intended for sale or consumption;
(iii) the asset/ liability is held primarily for the purpose of trading;
(iv) the asset/ liability is expected to be realised/settled within twelve months after the reporting period;
(v) the asset is cash and cash equivalent or other bank balances unless it is restricted from being exchanged or used to settle a liability for atleast twelve months after the reporting date;
(vi) in the case of a liability, the Company does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting date;
(vii) All other assets and liabilities are classified as non-current.

For the purpose of current/non-current classification of assets and liabilities, the Company has ascertained its normal operating cycle as twelve months.

(d) Use of Estimates :

The preparation of financial statements in conformity with the recognition and measurement principles of Ind AS requires management of the Company to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, disclosures of contingent assets and contingent liabilities as at the date of financial statements and the reported amounts of income and expenses during the period. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in future periods which are affected.

Key sources of estimation of uncertainty at the date of the financial statements, which may cause a material adjustment to the carrying amounts of assets and liabilities within the next financial year, is in respect of impairment of property, plant and equipment, useful lives of property, plant and equipment, provision and contingent liabilities.

Impairment of Property, plant and equipment :

Determining whether a ship is impaired requires an estimation of value in use and fair value less cost of disposal. The key estimates made in the value in use calculation are those regarding discount rates, revenue (having regard to past trend), operating profit growth rates and deployment of vessels. The discount rate is estimated using pre-tax rates that reflect current market assessments of the time value of money. The fair values are estimated based on valuations provided by independent valuers considering latest transactions of similar assets.

Useful lives of Property, plant and equipment :

Useful lives of property, plant and equipment are reviewed at each year end based on the best available information. The lives are based on historical experience with similar assets as well as anticipation of future events.

Provisions and Contingent Liabilities :

The Company is a party to certain legal disputes, the outcomes of which cannot be assessed with a high degree of certainty. A provision is recognised where, based on the legal views and advice, it is considered probable that an outflow of resources will be required to settle a present obligation that can be measured reliably. Contingent liabilities are disclosed in Note 36 unless the possibility of a loss arising is considered remote. Management applies its judgement in determining whether or not a provision should be recorded or a contingent liability should be disclosed.

(e) Property, plant and equipment :

Property, plant and equipment (PPE) are stated at acquisition cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes expenses related to acquisition, installation of the concerned assets and any attributable cost of bringing the asset to the condition of its intended use.

The Company identifies and determines cost of each part of an item of property, plant and equipment separately, if the part has a cost which is significant to the total cost of that item of property, plant and equipment and has a useful life that is materially different from that of the remaining item. Borrowing costs attributable to the acquisition or construction of a qualifying asset are also capitalised as part of the cost of the asset.

Capital work-in-progress and Capital advances :

Cost of assets not ready for intended use as on the balance sheet date, is shown as capital work-in-progress. Advances given towards acquisition of fixed assets outstanding at each balance sheet date are disclosed as Other Non-Current Assets.

Depreciation on Property, Plant and Equipment :

(i) Depreciation is recognised on Straight Line Method basis so as to write off the original cost of the asset less its estimated residual value over the estimated useful life. The estimated useful lives of the assets are as under :

PROPERTY, PLANT AND EQUIPMENT :	ESTIMATED USEFUL LIFE
Fleet (Main)	
- Crude Oil Tankers	20 years
- Product Tankers *	23 years
- Dry Bulk Carriers *	23 years
- Gas Carriers *	27 years
- Speed Boats	13 years
Fleet (Component)	
- Grabs *	10 years
- Dry Dock *	Period from survey certificate date till the estimated date for next special survey
Leasehold Land	Lease period
Ownership Flats and Buildings	60 years
Furniture & Fixtures, Office Equipment *	5 years
Computers	
- Servers and Networks	6 years
- End User Devices	3 years
Vehicles *	4 years
Mobiles *	2 years
Plant and Equipment *	10 years
Leasehold improvements	Lease period

* For these class of assets, based on internal technical assessment and past experience, the Management believes that the useful lives as given above, best represent the period over which the Management expects the use of the assets. The useful lives of these assets are different from the useful lives as prescribed under Part C of Schedule II to the Companies Act, 2013.

(ii) Estimated useful life of the Fleet and Ownership Flats and Buildings is considered from the year of built. Estimated useful life in case of all other assets is considered from the date of acquisition by the Company.

(iii) Residual value in case of Fleet is estimated based on twenty years moving average of scrap rates.

(iv) The estimated useful lives and residual values are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

Derecognition :

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the Statement of Profit and Loss.

(f) Intangible Assets :

Intangible assets are stated at acquisition cost less accumulated amortisation and accumulated impairment losses, if any. An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses on derecognition measured at difference between net disposal proceeds and the carrying amount of the asset, are recognised in the Statement of Profit and Loss.

Amortisation :

Intangible Assets with finite lives are amortised on a Straight Line basis over the estimated useful economic life. The amortisation expense on intangible assets with finite lives is recognised in the Statement of Profit and Loss. The estimated useful life of intangible assets is mentioned below :

INTANGIBLE ASSETS :	ESTIMATED USEFUL LIFE
Software	5 years

The amortisation period and the amortisation method for an intangible asset with finite useful life are reviewed at the end of each financial year. If any of these expectations differ from previous estimates, such change is accounted for as a change in an accounting estimate.

(g) Asset classified as held for sale :

An item of Property, plant and equipment is classified as asset held for sale at the time when the Management is committed to sell / dispose off the asset as per Memorandum of Agreement entered into with the customer and the asset is expected to be sold / disposed off within one year from the date of classification.

Assets classified as held for sale are measured at the lower of their carrying amount and fair value less costs to sell.

(h) Impairment :

The carrying amounts of the Company's Property Plant and Equipment and intangible assets are reviewed at the end of each reporting period to determine whether there is any indication of impairment. If any such indication exists, the asset's recoverable amounts are estimated in order to determine the extent of impairment loss, if any. An impairment loss is recognised whenever the carrying amount of an asset or its cash generating unit (CGU) exceeds its recoverable amount. The impairment loss, if any, is recognised in the Statement of Profit and Loss in the period in which impairment takes place.

Recoverable amount is higher of an asset's fair value less cost to sell and its value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset and from its disposal at the end of its useful life. For calculating present value, future cash flows are discounted using a pre-tax discount rate that reflects current market rates and the risk specific to the asset. Fair value less cost to sell is the best estimate of the amount obtainable from the sale of an asset in an arm's length transaction between knowledgeable, willing parties, less the cost of disposal.

Where an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, however subject to the increased carrying amount not exceeding the carrying amount that would have been determined (net of amortisation or depreciation) had no impairment loss been recognised for the asset in prior accounting periods.

(i) Investments in Subsidiaries :

Non- Current Investments in equity shares in subsidiaries are carried at cost less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down to its recoverable amount. On disposal of investments in subsidiaries, the difference between net disposal proceeds and the carrying amounts are recognised in the Statement of Profit and Loss.

Non-current Investment in Preference Shares of subsidiary is measured at amortised cost as it is held within a business model whose objective is to hold this investment in order to collect the contractual cash flows and the contractual cash flows are solely payment of principal and interest on the principal amount outstanding.

(j) Inventories :

Inventories of fuel oil (includes returnable fuel oil from charterer as per terms of the time charter agreement), stores and spares at warehouse are carried at lower of cost and net realisable value. Stores and spares delivered on board the vessels are charged to Statement of Profit and Loss. Cost is ascertained on first-in-first-out basis. Net realisable value represents the estimated selling price for inventories less all costs necessary to make the sale or expected amount to be realised from use as estimated by the management, as applicable.

(k) Borrowing Costs :

Borrowing costs include interest, ancillary cost incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings availed on or after April 1, 2016, to the extent they are regarded as an adjustment to the interest cost. Borrowing costs that are directly attributable to the acquisition/construction of the qualifying assets are capitalised as part of the cost of the asset, upto the date of acquisition/completion of construction. Other borrowing costs are recognised in the period in which they are incurred.

(l) Revenue Recognition :

Revenue is recognised upon transfer of control of promised services to customers at an amount that reflects the consideration which the Company expects to receive in exchange for those services.

The Company earns revenue from time and voyage charter.

Time Charter hire earnings are accrued on time proportion basis except where the charter party agreements have not been renewed/finalised, in which case it is recognised on provisional basis.

Revenue from voyage charters is recognised as income, by reference to the voyage progress on load-to-discharge basis, which has been assessed by management to be an appropriate measure of progress towards complete satisfaction of the performance obligations over time under Ind AS 115. Judgement is involved in estimating days to reach the load port and discharge port destinations impacting the calculation of income to be accrued for incomplete voyage.

Demurrage revenue is recognised as the performance obligations under the contract is satisfied.

Pool revenue is recognised as the performance obligation is satisfied over time in accordance with the pooling agreement. Training fees included in other operating income are accounted on accrual basis.

Revenue is measured based on the consideration to which the Company expects to be entitled in contract with customer. The consideration is determined based on the price specified in the contract, net of address commission. Revenue excludes any taxes or duties collected on behalf of the Government which are levied on sales such as Goods and Services tax.

There is no significant financing component in any transaction.

(m) Expenses :

(i) Fuel oil is charged to the Statement of Profit and Loss on consumption basis.

(ii) Stores and spares delivered on board the ships are charged to the Statement of Profit and Loss.

(iii) Expenses on account of general average claims/ damages to ships are charged to the Statement of Profit and Loss in the year in which they are incurred. Claims against the underwriters are accounted for on acceptance of average adjustment by the adjustors.

(n) Leases :

Transition to Ind AS 116

Ministry of Corporate Affairs ("MCA") through Companies (Indian Accounting Standards) Amendment Rules, 2019 and Companies (Indian Accounting Standards) Second Amendment Rules, has notified Ind AS 116 Leases which replaces the existing lease standard, Ind AS 17 leases, and other interpretations. Ind AS 116 sets out the principles for the recognition, measurement, presentation and disclosure of leases for both lessees and lessors. It introduces a single on-balance sheet lease accounting model for leases.

The Company has adopted Ind AS 116, Leases, as a lessee, using modified retrospective approach with the right-to-use getting measured at an amount equal to the lease liability immediately before the date of initial application. Accordingly, the comparatives have not been retrospectively adjusted. From recognition and measurement perspective, the adoption of the standard did not have any material impact on these financial results.

A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Company as a Lessee :
The Company's lease asset classes primarily consist of leases for office premises, warehouse and equipment rental. The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether : (1) the contract involves the use of an identified asset (2) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (3) the Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognises a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognises the lease payments as an operating expense on a straight-line basis over the term of the lease.

Certain lease arrangements include the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities include these options when it is reasonably certain that they will be exercised.

The right-of-use assets are initially recognised at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated from the commencement date on a straight-line basis over useful life of the underlying asset.

The lease liability is initially measured at amortised cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates in the country of domicile of the leases. Lease liabilities are remeasured with a corresponding adjustment to the related right of use assets if the Company changes its assessment of either exercising an extension or a termination option.

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

Company as a Lessor :
Leases can be classified as finance or operating leases. In making the assessment, certain indicators, such as whether the substantial risks and rewards of ownership of the underlying asset continue with the group, and whether the contract is for a major part of the economic life of the asset, are considered.

Based on the aforementioned assessment, the time charter contracts for vessels of the Company contain operating lease component for the purpose of Ind AS 116, Leases - Refer Note 43.

(o) Employee Benefits :

(i) Short-Term Employee Benefits :
All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits. Benefits such as salaries, performance incentives, etc., are recognised as an expense at the undiscounted amount in the Statement of Profit and Loss of the year in which the employee renders the related service.

(ii) Post-Employment Benefits :

Liability is provided for retirement benefits of Provident Fund, Superannuation, Gratuity and Compensated Absences in respect of all eligible employees and for pension benefit to eligible Whole-time Directors of the Company.

(a) Defined Contribution Plan :

Employee benefits in the form of Superannuation Fund and other Seamen's Welfare Contributions are considered as defined contribution plans and the contributions are charged to the Statement of Profit and Loss of the period when the contributions to the respective funds are due.

(b) Defined Benefit Plan :

Retirement benefits in the form of Provident Fund administered by the Company, Gratuity and Pension plan for eligible Whole-time Directors are considered as defined benefit obligations and are provided for on the basis of actuarial valuations, using the projected unit credit method, as at the date of the Balance Sheet.

(iii) Other Long-Term Benefits :

Long-term compensated absences are provided for on the basis of an actuarial valuation, using the projected unit credit method, as at the date of the Balance Sheet.

Actuarial gain/ loss, comprising of experience adjustments and the effects of changes in actuarial assumptions is recognised in the Statement of Other Comprehensive Income except for Long-term compensated absences where the same is immediately recognised in the Statement of Profit and Loss.

(p) Foreign Exchange Transactions :

(i) Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The financial statements are presented in 'Indian Rupees' (INR), which is also the Company's functional currency.

(ii) The transactions in currencies other than the entity's functional currency (foreign currencies) are recorded at the rate of exchange that approximates the actual rate at the date of transaction. Non-monetary items, which are measured in terms of historical costs denominated in a foreign currency are reported using the exchange rate at the date of the transaction. Monetary assets and liabilities denominated in foreign currency, remaining unsettled at the year end are translated at closing rates. The difference in translation of long term monetary assets acquired and liabilities incurred prior to April 1, 2016 and gains and losses on foreign currency transactions relating to acquisition of depreciable capital assets are added to or deducted from the cost of the asset and depreciated over the balance life of the asset; and in other cases, accumulated in a Foreign Currency Monetary Item Translation Difference Account and amortised over the balance period of such long term asset / liability, by recognition as income or expense but not beyond March 31, 2020. The difference in translation of all other monetary assets and liabilities and realised gains and losses on other foreign currency transactions are recognised in the Statement of Profit and Loss.

(q) Financial Instruments :

Initial Recognition :

Financial assets and financial liabilities are recognised when a Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value, except for trade receivables which are initially measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through Profit or Loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through Profit or Loss are recognised immediately in the Statement of Profit and Loss.

Subsequent Measurement :

Financial Assets :

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value through Profit or Loss (FVTPL) or fair value through Other Comprehensive Income (FVOCI), depending on the classification of the financial assets. The purchase and sale of financial assets are accounted for at trade date.

Cash and Cash Equivalents :

Cash and cash equivalents include cash in hand, demand deposits with banks, other short term highly liquid financial instruments which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value and having original maturities of three months or less.

Fixed deposit having residual maturity upto twelve months from the reporting period is considered as part of bank balances other than cash and cash equivalent. Fixed deposit with residual maturity more than twelve months from reporting period is classified under other non-current assets.

Debt Instruments :

Debt instruments are initially measured at amortised cost, fair value through Other Comprehensive Income ('FVOCI') or fair value through Profit or Loss ('FVTPL') till derecognition on the basis of (i) the entity's business model for managing the financial assets and (ii) the contractual cash flow characteristics of the financial asset.

(a) Measured at amortised cost :

Financial assets that are held within a business model whose objective is to hold financial assets in order to collect contractual cash flows that are solely payments of principal and interest, are subsequently measured at amortised cost using the effective interest rate ('EIR') method less impairment, if any. The amortisation using EIR and loss arising from impairment, if any, is recognised in the Statement of Profit and Loss.

Under the effective interest method, the future cash receipts are exactly discounted to the initial recognition value using the effective interest rate. The cumulative amortisation using the effective interest method of the difference between the initial recognition amount and the maturity amount is added to the initial recognition value (net of principal repayments, if any) of the financial asset over the relevant period of the financial asset to arrive at the amortised cost at each reporting date. The corresponding effect of the amortisation under effective interest method is recognised as interest income over the relevant period of the financial asset. The same is recognised in the Statement of Profit and Loss.

(b) Measured at fair value through Other Comprehensive Income (FVTOCI) :

Financial assets that are held within a business model whose objective is achieved by both, selling financial assets and collecting contractual cash flows that are solely payments of principal and interest and the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding, are subsequently measured at fair value through Other Comprehensive Income. Fair value movements are recognised in the Other Comprehensive Income (OCI). Interest income measured using the EIR method and impairment losses, if any are recognised in the Statement of Profit and Loss. On derecognition, cumulative gain or loss previously recognised in OCI is reclassified to Profit or Loss.

Further, the Company, through an irrevocable election at initial recognition, has measured certain investments in equity instruments at FVTOCI. The Company has made such election on an instrument by instrument basis. These equity instruments are neither held for trading nor are contingent consideration recognised under a business combination. Pursuant to such irrevocable election, subsequent changes in the fair value of such equity instruments are recognised in OCI. However, the Company recognises dividend income from such instruments in the Statement of Profit and Loss.

On Derecognition of such financial assets, cumulative gain or loss previously recognised in OCI is not reclassified from the equity to Statement of Profit and Loss. However, the Company may transfer such cumulative gain or loss into retained earnings within equity.

(c) Measured at fair value through Profit or Loss (FVTPL) :

A financial asset not classified at either amortised cost or FVOCI, is classified as FVTPL. Such financial assets are measured at fair value with all changes in fair value, including interest income and dividend income if any, recognised in the Statement of Profit and Loss.

Impairment of Financial Assets :

Expected credit losses are recognised for all financial assets subsequent to initial recognition other than financials assets in FVTPL category. The Company's trade receivables do not contain significant financing component and loss allowance on trade receivables is measured at an amount equal to lifetime expected losses i.e. expected cash shortfall. The impairment losses and reversals are recognised in the Statement of Profit and Loss.

In case of other assets, the Company determines if there has been a significant increase in credit risk of the financial asset since initial recognition. If the credit risk of such assets has not increased significantly, an amount equal to 12-month ECL is measured and recognised as loss allowance. However, if credit risk has increased significantly, an amount equal to lifetime ECL is measured and recognised as loss allowance.

ECL impairment loss allowance recognised during the period is recognised in the Statement of Profit and Loss.

Derecognition of Financial Assets :

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. On derecognition of a financial asset, (except as mentioned above for financial assets measured at FVTOCI), the difference between the carrying amount and the consideration received is recognised in the Statement of Profit and Loss.

Financial Liabilities and Equity Instruments :

Classification as Debt or Equity :

Debt and equity instruments issued by the Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Equity Instruments :

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company are recognised at the proceeds received, net of direct issue costs.

Financial Liabilities :

All financial liabilities are subsequently measured at amortised cost using the effective interest method or at FVTPL.

Financial liabilities are classified as at FVTPL when the financial liability is held for trading or it is designated as at FVTPL.

For financial liabilities that are designated as at FVTPL, the amount of change in the fair value of the financial liability that is attributable to changes in the credit risk of that liability is recognised in other comprehensive income, unless the recognition of the effects of changes in the liability's credit risk in other comprehensive income would create or enlarge an accounting mismatch in profit or loss. The remaining amount of change in the fair value of liability is recognised in profit or loss. Changes in fair value attributable to a financial liability's credit risk that are recognised in other comprehensive income are not subsequently reclassified to profit or loss; instead, they are transferred to retained earnings upon derecognition of the financial liability.

Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortised cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method.

Derecognition of Financial Liabilities :

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. A substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in the Statement of Profit and Loss.

Offsetting Financial Instruments :

Financial assets and liabilities are offset and the net amount is reported in the Balance Sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

Derivative Financial Instruments :

The Company enters into a variety of derivative financial instruments to manage its exposure to interest rate and foreign exchange rate risks, including foreign exchange forward contracts, interest rate swaps, currency swaps, commodity swaps etc. Further details of derivative financial instruments are disclosed in Note 37.

Derivatives are initially recognised at fair value at the date the derivative contracts are entered into and are subsequently remeasured to their fair value at the end of each reporting period. The resulting gain or loss is recognised in the Statement of Profit and Loss immediately unless the derivative is designated and effective as a hedging instrument, in which event the timing of the recognition in the Statement of Profit and Loss depends on the nature of the hedging relationship and the nature of the hedged item. The gains or losses on derivative contracts related to the acquisition of depreciable capital assets are added to or deducted from the cost of the assets and not recognised in the Statement of Profit and Loss.

Embedded Derivatives :

Derivatives embedded in non-derivative host contracts that are not financial instruments within the scope of Ind AS 109 are treated as separate derivatives when their risks and characteristics are not closely related to those of the host contracts and the host contracts are not measured at FVTPL.

Hedge Accounting :

The Company designates certain hedging instruments, which include derivatives and non-derivatives in respect of foreign currency risk, as either fair value hedges or cash flow hedges.

At the inception of the hedge relationship, the entity documents the relationship between the hedging instrument and the hedged item, along with its risk management objectives and its strategy for undertaking various hedge transactions. Furthermore, at the inception of the hedge and on an ongoing basis, the Company documents whether the hedging instrument is highly effective in offsetting changes in fair values or cash flows of the hedged item attributable to the hedged risk. Note 37 sets out details of the fair values of the derivative instruments used for hedging purposes.

Fair Value Hedges :

Changes in fair value of the designated portion of derivatives that qualify as fair value hedges are recognised in the Statement of Profit and Loss immediately, together with any changes in the fair value of the hedged asset or liability that are attributable to the hedged risk. The change in the fair value of the designated portion of hedging instrument and the change in the hedged item attributable to the hedged risk are recognised in the Statement of Profit and Loss in the line item relating to the hedged item.

Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated, or exercised, or when it no longer qualifies for hedge accounting. The fair value adjustment to the carrying amount of the hedged item arising from the hedged risk is amortised to the Statement of Profit and Loss from that date.

Cash Flow Hedges :

The effective portion of changes in the fair value of derivatives that are designated and qualify as cash flow hedges is recognised in Other Comprehensive Income and accumulated under the heading of Cash Flow Hedging Reserve. The gain or loss relating to the ineffective portion is recognised immediately in the Statement of Profit and Loss.

Amounts previously recognised in Other Comprehensive Income and accumulated in equity (relating to effective portion as described above) are reclassified to the Statement of Profit and Loss in the periods when the hedged item affects profit or loss, in the same line as the recognised hedged item. However, when the hedged forecast transaction results in the recognition of a non-financial asset or a non-financial liability, such gains and losses are transferred from equity (but not as a reclassification adjustment) and included in the initial measurement of the cost of the non-financial asset or non-financial liability.

Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated, or exercised, or when it no longer qualifies for hedge accounting. Any gain or loss recognised in Other Comprehensive Income and accumulated in equity at that time remains in equity and is recognised when the forecast transaction is ultimately recognised in the Statement of Profit and Loss. When a forecast transaction is no longer expected to occur, the gain or loss accumulated in equity is recognised immediately in the Statement of Profit and Loss.

(r) Taxation :

Tax expense for the year comprises current and deferred tax. The tax currently payable is based on taxable profit for the year. The Company's liability for current tax is calculated using tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period. Significant judgments are involved in determining the provision for income taxes, including amount expected to be paid / recovered for uncertain tax positions.

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. In contrast, deferred tax assets are only recognised to the extent that it is probable that future taxable profits will be available against which the deductible temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised based on the tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period. The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to cover or settle the carrying value of its assets and liabilities.

Current and deferred tax are recognised as an expense or income in the Statement of Profit and Loss, except when they relate to items credited or debited either in other comprehensive income or directly in equity, in which case the tax is also recognised in other comprehensive income or directly in equity respectively.

Deferred tax assets and liabilities are offset to the extent that they relate to taxes levied by the same tax authority and there are legally enforceable rights to set off current tax assets and current tax liabilities within that jurisdiction. Deferred tax assets include Minimum Alternate Tax (MAT) paid in accordance with the tax laws which is likely to give future economic benefits in the form of availability of set off against future income tax liability.

(s) Provisions and Contingent Liabilities :

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are measured at the best estimate of the consideration required to settle the present obligation at the Balance Sheet date. Where the time value of money is material, provisions are measured on a discounted basis.

Contingent liabilities are not recognised but disclosed unless the probability of an outflow of resources is remote. Contingent assets are disclosed where inflow of economic benefits is probable.

(t) Earnings per share :

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to the equity shareholders by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period is adjusted for events, such as bonus issue, bonus element in a rights issue and shares split that have changed the number of equity shares outstanding, without a corresponding change in resources. For the purpose of calculating Diluted Earnings per share, the net profit or loss for the period attributable to the equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

(u) Government Grants :

Government grants are not recognised until there is a reasonable assurance that the Company will comply with the conditions attached to them and that the grants will be received. Government grants are recognised in the Statement of Profit and Loss on a systematic basis over the periods in which the Company recognises as expenses the related costs for which the grants are intended to compensate. Government grants used to acquire non-current asset are recognised as deferred revenue in the Balance Sheet and transferred to the Statement of Profit and Loss on a systematic basis over the useful lives of the related assets.

Applicability of new and revised Ind AS :

Ministry of Corporate Affairs (MCA) notifies new standards and amendments to certain issued standards to bring Ind AS in line with recent amendments made by International Accounting Standards Board (IASB). There is no such notification which would have been applicable from April 1, 2020.

NOTE 3 : PROPERTY, PLANT AND EQUIPMENT AND CAPITAL WORK-IN-PROGRESS

(i) Property, Plant and Equipment

(₹ in crores)

PARTICULARS	GROSS BLOCK					DEPRECIATION / IMPAIRMENT				NET BLOCK	
	AS AT 1/04/2019	ADDITIONS DURING THE YEAR	DEDUCTIONS DURING THE YEAR	OTHER ADJUSTMENTS [REFER NOTE (c)]	AS AT 31/03/2020	ACCUMULATED DEPRECIATION/ IMPAIRMENT AS AT 31/03/2019	ON DEDUCTIONS	FOR THE YEAR	ACCUMULATED DEPRECIATION/ IMPAIRMENT AS AT 31/03/2020	AS AT 31/03/2020	AS AT 31/03/2019
Fleet	7842.04	169.78	294.58	19.17	7736.41	2413.39	226.60	468.11	2654.90	**5081.51**	5428.65
Land (Freehold and Perpetual Lease) [Refer Note (a)]	59.80	-	-	-	59.80	-	-	-	-	**59.80**	59.80
Ownership Flats and Buildings [Refer Note (b)]	55.69	-	-	-	55.69	23.28	-	1.14	24.42	**31.27**	32.41
Plant and Equipment	11.01	1.49	-	-	12.50	7.07	-	0.73	7.80	**4.70**	3.94
Furniture, Fixtures and Office Equipment	35.76	3.75	0.16	-	39.35	30.63	0.14	2.40	32.89	**6.46**	5.13
Vehicles	18.93	2.49	1.79	0.11	19.74	14.03	1.52	2.82	15.33	**4.41**	4.90
	8023.23	**177.51**	**296.53**	**19.28**	**7923.49**	**2488.40**	**228.26**	**475.20**	**2735.34**	**5188.15**	**5534.83**

(₹ in crores)

PARTICULARS	GROSS BLOCK					DEPRECIATION / IMPAIRMENT				NET BLOCK	
	AS AT 1/04/2018	ADDITIONS DURING THE YEAR	DEDUCTIONS DURING THE YEAR	OTHER ADJUSTMENTS [REFER NOTE (c)]	AS AT 31/03/2019	ACCUMULATED DEPRECIATION/ IMPAIRMENT AS AT 31/03/2018	ON DEDUCTIONS	FOR THE YEAR	ACCUMULATED DEPRECIATION/ IMPAIRMENT AS AT 31/03/2019	AS AT 31/03/2019	AS AT 31/03/2018
Fleet	7577.75	712.45	477.45	29.29	7842.04	2147.28	235.83	501.94	2413.39	5428.65	5430.47
Land (Freehold and Perpetual Lease) [Refer Note (a)]	59.80	-	-	-	59.80	-	-	-	-	59.80	59.80
Ownership Flats and Buildings [Refer Note (b)]	55.48	0.21	-	-	55.69	22.14	-	1.14	23.28	32.41	33.34
Plant and Equipment	11.17	0.05	0.21	-	11.01	6.32	0.02	0.77	7.07	3.94	4.85
Furniture, Fixtures and Office Equipment	34.76	1.66	0.66	-	35.76	29.27	0.66	2.02	30.63	5.13	5.49
Vehicles	18.77	1.31	1.15	-	18.93	11.59	0.82	3.26	14.03	4.90	7.18
	7757.73	**715.68**	**479.47**	**29.29**	**8023.23**	**2216.60**	**237.33**	**509.13**	**2488.40**	**5534.83**	**5541.13**

Notes :

(a) The deed of assignment in respect of the Company's leasehold property of ₹ 43.72 crores (Previous Year : ₹ 43.72 crores) at Worli is in the process of transfer in the name of the Company.

(b) The ownership flats and buildings include ₹ 11,760 (Previous Year : ₹ 11,760) being value of shares held in various co-operative societies.

(c) Other adjustments comprise of exchange differences relating to long term monetary items for acquisition of depreciable capital assets on or before March 31, 2016.

(d) Fleet with a carrying amount of ₹ 2199.17 crores (as at March 31, 2019 : ₹ 2782.49 crores) and buildings with a carrying amount of ₹ 0.31 crore (as at March 31, 2019 : ₹ 0.50 crore) have been mortgaged to secure borrowings (Refer Note 16).

(ii) Capital Work-in-progress

Capital Work-in-progress amounting to ₹ 108.84 crores (Previous Year : ₹ 13.36 crores) consists of dry-dock expenses, scrubbers and other equipments on ships pending capitalisation.

NOTE 4 : INTANGIBLE ASSETS AND INTANGIBLE ASSETS UNDER DEVELOPMENT

(i) Intangible Assets

(₹ in crores)

PARTICULARS	GROSS BLOCK					AMORTISATION				NET BLOCK	
	AS AT 1/04/2019	ADDITIONS DURING THE YEAR	DEDUCTIONS DURING THE YEAR	OTHER ADJUSTMENTS	AS AT 31/03/2020	ACCUMULATED AMORTISATION AS AT 31/03/2019	ON DEDUCTIONS	FOR THE YEAR	ACCUMULATED AMORTISATION AS AT 31/03/2020	AS AT 31/03/2020	AS AT 31/03/2019
Software	1.67	-	-	-	1.67	0.79	-	0.30	1.09	**0.58**	0.88
	1.67	**-**	**-**	**-**	**1.67**	**0.79**	**-**	**0.30**	**1.09**	**0.58**	**0.88**

(₹ in crores)

PARTICULARS	GROSS BLOCK					AMORTISATION				NET BLOCK	
	AS AT 1/04/2018	ADDITIONS DURING THE YEAR	DEDUCTIONS DURING THE YEAR	OTHER ADJUSTMENTS	AS AT 31/03/2019	ACCUMULATED AMORTISATION AS AT 31/03/2018	ON DEDUCTIONS	FOR THE YEAR	ACCUMULATED AMORTISATION AS AT 31/03/2019	AS AT 31/03/2019	AS AT 31/03/2018
Software	1.56	0.11	-	-	1.67	0.47	-	0.32	0.79	0.88	1.09
	1.56	**0.11**	**-**	**-**	**1.67**	**0.47**	**-**	**0.32**	**0.79**	**0.88**	**1.09**

(ii) Intangible Assets under development

Intangible Assets under development amounting to ₹ 0.12 crore (Previous Year : ₹ 0.12 crore) consist of software under development.

NOTE 5 : NON-CURRENT INVESTMENTS

	FACE VALUE ₹	AS AT 31/03/2020		AS AT 31/03/2019	
		NO. OF SHARES	₹ IN CRORES	NO. OF SHARES	₹ IN CRORES
Investments in Equity Instruments :					
(Unquoted - valued at cost)					
Subsidiaries :					
- Greatship (India) Ltd.	**10**	**11,13,45,500**	**1305.14**	11,13,45,500	1305.14
- The Greatship (Singapore) Pte. Ltd. of S$ 1 each		**5,00,000**	**1.15**	5,00,000	1.15
- The Great Eastern Chartering L.L.C.(FZC) of AED 100 each		**1,500**	**0.19**	1,500	0.19
			1306.48		1306.48

	FACE VALUE ₹	AS AT 31/03/2020		AS AT 31/03/2019	
		NO. OF SHARES	₹ IN CRORES	NO. OF SHARES	₹ IN CRORES
Investments in Preference Shares :					
(Unquoted - valued at amortised cost)					
Subsidiary :					
- Greatship (India) Ltd.					
24.60% Cumulative Redeemable Preference Shares (Refer Note (i))	**10**	**4,45,00,000**	**183.83**	4,45,00,000	182.75
22.50% Cumulative Redeemable Preference Shares (Refer Note (ii))	**10**	**6,06,24,000**	**195.51**	6,06,24,000	195.51
			379.34		378.26
Other Investments in Equity Instruments :					
(Unquoted - valued at cost)					
Subsidiary :					
- Great Eastern CSR Foundation	**10**	**49,999**	**-**	49,999	-
			-		-
			1685.82		1684.74
Aggregate amount of unquoted investments			**1685.82**		1684.74
Aggregate amount of impairment in value of investments			**-**		-

Notes :

(i) 24.60% 4,45,00,000 cumulative redeemable preference shares issued by a subsidiary company, Greatship (India) Limited, are redeemable at a premium of ₹ 30.90 per share in four equal annual tranches from April 1, 2025 to April 1, 2028.

During the previous year, the terms of the above mentioned preference shares have been modified by increasing the rate of dividend from 21.75% p.a. to 24.60% p.a. effective financial year 2018-19 and deferring the redemption of the said shares in four equal tranches commencing from April 1, 2025 as compared with April 1, 2021 earlier.

The subsidiary company has an option of early redemption by providing one month's notice to the Company. The redemption can be in part or in full subject to a minimum of 25 lakhs shares at a time. In case of early redemption, the premium on redemption would be determined at such time so as to provide an effective yield to maturity of 7.00% p.a. to the Company.

(ii) 22.50% 6,06,24,000 cumulative redeemable preference shares issued by a subsidiary company, Greatship (India) Limited, are redeemable at a premium of ₹ 20.00 per share in four equal annual tranches from April 1, 2025 to April 1, 2028.

During the previous year, the terms of the above mentioned preference shares have been modified by deferring the redemption of the said shares in four equal tranches commencing from April 1, 2025 as compared with April 1, 2018 earlier.

The subsidiary company has an option of early redemption by providing one month's notice to the Company. Early redemption can be in part or in full subject to a minimum of 25 lakhs shares at a time.

NOTE 6 : OTHER FINANCIAL ASSETS

(Unsecured)

(₹ in crores)

	NON-CURRENT		CURRENT	
	AS AT 31/03/2020	AS AT 31/03/2019	AS AT 31/03/2020	AS AT 31/03/2019
Considered good				
(a) Security Deposits	**0.55**	0.55	**0.04**	0.04
(b) Mark-to-Market Gains on Derivatives *	**-**	-	**87.26**	98.33
(c) Deposits on account of pool arrangement	**-**	31.12	**13.62**	-
(d) Insurance Claims	**-**	-	**2.93**	4.00
(e) Contract Assets	**-**	-	**12.29**	6.67
(f) Unbilled Revenue	**-**	-	**73.29**	75.70
(g) Others	**0.14**	0.18	**3.37**	0.98
Considered doubtful				
(a) Security Deposit	**0.44**	0.44	**-**	-
(b) Others	**1.01**	1.01	**-**	-
Less : Allowance for doubtful deposit and advances	**(1.45)**	(1.45)	**-**	-
	0.69	31.85	**192.80**	185.72

* Current mark-to-market gains on derivatives include gains on derivatives designated and effective as hedging instruments classified as cash flow hedge amounting to ₹ NIL (as at March 31, 2019 : ₹ 2.39 crores).

NOTE 7 : CURRENT TAX ASSETS (NET)

(₹ in crores)

	AS AT 31/03/2020	AS AT 31/03/2019
Excess of Advance Payment of Income-tax and Tax Deducted/Collected at Source over Provision for Income-tax	**100.38**	84.80
	100.38	84.80

NOTE 8 : OTHER ASSETS

(Unsecured)

(₹ in crores)

	NON-CURRENT		CURRENT	
	AS AT 31/03/2020	AS AT 31/03/2019	AS AT 31/03/2020	AS AT 31/03/2019
Considered good				
(a) Capital Advances	**0.64**	33.67	**-**	-
(b) Unutilised Government Grants	**-**	-	**0.72**	0.51
(c) Indirect tax balances/recoverable/credits	**-**	35.89	**28.93**	6.59
(d) Others	**1.61**	1.61	**29.49**	19.85
Considered doubtful				
(a) Others	**5.98**	5.98	**0.20**	0.20
Less : Allowance for doubtful advances	**(5.98)**	(5.98)	**(0.20)**	(0.20)
	2.25	71.17	**59.14**	26.95

NOTE 9 : INVENTORIES

(Valued at lower of cost and net realisable value)

(₹ in crores)

	AS AT 31/03/2020	AS AT 31/03/2019
(a) Stores and Spares	**0.31**	-
(b) Fuel Oil	**131.89**	135.34
	132.20	135.34

Note :

The cost of inventories recognised as an expense during the year was ₹ 573.82 crores (Previous Year : ₹ 570.35 crores).

NOTE 10 : CURRENT INVESTMENTS

(₹ in crores)

	AS AT 31/03/2020	AS AT 31/03/2019
Investments in Liquid Mutual Funds : Unquoted (valued at FVTPL)	**870.71**	470.79
	870.71	470.79
Aggregate amount of unquoted investments	**870.71**	470.79
Aggregate amount of impairment in value of investments	**-**	-

Note :

Mutual Funds aggregating to ₹ 36.44 crores (as at March 31, 2019 : ₹ 178.14 crores) of the above have been placed under lien with a bank for derivative facilities given by it.

NOTE 11 : TRADE RECEIVABLES

(Unsecured)

(₹ in crores)

	AS AT 31/03/2020	AS AT 31/03/2019
Considered good	**253.95**	201.81
Considered doubtful	**26.06**	21.52
	280.01	223.33
Less : Allowance for doubtful receivables (expected credit loss allowance)	**(26.06)**	(21.52)
	253.95	201.81

Note :

Trade receivables are initially recognised at their original invoiced amounts i.e. the transaction price. Trade receivables are considered to be of short duration, and hence, not discounted. The customers generally have stable financial standings and high credit quality, and historical experience of collection of receivables also indicates that credit risk is low. All trade receivables are reviewed and assessed for recoverability on a regular basis. The trade receivables overdue for one year and above are provided for as expected credit loss. It is ensured that provision for expected credit loss is not less than the amount derived as per the provision matrix which is based on historically observed default rates over the expected life of trade receivables and forward looking estimates. Besides, specific evaluation is done mainly for demurrage receivable which is based on expected outcome of ongoing negotiations with counterparties. While there is no standard credit period offered, the average recovery period for trade receivables is up to 90 days.

The movement in expected credit loss during the year is as follows :

(₹ in crores)

	CURRENT YEAR	PREVIOUS YEAR
Opening Balance	**21.52**	21.13
Add : Current year allowance	**18.93**	11.61
Less : Reversal during the year	**(14.39)**	(11.22)
Closing Balance	**26.06**	21.52

NOTE 12 : CASH AND CASH EQUIVALENTS

(₹ in crores)

	AS AT 31/03/2020	AS AT 31/03/2019
(a) Balances with Banks in Current Accounts	**1125.21**	760.77
(b) Bank Deposits having maturity period of less than 3 months	**75.67**	-
(c) Margin Money Deposits having maturity period of less than 3 months (placed with banks under lien against loan facilities given by the banks)	**-**	12.36
(d) Cash on Hand	**0.04**	0.01
(e) Interest Accrued on Bank Deposits having original maturity for less than 3 months	**-**	0.04
	1200.92	773.18

NOTE 13 : BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS

(₹ in crores)

	AS AT 31/03/2020	AS AT 31/03/2019
(a) Term Deposits having residual maturity upto 12 months *	**189.18**	1017.67
(b) Balances with Banks - Unpaid Dividend Account	**10.51**	9.90
(c) Margin Money Deposits (placed with banks under lien against loan facilities given by the banks)	**0.01**	0.01
(d) Interest Accrued on Bank Deposits	**2.43**	26.44
	202.13	1054.02

* Term Deposits with original maturity of more than three months but less than 12 months ₹ 189.18 crores (as at March 31, 2019 : ₹ 1017.67 crores).

NOTE 14 : EQUITY SHARE CAPITAL

	AS AT 31/03/2020		AS AT 31/03/2019	
	NOS.	₹ IN CRORES	NOS.	₹ IN CRORES
Authorised :				
Equity Shares of ₹ 10 each	**30,00,00,000**	**300.00**	30,00,00,000	300.00
Preference Shares of ₹ 10 each	**20,00,00,000**	**200.00**	20,00,00,000	200.00
	50,00,00,000	**500.00**	50,00,00,000	500.00
Issued :				
Equity Shares of ₹ 10 each	**14,73,52,845**	**147.35**	15,11,63,426	151.16
	14,73,52,845	**147.35**	15,11,63,426	151.16
Subscribed and Fully Paid :				
Equity Shares of ₹ 10 each	**14,69,66,484**	**146.97**	15,07,77,065	150.78
Add : Forfeited Shares ₹ 30,358 (as at March 31, 2019 : ₹ 30,358)	**2,518**	**-**	2,518	-
	14,69,69,002	**146.97**	15,07,79,583	150.78

Reconciliation of the shares outstanding at the beginning and at the end of the financial year :

	CURRENT YEAR		PREVIOUS YEAR	
	NOS.	₹ IN CRORES	NOS.	₹ IN CRORES
Equity Shares :				
Issued :				
Balance as per the last financial statements	**15,11,63,426**	**151.16**	15,11,63,426	151.16
Less : Shares bought back during the year [See Note (b) below]	**(38,10,581)**	**(3.81)**	-	-
Closing Balance	**14,73,52,845**	**147.35**	15,11,63,426	151.16
Subscribed and Fully Paid :				
Balance as per the last financial statements	**15,07,77,065**	**150.78**	15,07,77,065	150.78
Less : Shares bought back during the year [See Note (b) below]	**(38,10,581)**	**(3.81)**	-	-
Closing Balance	**14,69,66,484**	**146.97**	15,07,77,065	150.78

(a) Terms/Rights attached to Equity Shares :

The Company has only one class of equity shares having a face value of ₹ 10 each. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian rupees. Interim dividend is paid as recommended by the Board of Directors.

In the event of liquidation, the equity shareholders are eligible to receive remaining assets of the Company, after distribution of all preferential amounts in proportion to their shareholding.

(b) Pursuant to the approval of the Board of Directors for buyback of equity shares, the Company has bought back 38,10,581 equity shares of ₹ 10 each at an average price of ₹ 262.27 per share aggregating to ₹ 99.94 crores and has extinguished the said shares during the year.

The nominal value of the equity shares bought back and extinguished has been reduced from the paid-up share capital. Consequently, the Issued, Subscribed and Paid-up Capital of the Company has been reduced by ₹ 3.81 crores. The premium paid on buyback of the equity shares has been appropriated from Securities Premium Reserve and General Reserve.

(c) Details of shareholders holding more than 5% equity shares in the Company :

	AS AT 31/03/2020		AS AT 31/03/2019	
	NOS.	% HOLDING	NOS.	% HOLDING
Equity shares of ₹ 10 each fully paid				
Mr. Bharat Kanaiyalal Sheth *	**1,52,00,000**	**10.34%**	1,52,00,000	10.08%
Mr. Ravi Kanaiyalal Sheth *	**1,53,32,992**	**10.43%**	1,47,50,000	9.78%
Nalanda India Equity Fund Limited	**1,05,24,139**	**7.16%**	1,05,24,139	6.98%

* Shares held as Trustee.

(d) There are no shares reserved for issue under options and contracts or commitments for the sale of shares.

(e) For the period of five years immediately preceding the date as at which the Balance Sheet is prepared :

(i) No shares were allotted pursuant to contracts without payment being received in cash.
(ii) No bonus shares have been issued.
(iii) 38,10,581 equity shares have been bought back during the current year.

(f) There are no securities convertible into equity/preference shares.

(g) Under orders from the Special Court (Trial of Offences Relating to Transactions in Securities) Act, 1992, the allotment of 2,53,522 (as at March 31, 2019 : 2,53,522) rights equity shares of the Company have been kept in abeyance in accordance with the Companies Act, 2013 till such time as the title of the bonafide owner is certified by the concerned Stock Exchanges. Additional 40,608 (as at March 31, 2019 : 40,608) shares have also been kept in abeyance for disputed cases in consultation with the Bombay Stock Exchange. 92,231 (as at March 31, 2019 : 92,231) shares are unsubscribed out of the total offered to employees on rights basis during the earlier years.

NOTE 15 : OTHER EQUITY

A. Summary of Other Equity

(Refer Statement of Changes in Equity for details of movement)

(₹ in crores)

	AS AT 31/03/2020	AS AT 31/03/2019
(a) Capital Reserve	**15.98**	15.98
(b) Securities Premium Reserve	**-**	86.59
(c) General Reserve	**3298.88**	2418.46
(d) Capital Redemption Reserve	**243.89**	240.08
(e) Tonnage Tax Reserve under Section 115VT of the Income-tax Act, 1961	**54.00**	119.00
(f) Debenture Redemption Reserve	**-**	793.75
(g) Retained Earnings	**1344.39**	1247.95
(h) Cash Flow Hedging Reserve	**(37.06)**	0.10
(i) Foreign Currency Monetary Item Translation Difference Account	**-**	(6.97)
	4920.08	4914.94

B. Nature of Reserves :

(i) **Capital Reserve :** Capital Reserve was created on cancellation of convertible warrants during the year ended March 31, 2009.

(ii) **Securities Premium Reserve :** Securities Premium Reserve is used to record the premium on issue of securities of the Company. The reserve is utilised in accordance with the provisions of the Companies Act, 2013.

(iii) **General Reserve :** General Reserve is used from time to time to transfer profits from Retained Earnings for appropriation purposes.

(iv) **Tonnage Tax Reserve :** Tonnage Tax Reserve is created as per the provisions of the Section 115VT of the Income-tax Act, 1961, whereby a minimum of 20% of book profits from the tonnage tax activities is to be utilised for acquiring new ships within 8 years.

(v) **Debenture Redemption Reserve :** Pursuant to the provisions of Rule 18(7) of the Companies (Share Capital and Debentures) Rules, 2014 (as amended) Debenture Redemption Reserve is not required for the debentures issued by the Company subject to compliance with certain conditions. Accordingly balance of ₹ 793.75 crores in Debenture Redemption Reserve has been transferred to General Reserve.

(vi) **Retained Earnings :** Retained Earnings are the profits that the Company has earned till date, less any transfers to reserves and dividend distributions to the shareholders.

During the year ended March 31, 2020, the Company paid final dividend for the year ended March 31, 2019 of ₹ 5.40 per equity share. During the year Board of Directors declared and paid first interim dividend of ₹ 5.40 per equity share. The total outflow on this account for two dividends was ₹ 181.57 crores including dividend distribution tax.

Retained Earnings comprise of loss on remeasurement of defined employee benefit plans amounting to ₹ 25.29 crores (Previous Year : loss of ₹ 2.08 crores) and gain on fair value changes relating to own credit risk of financial liabilities designated at fair value through profit or loss amounting to ₹ 57.61 crores (Previous Year : ₹ NIL).

(vii) Cash Flow Hedging Reserve : The Cash Flow Hedging Reserve is the cumulative effective portion of gains or losses arising on changes in fair values of designated portion of hedging instruments entered into for cash flow hedges. The gains or losses arising thereon are transferred to the Statement of Profit and Loss when hedged transaction affects the profit or loss.

(viii) Foreign Currency Monetary Item Translation Difference Account : Exchange differences on translation of long term foreign currency monetary items (other than depreciable assets) are transferred to Foreign Currency Monetary Item Translation Difference Account and amortised over the balance life of such assets/liabilities but not beyond March 31, 2020.

NOTE 16 : BORROWINGS

(₹ in crores)

	NON-CURRENT		CURRENT MATURITIES OF LONG- TERM DEBT	
	AS AT 31/03/2020	**AS AT 31/03/2019**	**AS AT 31/03/2020**	**AS AT 31/03/2019**
(a) Debentures :				
Secured - at amortised cost :				
Redeemable Non-Convertible Debentures of ₹ 10,00,000 each -				
(i) 8.85% 3000 Debentures redeemable on April 12, 2028	**300.00**	300.00	**-**	-
(ii) 8.05% 1500 Debentures redeemable on August 31, 2024	**150.00**	150.00	**-**	-
(iii) 9.80% 2400 Debentures redeemable on July 3, 2019	**-**	-	**-**	240.00
[Refer Notes (i) and (iii) below]				
Unsecured - at amortised cost :				
Redeemable Non-Convertible Debentures of ₹ 10,00,000 each -				
(i) 8.25% 1500 Debentures redeemable on May 25, 2027	**150.00**	150.00	**-**	-
(ii) 8.24% 2000 Debentures redeemable on November 11, 2026	**200.00**	200.00	**-**	-
(iii) 8.70% 2500 Debentures redeemable on May 6, 2026	**250.00**	250.00	**-**	-
(iv) 8.24% 2000 Debentures redeemable on November 11, 2025	**200.00**	200.00	**-**	-
(v) 8.70% 2500 Debentures redeemable on May 31, 2025	**250.00**	250.00	**-**	-
(vi) 7.99% 2500 Debentures redeemable on January 18, 2025	**250.00**	250.00	**-**	-
(vii) 7.99% 2500 Debentures redeemable on January 18, 2024	**250.00**	250.00	**-**	-
(viii) 9.70% 1000 Debentures redeemable on January 18, 2023	**100.00**	100.00	**-**	-
(ix) 9.70% 1000 Debentures redeemable on January 7, 2023	**100.00**	100.00	**-**	-
(x) 9.70% 500 Debentures redeemable on April 25, 2021	**50.00**	50.00	**-**	-
(xi) 9.70% 1500 Debentures redeemable on April 15, 2021	**150.00**	150.00	**-**	-
(xii) 9.70% 1000 Debentures redeemable on February 2, 2021	**-**	100.00	**100.00**	-
(xiii) 9.60% 2000 Debentures redeemable on November 10, 2019	**-**	-	**-**	200.00
(xiv) 9.75% 2350 Debentures redeemable on August 20, 2019	**-**	-	**-**	235.00
[Refer Note (iii) below]				
	2400.00	2500.00	**100.00**	675.00

	NON-CURRENT		CURRENT MATURITIES OF LONG- TERM DEBT	
	AS AT 31/03/2020	AS AT 31/03/2019	AS AT 31/03/2020	AS AT 31/03/2019
(b) Term Loans from Banks :				
Secured - at amortised cost :				
Foreign Currency Loans from Banks	**925.75**	816.05	**177.61**	123.91
[Refer Notes (ii) and (iii) below]				
	925.75	816.05	**177.61**	123.91
(c) Unamortised Finance Charges	**(6.64)**	(8.36)	**(2.15)**	(2.68)
Total (a + b + c)	**3319.11**	3307.69	**275.46**	796.23
Less : Amount disclosed under Note 17 : Other Financial Liabilities	**-**	-	**(275.46)**	(796.23)
	3319.11	3307.69	**-**	-

Note :

(i) 8.85% 3000 Secured Redeemable Non-Convertible Debentures of ₹ 10,00,000 each, redeemable on April 12, 2028 and 8.05% 1500 Secured Redeemable Non-Convertible Debentures of ₹ 10,00,000 each, redeemable on August 31, 2024 are secured by exclusive charge on specified ships with 1.20 times cover on the market value of ships and additional security by way of mortgage on certain immovable property of the Company.

(ii) Foreign currency USD loans availed from banks carry interest rates of LIBOR plus 87 to 150 bps (Previous Year : LIBOR plus 30 to 150 bps). The principal repayments are due quarterly, half yearly or annually. These loans are secured by mortgage of specific ships of the Company.

(iii) The terms of repayments of non-current borrowings are as under :

(₹ in crores)

	AS AT 31/03/2020	AS AT 31/03/2019
- between one to three years		
Secured Debentures	**-**	-
Unsecured Debentures	**400.00**	300.00
Secured Loans from Banks	**456.11**	386.48
	856.11	686.48
- between three to five years		
Secured Debentures	**150.00**	-
Unsecured Debentures	**500.00**	450.00
Secured Loans from Banks	**274.33**	304.95
	924.33	754.95
- over five years		
Secured Debentures	**300.00**	450.00
Unsecured Debentures	**1050.00**	1300.00
Secured Loans from Banks	**195.31**	124.62
	1545.31	1874.62

NOTE 17 : OTHER FINANCIAL LIABILITIES

(₹ in crores)

	NON-CURRENT		CURRENT	
	AS AT 31/03/2020	AS AT 31/03/2019	AS AT 31/03/2020	AS AT 31/03/2019
(a) Current Maturities of Long-Term Debt (Refer Note 16)	**-**	-	**275.46**	796.23
(b) Unpaid Dividend	**-**	-	**10.51**	9.90
(c) Interest Accrued but not due on Borrowings	**-**	-	**128.79**	166.96
(d) Mark-to-Market Losses on Derivatives*	**712.04**	357.96	**79.56**	294.59
(e) Others	**-**	-	**14.23**	3.67
	712.04	357.96	**508.55**	1271.35

* Mark-to-market losses on derivatives include losses on derivatives designated and effective as hedging instruments classified as cash flow hedge amounting to ₹ 29.90 crores (as at March 31, 2019 : ₹ NIL) as non-current and ₹ 7.39 crores (as at March 31, 2019 : ₹ 2.21 crores) as current.

NOTE 18 : PROVISIONS

(₹ in crores)

	NON-CURRENT		CURRENT	
	AS AT 31/03/2020	AS AT 31/03/2019	AS AT 31/03/2020	AS AT 31/03/2019
(a) Provision for Employee Benefits (Refer Note 31)	**38.54**	29.81	**7.46**	0.81
(b) Vessel Performance/ Offhire Claims (Refer Note below)	**-**	-	**4.36**	4.67
	38.54	29.81	**11.82**	5.48

Note :

The Company has recognised the following provisions in its accounts in respect of obligations arising from past events, the settlement of which is expected to result in an outflow embodying economic benefits.

(₹ in crores)

	CURRENT YEAR	PREVIOUS YEAR
Vessel performance/ offhire claims -		
Provision has been recognised for the estimated liability for under-performance of certain vessels and offhire claims under dispute :		
Opening Balance	**4.67**	3.32
Add: Addition during the year	**0.76**	3.17
Less : Reversal during the year	**(1.07)**	(1.82)
Closing Balance	**4.36**	4.67

NOTE 19 : DEFERRED TAX LIABILITIES (NET)

(₹ in crores)

	AS AT 31/03/2020	AS AT 31/03/2019
Deferred Tax Liabilities (net) *	**12.84**	-
	12.84	-

* This is in relation to MTM gain on mutual funds during the current year.

NOTE 20 : TRADE PAYABLES

(₹ in crores)

	AS AT 31/03/2020	AS AT 31/03/2019
(a) Dues to Micro and Small enterprises	**6.12**	2.05
(b) Dues to Subsidiary Companies (Refer Note 34)	**1.23**	1.05
(c) Dues to others	**261.74**	223.66
	269.09	226.76

Notes :

(i) Trade payables are recognised at their original invoiced amounts which represent their fair values on initial recognition. Trade payables are considered to be of short duration and are not discounted.

(ii) Disclosures under the Micro, Small and Medium Enterprises Development Act, 2006 are provided as under, to the extent the Company has received intimation from the "Suppliers" regarding their status under the Act :

(₹ in crores)

	AS AT 31/03/2020	AS AT 31/03/2019
(a) Principal amount and the interest due thereon remaining unpaid to each supplier at the end of each accounting year (but within due date as per the MSMED Act)		
- Principal amount due to Micro and Small enterprises	**6.12**	2.05
- Interest due on above	**-**	-
(b) Interest paid by the Company in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along-with the amount of the payment made to the supplier beyond the appointed day during the period	**-**	-
(c) Interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the period) but without adding interest specified under the Micro, Small and Medium Enterprises Development Act, 2006	**-**	-
(d) The amount of interest accrued and remaining unpaid at the end of each accounting year	**-**	-
(e) Interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprises	**-**	-

Dues to Micro and Small enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

NOTE 21 : OTHER CURRENT LIABILITIES

(₹ in crores)

	AS AT 31/03/2020	AS AT 31/03/2019
(a) Advances from Customers	**21.56**	11.81
(b) Government Grants	**0.72**	0.51
(c) Statutory Liabilities	**13.54**	35.27
(d) Others	**1.74**	6.62
	37.56	54.21

NOTE 22 : CURRENT TAX LIABILITIES (NET)

(₹ in crores)

	AS AT 31/03/2020	AS AT 31/03/2019
Excess of Provision for Income-tax over Advance Payment of Income-tax and Tax Deducted/ Collected at Source	**21.75**	21.75
	21.75	21.75

NOTE 23 : REVENUE FROM OPERATIONS

(₹ in crores)

	CURRENT YEAR	PREVIOUS YEAR
(a) Revenue from -		
- Freight and Demurrage	**1797.91**	1769.27
- Charter Hire (Refer Note 43)	**1044.58**	845.59
	2842.49	2614.86
(b) Other Operating Revenue	**28.27**	36.41
	2870.76	2651.27

NOTE 24 : OTHER INCOME

(₹ in crores)

	CURRENT YEAR	PREVIOUS YEAR
(a) Gain on disposal of Property, plant and equipment (net)	**47.85**	27.08
(b) Foreign Exchange Gain (net)	**78.29**	98.77
(c) Dividend on Equity shares investment in Subsidiaries (at cost)	**31.92**	-
(d) Interest Income -		
- on Bank Deposits (at amortised cost)	**41.79**	65.26
- on Preference shares investment in a Subsidiary (at amortised cost)	**25.67**	25.77
- on Others	**0.01**	3.34
	67.47	94.37
(e) Gain on Current Investments (at FVTPL)	**72.19**	40.80
(f) Miscellaneous Income	**0.42**	1.12
	298.14	262.14

NOTE 25 : EMPLOYEE BENEFITS EXPENSE

(₹ in crores)

	CURRENT YEAR	PREVIOUS YEAR
(a) Salaries and Wages	**391.80**	412.04
(b) Contribution to Provident and Other funds (Refer Note 31)	**22.62**	26.11
(c) Staff Welfare Expenses	**28.60**	30.21
	443.02	468.36

NOTE 26 : FINANCE COSTS

(₹ in crores)

	CURRENT YEAR	PREVIOUS YEAR
(a) Interest Cost *	**281.08**	339.91
(b) Other Borrowing Costs	**3.17**	2.71
(c) Exchange differences regarded as an adjustment to borrowing costs	**33.27**	19.02
	317.52	361.64

* Includes loss arising on Interest Rate Swap transactions

NOTE 27 : DEPRECIATION AND AMORTISATION EXPENSE

(₹ in crores)

	CURRENT YEAR	PREVIOUS YEAR
(a) Depreciation on Property, plant and equipment	**475.20**	509.13
(b) Depreciation on Right-of-use assets	**1.24**	-
(c) Amortisation on Intangible assets	**0.30**	0.32
	476.74	509.45

NOTE 28 : OTHER EXPENSES

(₹ in crores)

	CURRENT YEAR	PREVIOUS YEAR
(a) Hire of Chartered Ships	**8.55**	104.06
(b) Brokerage and Commission	**16.36**	16.31
(c) Agency Fees	**8.37**	11.78
(d) Repairs and Maintenance -		
- Fleet	**85.20**	110.56
- Buildings	**4.25**	5.28
- Others	**10.40**	11.21
	99.85	127.05
(e) Insurance -		
- Fleet Insurance and Protection and Indemnity Club Insurance	**23.30**	40.15
- Others	**1.46**	1.81
	24.76	41.96
(f) Loss on Asset held for sale	**-**	13.76
(g) Loss on Derivatives Transactions (net)	**373.53**	165.38
(h) Loss on Cancellation of Capital Contract	**3.95**	-
(i) Rent (Refer Note 33)	**-**	0.72
(j) Rates and Taxes	**0.64**	0.47
(k) Bad Debts and Advances Written off	**0.69**	0.41
(l) Allowance for Doubtful Debts and Advances (net)	**3.39**	2.74
(m) Travelling Expenses	**30.52**	35.25
(n) Payments to Auditor (Refer Note below)	**0.95**	0.91
(o) Expenditure on Corporate Social Responsibility Activities (Refer Note 34 & 40)	**3.63**	7.26
(p) Miscellaneous Expenses	**47.28**	51.57
	622.47	579.63

Note : **(₹ in crores)**

	CURRENT YEAR	PREVIOUS YEAR
Payments to Auditor -		
- Auditor	**0.82**	0.84
- For Other Services	**0.11**	0.04
- For Reimbursement of Expenses	**0.02**	0.03
	0.95	0.91

NOTE 29 : TAX EXPENSE

(₹ in crores)

	CURRENT YEAR	PREVIOUS YEAR
(a) Current Tax	**26.00**	33.00
(b) MAT Credit Utilised	**-**	(20.00)
(c) Deferred Tax	**12.84**	-
	38.84	13.00

Reconciliation of estimated income tax expense at statutory income tax rate to income tax expense reported in the Statement of Profit and Loss is as follows:

	CURRENT YEAR	PREVIOUS YEAR
Profit/(Loss) before Income Tax	**319.53**	(6.47)
Indian statutory income tax rate (including surcharge and cess)	**25.17%**	34.94%
Expected income tax expense as per Indian statutory income tax rate	**80.42**	(2.26)
Tax effect of adjustments to reconcile expected income tax expense to reported income tax expense :		
(Profit)/Loss attributable to tonnage tax activity (net of Deemed Tonnage Income)	**(32.78)**	30.70
Items liable to tax in the year of settlement/payment	**(9.29)**	2.79
Expenses incurred to earn exempt income (net)	**14.16**	6.60
Income considered to tax at different rates	**(2.45)**	-
Gain on disposal/held for sale of Property, plant and equipment (net)	**(12.04)**	(4.66)
Mat credit utilised	**-**	(20.00)
Others	**0.82**	(0.17)
Provision for Current Tax and Deferred Tax as per Books (Net of MAT Credit Utilised)	**38.84**	13.00

The Company has opted for computation of its income from shipping activities under Tonnage Tax Scheme as per Section 115VA of the Income-tax Act, 1961. Thus, income from the business of operating ships is assessed on the basis of the Deemed Tonnage Income of the Company and no deferred tax is applicable to such income as there are no temporary differences.

The Company has chosen to exercise the option of lower tax rate of 25.17% (inclusive of surcharge and cess) under Section 115BAA of the Income-tax Act, 1961 as introduced by the Taxation Laws (Amendment) Ordinance 2019. The full impact of this change has been recognised in tax expense for the financial year ended March 31, 2020. As a result of this, deferred tax expenses now calculated at 25.17% as against 34.94% earlier.

The contingent liability includes liability for matters arising out of disallowance under Section 14A upto Assessment Year 2017-18. Similar claims have been made by the Company for subsequent assessment years for which assessments are pending.

NOTE 30 : BASIC AND DILUTED EARNINGS PER SHARE

	CURRENT YEAR	PREVIOUS YEAR
(a) Net Profit/(Loss) After Tax (₹ in crores)	**280.69**	(19.47)
(b) Number of Equity Shares		
(i) Basic Earnings per Share :		
Weighted Average Number of Equity Shares	**14,86,16,463**	15,07,77,065
(ii) Diluted Earnings per Share :		
Weighted Average Number of Equity Shares	**14,86,16,463**	15,07,77,065
Shares deemed to be issued for no consideration in respect of :		
- Rights Shares kept in abeyance	**2,83,395**	2,86,570
Weighted Average Number of Equity Shares adjusted for the effect of dilution	**14,88,99,858**	15,10,63,635
(c) Face Value of Equity Share (in Rupees)	**10.00**	10.00
(d) Earnings per Share (in Rupees)		
- Basic	**18.89**	(1.29)
- Diluted *	**18.85**	(1.29)

* Diluted Earnings per Share for year ended March 31, 2019 is considered same as Basic Earnings per Share, since the effect is anti-dilutive.

NOTE 31 : EMPLOYEE BENEFIT PLANS

A) Defined Contribution Plans :

(i) The Company has recognised the following amounts in the Statement of Profit and Loss for the year :

(₹ in crores)

	CURRENT YEAR	PREVIOUS YEAR
Contribution to Employees Superannuation Fund	**5.91**	6.74
Contribution to National Pension Scheme	**1.19**	1.04
Contribution to Seamen's Provident Fund	**0.86**	0.87
Contribution to Seamen's Annuity Fund	**0.91**	0.94
Contribution to Seamen's Rehabilitation Fund	**0.76**	0.82
Contribution to Seamen's Gratuity Fund	**0.03**	0.20

(ii) General description of Defined Contribution Plans :

Superannuation Fund :

In addition to gratuity benefits, employees have the option to become a member of the Superannuation Fund Trust set up by the Company and receive benefits thereunder. It is a defined contribution plan. The Company makes contributions to the trust in respect of the said employees until their retirement or resignation. The Company recognises such contributions as an expense when incurred. The Company has no further obligation beyond its contribution.

National Pension Scheme (NPS) :

NPS is an additional option for offering retirement benefits to the employees. NPS is designed on defined contribution basis wherein the Company contributes to the employees account.

There is no defined benefit that would be available at the time of exit from the system and the accumulated wealth depends on the contributions made and the income generated from the investment of such wealth. The Company recognises such contributions as an expense when incurred. The Company has no further obligation beyond its contribution.

Seamen's Provident Fund :

The Company's contribution towards Provident Fund in respect of seamen i.e. crew who sail on Company's ships is paid to the Seamen's Provident Fund as per the National Maritime Board Agreement binding on the Company.

Seamen's Annuity Fund :

The Company's contribution towards Annuity in respect of seamen is paid to the Seamen's Annuity Fund as per the National Maritime Board Agreement binding on the Company.

Seamen's Rehabilitation Fund :

The Company's contribution towards rehabilitation in respect of seamen is paid to the National Maritime Board Rehabilitation and Welfare Trust as per the National Maritime Board Agreement binding on the Company.

Seamen's Gratuity Fund :

The Company's contribution towards Gratuity in respect of seamen is paid to the Seafarer's Welfare Fund Society as per the National Maritime Board Agreement binding on the Company.

B) Defined Benefit Plans and Other Long Term Benefits :

(i) Valuations in respect of Gratuity, Pension Plan for eligible Whole-time Directors, retired directors/spouses, Compensated Absences and Provident Fund have been carried out by an independent actuary as at the Balance Sheet date as per the Projected Unit Credit method, based on the following assumptions :

ACTUARIAL ASSUMPTIONS	GRATUITY		PENSION PLAN		COMPENSATED ABSENCES	
	AS AT 31/03/2020	AS AT 31/03/2019	AS AT 31/03/2020	AS AT 31/03/2019	AS AT 31/03/2020	AS AT 31/03/2019
(a) Discount Rate (p.a.)	**6.52%**	7.59%	**6.52%**	7.49%	**6.52%**	7.49%
(b) Salary Escalation Rate	**4.00%-6.00%**	4.00%-6.00%	**-**	-	**6.00%**	6.00%
(c) Mortality	**IALM - Ultimate 2012-14**	IALM - Ultimate 2006-08	**IALM - Ultimate 2012-14**	IALM - Ultimate 2006-08	**IALM - Ultimate 2012-14**	IALM - Ultimate 2006-08
(d) Withdrawal Rate	**0.50%-10.00%**	0.00%-7.33%	**-**	-	**3.00%-10.00%**	0.00%-6.67%
(e) Expected average remaining service (in years)	**18.88**	20.45	**-**	-	**6.67**	8.26
(f) Weighted average remaining duration of defined benefit obligation (in years)	**7.49**	13.68	**-**	-	**4.68**	5.21

(ii) Changes in present value of obligations :

(₹ in crores)

	GRATUITY		PENSION PLAN		COMPENSATED ABSENCES	
	CURRENT YEAR	PREVIOUS YEAR	CURRENT YEAR	PREVIOUS YEAR	CURRENT YEAR	PREVIOUS YEAR
Liability at the beginning of the year	**25.14**	23.10	**26.05**	25.23	**2.31**	2.32
Current Service Cost	**1.10**	0.89	**-**	-	**0.21**	0.19
Interest Cost	**1.75**	1.70	**1.88**	1.84	**0.16**	0.17
Actuarial (Gain)/Loss on obligations	**0.61**	0.56	**4.10**	0.77	**0.17**	(0.24)
Benefits Paid	**(1.78)**	(1.11)	**(2.01)**	(1.79)	**(0.28)**	(0.13)
Liability at the end of the year	**26.82**	25.14	**30.02**	26.05	**2.57**	2.31

(iii) Changes in Fair value of Plan Assets :

(₹ in crores)

	GRATUITY		PENSION PLAN		COMPENSATED ABSENCES	
	CURRENT YEAR	PREVIOUS YEAR	CURRENT YEAR	PREVIOUS YEAR	CURRENT YEAR	PREVIOUS YEAR
Fair Value of Plan Assets at the beginning of the year	**23.51**	23.84	**-**	-	**-**	-
Adjustment to Opening Balance	**2.32**	(0.22)	**-**	-	**-**	-
Return on Plan Assets excluding amount included in interest income	**(0.90)**	(0.74)	**-**	-	**-**	-
Interest Income	**1.84**	1.74	**-**	-	**-**	-
Employee's Contributions	**0.39**	-	**-**	-	**-**	-
Employer's Contributions	**0.11**	-	**2.01**	1.79	**0.28**	0.13
Benefits Paid	**(1.78)**	(1.11)	**(2.01)**	(1.79)	**(0.28)**	(0.13)
Fair Value of Plan Assets at the end of the year	**25.49**	23.51	**-**	-	**-**	-

(iv) Funded Status :

(₹ in crores)

	GRATUITY	
	AS AT 31/03/2020	AS AT 31/03/2019
Present value of funded defined benefit obligation	**26.82**	25.14
Fair value of plan assets	**(25.49)**	(23.51)
(Surplus)/Deficit of Plan assets over obligations	**1.33**	1.63

(v) Remeasurement of the net defined liability/(asset) :

(₹ in crores)

	GRATUITY		PENSION PLAN		COMPENSATED ABSENCES	
	CURRENT YEAR	PREVIOUS YEAR	CURRENT YEAR	PREVIOUS YEAR	CURRENT YEAR	PREVIOUS YEAR
(Gain)/Loss on obligation due to change in demographic assumptions	**0.55**	(0.08)	**-**	-	**-**	-
(Gain)/Loss on obligation due to change in financial assumptions	**1.84**	(0.53)	**-**	-	**0.11**	(0.11)
(Gain)/Loss on obligation due to change in experience adjustments	**(1.78)**	1.17	**4.10**	0.77	**0.06**	(0.13)
Total Actuarial (Gain)/Loss	**0.61**	0.56	**4.10**	0.77	**0.17**	(0.24)

(vi) Actual Return on Plan Assets :

(₹ in crores)

	GRATUITY	
	CURRENT YEAR	PREVIOUS YEAR
Return on Plan Assets excluding interest Income	**(0.90)**	(0.74)
Interest Income	**1.84**	1.74
Actual Return on Plan Assets	**0.94**	1.00

(vii) Amount Recognised in the Balance Sheet :

(₹ in crores)

	GRATUITY		PENSION PLAN		COMPENSATED ABSENCES	
	AS AT 31/03/2020	AS AT 31/03/2019	AS AT 31/03/2020	AS AT 31/03/2019	AS AT 31/03/2020	AS AT 31/03/2019
Liability at the end of the year	**26.82**	25.14	**30.02**	26.05	**2.57**	2.31
Fair Value of Plan Assets at the end of the year	**(25.49)**	(23.51)	**-**	-	**-**	-
Short Term Liability	**-**	-	**-**	-	**0.57**	0.57
(Asset)/Liability recognised in the Balance Sheet (net)	**1.33**	1.63 *	**30.02**	26.05	**3.14**	2.88

* The liability of ₹ 1.63 crores towards Gratuity for the previous year was settled during the month of March 2019.

(viii) Expenses recognised in the Statement of Profit and Loss :

(₹ in crores)

	GRATUITY		PENSION PLAN		COMPENSATED ABSENCES	
	CURRENT YEAR	PREVIOUS YEAR	CURRENT YEAR	PREVIOUS YEAR	CURRENT YEAR	PREVIOUS YEAR
Current Service Cost	**1.10**	0.89	**-**	-	**0.21**	0.19
Net Interest	**(0.09)**	(0.04)	**1.88**	1.84	**0.16**	0.17
Net Actuarial (Gain)/Loss to be recognised	**-**	-	**-**	-	**0.17**	(0.24)
Expenses recognised in the Statement of Profit and Loss	**1.01**	0.85	**1.88**	1.84	**0.54**	0.12

(ix) Other Comprehensive Income (OCI) :

(₹ in crores)

	GRATUITY		PENSION PLAN		COMPENSATED ABSENCES	
	CURRENT YEAR	PREVIOUS YEAR	CURRENT YEAR	PREVIOUS YEAR	CURRENT YEAR	PREVIOUS YEAR
Actuarial (Gain)/Loss recognised for the period	**0.61**	0.56	**4.10**	0.77	**-**	-
Return on Plan Assets excluding interest Income	**0.90**	0.74	**-**	-	**-**	-
Total Actuarial (Gain)/ Loss recognised in OCI	**1.51**	1.30	**4.10**	0.77	**-**	-

(x) The fair values of the plan assets at the end of the reporting period for each category, are as follows :

(₹ in crores)

	GRATUITY	
	AS AT 31/03/2020	AS AT 31/03/2019
Public Sector Bonds	**0.30**	0.30
HDFC Group Unit Linked Plan	**25.19**	23.21
Total	**25.49**	23.51

The fair values of the above equity and debt instruments are determined based on quoted market prices in active markets.

(xi) Sensitivity Analysis :

(₹ in crores)

PRESENT VALUE OF OBLIGATIONS	DISCOUNT RATE		SALARY ESCALATION RATE	
	+1%	-1%	+1%	-1%
Gratuity	25.09	28.83	28.18	25.63
Pension	28.09	32.24	-	-
Compensated Absences	2.46	2.69	2.68	2.46

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

Furthermore, in presenting the above sensitivity analysis, the present value of the defined benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same as that applied in calculating the defined benefit obligation liability recognised in the balance sheet.

There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.

(xii) The defined benefit obligations shall mature after year ended March 31, 2020 as follows :

(₹ in crores)

PRESENT VALUE OF OBLIGATIONS	FIRST YEAR	SECOND YEAR	THIRD YEAR	FOURTH YEAR	FIFTH YEAR	SIX TO TEN YEARS
Gratuity	3.65	3.40	2.65	2.15	2.73	9.09
Pension	2.01	2.01	2.01	2.01	2.01	10.06
Compensated Absences	1.16	0.60	0.23	0.33	0.22	0.80

(xiii) General description of Defined Benefit Plans :

Gratuity Plan :

Gratuity is payable to all eligible employees of the Company on superannuation, death, permanent disablement or resignation in terms of the provisions of the Payment of Gratuity Act or as per the Company's scheme whichever is more beneficial. Benefit would be paid at the time of separation based on the last drawn basic salary.

The defined benefit plan is administered by a separate fund that is legally separated from the Company. The Company's investment strategy in respect of its funded plan is implemented within the framework of the applicable statutory requirements.

The plan exposes the Company to a number of actuarial risks such as investment risk, interest rate risk, longevity risk and salary risk.

- Investment / Interest Rate Risk

The Company is exposed to investment/interest rate risk if the return on the invested fund falls below the discount rate used to arrive at present value of the benefit.

- Longevity Risk

The Company is not exposed to risk of the employees living longer as the benefit under the scheme ceases on the employee separating from the employer for any reason.

- Salary Risk

The Company is exposed to higher liability if the future salaries rise more than assumption of salary escalation.

The Company does an Asset - Liability matching study each year in which the consequences of the strategic investment policies are analysed in terms of risk and return profiles.

Retirement Benefit Scheme including Pension Plan :

Under the Company's Retirement Benefit Scheme for the Whole-time Directors, all the eligible Whole-time Directors are entitled to the benefits of the scheme only after attaining the age of 62 years, except for retirement due to physical disability or death while in office, in which case, the benefits shall start on his retirement due to such physical disability or death. The benefits are in the form of monthly pension @ 50% of his last drawn monthly salary subject to maximum of ₹ 1.25 crores p.a. (Previous Year : ₹ 1.25 crores p.a.) during his lifetime. If he predeceases the spouse, she will be paid monthly pension @ 50% of his last drawn pension during her lifetime. Benefits include reimbursement of medical expenses for self and spouse, overseas medical treatment upto ₹ 0.50 crore for self/spouse, office space including office facilities in the Company's office premises. Benefits also include use of Company's car including reimbursement of driver's salary and other related expenses during his lifetime and in the event of his demise, his spouse will be entitled to avail the said benefit during her lifetime.

Compensated Absences :

All eligible union grade employees had an option to freeze the accumulated leave balance as on June 30, 2008. Such frozen accumulated leave balance will be encashed as per the last drawn basic salary at the time of superannuation, death, permanent disablement, resignation or promotion to the non-union category.

With effect from April 1, 2012, all eligible non-union employees have an option to freeze their leave accumulation days on 30th June every year and such frozen accumulated leave balance will be encashed as per the basic salary for the month of June of the relevant year for which leave was frozen at the time of superannuation, death, permanent disablement or resignation.

For all union and non-union grade employees, maximum leave that can be carried forward is 15 days.

The leave over and above 15 days is encashed and paid to employees on an annual basis.

Provident Fund :

Eligible employees of the Company receive benefits from a provident fund, which is a defined benefit plan. Both the eligible employee and the Company make monthly contributions to the provident fund plan equal to a specified percentage of the covered employee's salary. The Company contributes a portion to the Provident Fund Trust. The trust invests in specific designated instruments as permitted by Indian law. The remaining portion is contributed to the government-administered pension fund. The rate at which the annual interest is payable to the beneficiaries by the trust is being administered by the Government. The Company has an obligation to make good the shortfall, if any.

The details of fund and plan asset position are as follows :

Funded Status :

(₹ in crores)

	AS AT 31/03/2020	AS AT 31/03/2019
Present value of funded defined benefit obligation	**212.32**	342.13
Fair value of plan assets	**(200.81)**	(340.44)
Deficit of Plan assets over obligations	**11.51**	1.69

The plan assets have been invested in government securities, private and public sector bonds.

Assumptions used in determining the present value obligation of the interest rate guarantee :

ACTUARIAL ASSUMPTIONS	AS AT 31/03/2020	AS AT 31/03/2019
(a) Government of India (GOI) bond yield	**6.53%-6.62%**	7.56%-7.60%
(b) Average remaining tenure of investment portfolio (in years)	**5.68**	4.93
(c) Expected guaranteed interest rate **	**8.50%**	8.65%

** Rate recommended by Central Board of Trustees, EPF for the FY 2019-20 and the same is used for valuation purpose.

The Company contributed ₹ 6.01 crores to the Provident Fund Trust during the current year (Previous Year : ₹ 5.75 crores), and the same has been recognised in the Statement of Profit and Loss under the head Employee Benefits Expense.

During the current year, the Company has made provision of ₹ 14.89 crores (Previous Year : ₹ 5.00 crores), being the change in remeasurement of the defined benefit plans, due to impairment in the value of certain investments made in securities by the trusts managing the defined benefit plans of the Company.

NOTE 32 : SEGMENT REPORTING

The Company is engaged only in shipping business segment and there are no separate reportable segments as per Ind AS 108, 'Operating Segments'.

Information concerning principal geographic areas is as follows :

(₹ in crores)

SR. NO.	PARTICULARS	CURRENT YEAR	PREVIOUS YEAR
(a)	Revenue from operations :		
	- Revenue from customers located outside India	**1487.04**	1400.99
	- Revenue from customers located within India	**1355.45**	1213.87
		2842.49	2614.86

(b) Substantial assets of the Company are ships, which are operating across the world, in view of which they can not be identified by any particular geographical area.

NOTE 33 : RIGHT-OF-USE ASSETS (ROU) AND LEASE LIABILITIES

The Company's lease assets primarily consist of leases for buildings and IT equipments. For transition, the Company has elected to apply recognition exemption as per Ind AS 116 for leases which are expiring within 12 months from the date of transition by class of assets and leases for which the underlying asset is of low value on a lease by lease basis. The Company has also used the practical expedient provided by the standard when applying Ind AS 116 to leases. The Company has used a single discount rate to a portfolio of leases with similar characteristics.

Right-of-use Assets

(₹ in crores)

	CURRENT YEAR	PREVIOUS YEAR
Opening Balance	**-**	-
Transition impact of Ind AS 116	**3.59**	-
Addition	**4.76**	-
Depreciation	**(1.24)**	-
Closing Balance	**7.11**	-

The aggregate depreciation on ROU assets has been included under depreciation and amortisation expense in the Statement of Profit and Loss.

Lease Liabilities

The following is the movement in lease liabilities :

(₹ in crores)

	CURRENT YEAR	PREVIOUS YEAR
Opening Balance	**-**	-
Addition	**8.35**	-
Finance cost accrued during the year	**0.41**	-
Payment of lease liability	**(1.32)**	-
Closing Balance (Refer Note 37(E)(v))	**7.44**	-

Rental expenses recorded for short term lease were ₹ 0.16 crore for the year ended March 31, 2020.

NOTE 34 : RELATED PARTY TRANSACTIONS

(I) List of Related Parties :

(a) Parties where control exists :

Subsidiary Companies :
The Greatship (Singapore) Pte. Ltd.
The Great Eastern Chartering L.L.C. (FZC) and its subsidiary :
- The Great Eastern Chartering (Singapore) Pte. Ltd., Singapore

Great Eastern CSR Foundation, India
Greatship (India) Ltd., India and its subsidiaries :
- Greatship Global Offshore Services Pte. Ltd., Singapore
- Greatship Global Energy Services Pte. Ltd., Singapore.
- Greatship (UK) Ltd., UK.
- Greatship Oilfield Services Ltd., India

(b) Key Management Personnel and close members of their family in employment with the Company as at March 31, 2020 :

Mr. K. M. Sheth	- Non - Executive Chairman, father of Mr. Bharat K. Sheth and Mr. Ravi K. Sheth
Mr. Bharat K. Sheth	- Deputy Chairman and Managing Director
Mr. Tapas Icot	- Executive Director and President-Shipping
Mr. G. Shivakumar	- Executive Director and Chief Financial Officer
Mr. Jayesh Trivedi	- Company Secretary
Mr. Ravi K. Sheth	- Non - Executive Director
Mr. Berjis Desai	- Non - Executive Director
Mr. Cyrus Guzder	- Non - Executive Director
Mr. Farrokh Kavarana	- Non - Executive Director (up to November 13, 2019)
Mrs. Rita Bhagwati	- Non - Executive Director
Dr. Shankar Acharya	- Non - Executive Director
Mr. Vineet Nayyar	- Non - Executive Director
Mr. Raju Shukla	- Non - Executive Director (w.e.f. June 1, 2019)
Mr. Ranjit Pandit	- Non - Executive Director (w.e.f. June 1, 2019)
Mr. Rahul R. Sheth	- Son of Mr. Ravi K. Sheth

(c) Other related parties where transactions exist :

Employees' Benefit Plans :
The Provident Fund of The Great Eastern Shipping Company Ltd.
The Great Eastern Shipping Co. Ltd. Employees Gratuity Fund
The Great Eastern Shipping Co. Limited Executives Superannuation Fund
The Great Eastern Shipping Co. Ltd. Floating Staff Superannuation Fund
The Great Eastern Shipping Co. Ltd. Staff Superannuation Fund

(II) Transactions with Related Parties :

(₹ in crores)

(A) NATURE OF TRANSACTIONS	SUBSIDIARY COMPANIES		OTHER RELATED PARTIES		KEY MANAGEMENT PERSONNEL AND THEIR CLOSE FAMILY MEMBERS	
	CURRENT YEAR	PREVIOUS YEAR	CURRENT YEAR	PREVIOUS YEAR	CURRENT YEAR	PREVIOUS YEAR
Services received from	**6.25**	8.86	**-**	-	**-**	-
- The Greatship (Singapore) Pte. Ltd.						
Dividend income on equity shares investment	**31.92**	-	**-**	-	**-**	-
- The Great Eastern Chartering L.L.C. (FZC)						
₹ 29.41 crores (Previous Year : ₹ NIL)						
- The Greatship (Singapore) Pte. Ltd.						
₹ 2.51 crores (Previous Year : ₹ NIL)						
Interest income on preference shares investment	**25.67**	25.77	**-**	-	**-**	-
- Greatship (India) Ltd.						
Services rendered to	**1.25**	1.48	**-**	-	**-**	-
- Greatship (India) Ltd.						
Contribution towards CSR	**3.63**	7.26	**-**	-	**-**	-
- Great Eastern CSR Foundation						
Contribution to post-employment benefit plans (Refer Note (i) below)	**-**	-	**12.74**	12.74	**-**	-
Compensation to key management personnel and close members of their family						
- Salaries	**-**	-	**-**	-	**8.05**	7.91
- Post-employment benefits (Refer Note (ii) below)	**-**	-	**-**	-	**7.04**	3.76
- Sitting fees	**-**	-	**-**	-	**0.85**	0.61
- Variable pay/Commission	**-**	-	**-**	-	**7.09**	5.09
- Dividend	**-**	-	**-**	-	**34.95**	23.21

(₹ in crores)

(B) OUTSTANDING BALANCES	SUBSIDIARY COMPANIES		OTHER RELATED PARTIES		KEY MANAGEMENT PERSONNEL AND THEIR CLOSE FAMILY MEMBERS	
	AS AT 31/03/2020	AS AT 31/03/2019	AS AT 31/03/2020	AS AT 31/03/2019	AS AT 31/03/2020	AS AT 31/03/2019
Receivables	**0.75**	0.89	**-**	-	**-**	-
- Greatship (India) Ltd.						
Interest income receivable	**25.67**	25.77	**-**	-	**-**	-
- Greatship (India) Ltd.						
Payables	**1.23**	1.05	**-**	-	**-**	-
- The Greatship (Singapore) Pte. Ltd.						
₹ 0.80 crore (as at March 31, 2019 : ₹ 0.65 crore)						
- The Great Eastern Chartering L.L.C. (FZC)						
₹ 0.43 crore (as at March 31, 2019 : ₹ 0.40 crore)						
- Post-employment benefit plans	**-**	-	**11.54**	2.49	**-**	-
- Variable pay/Commission payable	**-**	-	**-**	-	**7.09**	5.09
- Provision for retirement benefits	**-**	-	**-**	-	**28.37**	24.44

Notes :

(i) Contribution to post-employment benefit plans to the extent of ₹ 1.33 crores (Previous Year : ₹ 1.33 crores) in respect of key management personnel and close members of their family is included under Post-employment benefits.

(ii) Post-employment benefits include provision for retirement pension benefits payable ₹ 3.93 crores (Previous Year : ₹ 0.87 crore) on the basis of actuarial valuation as per the Retirement Benefits Scheme approved by the Board of Directors.

NOTE 35 : CAPITAL COMMITMENTS

(₹ in crores)

PARTICULARS	AS AT 31/03/2020	AS AT 31/03/2019
Estimated amount of contracts, net of advances paid thereon, remaining to be executed on capital account and not provided for	**42.96**	100.29

NOTE 36 : CONTINGENT LIABILITIES

(₹ in crores)

SR. NO.	PARTICULARS	AS AT 31/03/2020	AS AT 31/03/2019
Claims against the Company, not acknowledged as debts :			
(a)	Sales Tax demands under BST Act, CST Act and VAT Act against which the Company has preferred appeals.	**4.73**	6.23
(b)	Demand from the Office of the Collector & District Magistrate, Mumbai City and from Brihanmumbai Mahanagarpalika towards transfer charges for transfer of premises not acknowledged by the Company.	**4.34**	4.34
(c)	Demand for Custom Duty disputed by the Company.	**6.51**	6.50
	[The Company has given bank guarantees amounting to ₹ 3.63 crores (as at March 31, 2019 : ₹ 3.63 crores) against the said Custom Duty demand].		
(d)	Income Tax Demands for various Assessment Years disputed by the Company.	**37.56**	34.75
(e)	Demand for wharfage charges against which the Company has tendered a bank guarantee. Stay is obtained under a Writ Petition filed against Chennai Port Trust for restraining encashment of bank guarantee.	**0.99**	0.99

Notes :

(i) It is not practicable for the Company to estimate the timings of cash outflows, if any, in respect of the above pending resolution of the respective proceedings as it is determinable only on receipt of judgements/decisions pending with various forums/authorities.

(ii) The Company does not expect any reimbursements in respect of the above contingent liabilities.

(iii) The Company's pending litigations comprise of claims pertaining to proceedings pending with Income Tax, Custom, Sales Tax/VAT, Service Tax and other authorities. The Company has reviewed all its pending litigations and proceedings and has adequately provided for where provisions were required and disclosed as contingent liabilities where applicable, in its financial statements. The Company does not expect the outcome of these proceedings to have a materially adverse effect on its financial results.

NOTE 37 : FINANCIAL INSTRUMENTS

A. Capital Management :

The Company's capital management is intended to create value for shareholders by facilitating the meeting of long-term and short-term goals of the Company.

The capital structure of the Company consists of net debt (borrowings as detailed in Note 16 and offset by cash and bank balances and current investments) and total equity of the Company.

The Company is not subject to any externally imposed capital requirements.

The Company's risk management committee reviews the capital structure of the Company on a regular basis considering the cyclicity of business.

The gearing ratio was as follows :

(₹ in crores)

	AS AT 31/03/2020	AS AT 31/03/2019
Debt *	**3603.36**	4114.96
Less : Cash and bank balances (other than margin money deposits and unpaid dividend account) including current investments	**(2263.24)**	(2275.72)
Net debt	**1340.12**	1839.24
Total equity	**5067.05**	5065.72
Net debt to equity ratio	**0.26**	0.36

* Debt includes redeemable non-convertible debentures and term loans from banks.

B. Financial Assets and Liabilities :

The significant accounting policies, including the criteria for recognition, the basis of measurement and the basis on which incomes and expenses are recognised, in respect of each class of financial asset, financial liability and equity instruments are disclosed in Note 2(q) to the financial statements.

The carrying amounts of financial instruments by categories are as follows :

(₹ in crores)

	AS AT 31/03/2020	AS AT 31/03/2019
Financial Assets :		
Measured at Amortised Cost		
- Investments in subsidiaries		
- Preference shares	**379.34**	378.26
- Trade Receivables	**253.95**	201.81
- Cash and Cash Equivalents	**1200.92**	773.18
- Other Bank Balances	**202.13**	1054.02
- Other Financial Assets	**106.23**	119.24
Measured at Fair value through Profit or Loss		
- Investments in Mutual Funds	**870.71**	470.79
- Derivative Contracts	**87.26**	95.94
Measured at Fair value through OCI		
- Derivative Contracts	**-**	2.39
Total	**3100.54**	3095.63
Financial Liabilities :		
Measured at Amortised Cost		
- Borrowings	**3594.57**	4103.92
- Trade Payables	**269.09**	226.76
- Other Financial Liabilities	**160.97**	180.53
Measured at Fair value through Profit or Loss		
- Derivative Contracts	**754.31**	650.34
Measured at Fair value through OCI		
- Derivative Contracts	**37.29**	2.21
Total	**4816.23**	5163.76

The fair values of the above financial assets and financial liabilities are not materially different from their carrying amounts.

C. Fair value hierarchy :

The fair value hierarchy is based on inputs to valuation techniques that are used to measure fair value that are either observable or unobservable and consists of the following three levels :

> Level 1 - Inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities.

> Level 2 - Inputs are other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

> Level 3 - Inputs are not based on observable market data (unobservable inputs). Fair values are determined in whole or in part using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

The following table presents assets and liabilities measured at fair value and classified by the level of the following fair value measurements hierarchy :

(₹ in crores)

	AS AT 31/03/2020	AS AT 31/03/2019
Financial Assets :		
Measured at Level 2		
- Investments in Mutual Funds	**870.71**	470.79
- Derivative Contracts	**87.26**	98.33
Total	**957.97**	569.12
Financial Liabilities :		
Measured at Level 2		
- Derivative Contracts	**791.60**	652.55
Total	**791.60**	652.55

Valuation technique and key inputs :

Investments in Mutual Funds are valued at the net asset value of the respective units. Derivative instruments are fair valued at the discounted cash flows. Future cash flows are estimated based on forward exchange/ interest rates and contract forward/ interest rates discounted at a rate that reflects the credit risk of various counterparties.

D. Derivative financial instrument and risk management :

The Company uses foreign exchange forward contracts, options and interest rate swaps to hedge its exposure to the movements in foreign exchange and interest rates. The use of these reduces the risk to the Company arising out of movement in exchange and interest rates. The Company does not use foreign exchange forward contracts, currency and interest rate swaps and options for trading purpose. The Company has also entered into cross currency swaps to swap its INR borrowings into US dollars to mitigate the exchange risk arising out of foreign currency receivables. The interest rate swap component in the cross currency swap reduces the effective interest costs to the Company. The Company also uses commodity futures contracts for hedging the exposure to bunker price risk.

(i) Derivative instruments in hedging relationship (Cash Flow Hedges) :

(a) Interest Rate Swap Contracts :

DETAILS	AS AT 31/03/2020	AS AT 31/03/2019
Total No. of contracts outstanding	**5**	5
Principal Notional Amount (USD in million)	**59.225**	63.668
Fair Value gain/(loss)- net (₹ in crores) (Excluding interest accrued)	**(20.82)**	(0.75)
Maturity Period	**Upto 6 Years**	Upto 7 Years

(b) Bunker Swap Contracts :

DETAILS	AS AT 31/03/2020		AS AT 31/03/2019	
	PURCHASE	SALE	PURCHASE	SALE
Total No. of contracts outstanding	**11**	**-**	18	-
No of Units in MT under above contracts	**47500**	**-**	25200	-
Fair Value gain/(loss) - net (₹ in crores)	**(16.47)**	**-**	0.93	-
Maturity Period	**Upto 3 Years**	**-**	Upto 1 Year	-

The interest rate swaps are entered to hedge interest payments from floating to fixed on borrowings. The bunker swaps are entered to hedge the bunker price risk. Fair value gains/(losses) on the interest rate swaps contracts and bunker swap contracts recognised in Cash Flow Hedging Reserve are transferred to the Statement of Profit and Loss as part of interest expense and fuel oil and water expense on settlement. The fair value on reporting date is reported under “Other financial assets” and “Other financial liabilities”.

The hedging loss recognised in other comprehensive income during the year is ₹ 50.25 crores (Previous Year : ₹ 16.54 crores) of which loss of ₹ 13.09 crores (Previous Year : ₹ 12.59 crores) has been reclassified to Statement of Profit and Loss.

(ii) Derivative instruments not in hedging relationship :

(a) Forward Exchange Option Contracts :

DETAILS	AS AT 31/03/2020		AS AT 31/03/2019	
	PURCHASE	SALE	PURCHASE	SALE
Total No. of contracts outstanding	**-**	**-**	-	2
Foreign Currency Value (USD in million)	**-**	**-**	-	8.000
Fair Value gain/(loss)- net (₹ in crores)	**-**	**-**	-	0.57
Maturity Period	**-**	**-**	-	Upto 1 Year

(b) Forward Exchange Contracts :

DETAILS	AS AT 31/03/2020		AS AT 31/03/2019	
	PURCHASE	SALE	PURCHASE	SALE
Total No. of contracts outstanding	**-**	**4**	3	-
Foreign Currency Value (USD in million)	**-**	**6.000**	8.708	-
Fair Value gain/(loss)- net (₹ in crores)	**-**	**(1.38)**	(0.03)	-
Maturity Period	**-**	**Upto 1 year**	Upto 1 year	-

(c) Cross Currency Forward Exchange Contracts :

DETAILS	AS AT 31/03/2020		AS AT 31/03/2019	
	PURCHASE	SALE	PURCHASE	SALE
Total No. of contracts outstanding	**-**	**-**	-	1
Foreign Currency Value (USD in million)	**-**	**-**	-	1.132
Fair Value gain/(loss)- net (₹ in crores)	**-**	**-**	-	-*
Maturity Period	**-**	**-**	-	Upto 1 year

*Amount less than ₹ One Lakh

Forward exchange option contracts, forward exchange contracts and cross currency forward exchange contracts mentioned under (ii) above economically hedge the underlying exposures but hedge accounting is not opted for the same. The gains/(losses) on such are recognised in the Statement of Profit and Loss.

Forward exchange option contracts, forward exchange contracts and cross currency forward exchange contracts were entered into to hedge existing transactions / firm commitments denominated in foreign currency.

(iii) Currency Swap Contracts :

(a) Currency Swap Contracts (INR to USD) :

DETAILS	CURRENCY	AS AT 31/03/2020	AS AT 31/03/2019
Total No. of contracts outstanding		**35**	38
Principal Notional Amount (₹ in crores)	**INR/USD**	**2500.00**	3160.00
Fair Value gain/(loss)- net (₹ in crores)		**(665.66)**	(554.95)
Maturity Period		**Upto 9 Years**	Upto 10 Years

The mark-to-market loss on above mentioned currency swap contracts is recognised in the Statement of Profit and Loss.

E. Market risk :

(i) Foreign currency risk management :

The Company undertakes transactions denominated in foreign currencies; consequently, exposures to exchange rate fluctuation arise. The Company's exposure to unhedged foreign currency is listed as under :

DETAILS	CURRENCY	AS AT 31/03/2020 (CURRENCY IN MILLIONS)	AS AT 31/03/2019 (CURRENCY IN MILLIONS)	AS AT 31/03/2020 (₹ IN CRORES)	AS AT 31/03/2019 (₹ IN CRORES)
Loan Liabilities and Payables	**AED**	**2.839**	0.937	**5.85**	1.76
	AUD	**0.011**	0.145	**0.05**	0.71
	CAD	**0.017**	0.008	**0.09**	0.04
	CHF	**0.029**	0.001	**0.23**	0.01
	CNY	**-**	0.144	**-**	0.15
	DKK	**1.607**	0.350	**1.78**	0.36
	EUR	**3.243**	1.523	**26.85**	11.83
	GBP	**0.054**	0.023	**0.51**	0.20
	JPY	**103.155**	42.382	**7.22**	2.64
	NOK	**0.805**	0.242	**0.58**	0.19
	SAR	**0.046**	-	**0.09**	-
	SEK	**0.019**	-	**0.01**	-
	SGD	**1.421**	1.209	**7.54**	6.17
	USD	**588.396**	701.083	**4452.39**	4847.99
	ZAR	**0.124**	0.072	**0.05**	0.03
Receivables	**AUD**	**0.006**	0.136	**0.03**	0.67
	CAD	**0.002**	-	**0.01**	-
	CHF	**0.031**	-	**0.24**	-
	DKK	**0.129**	-	**0.14**	-
	EUR	**0.496**	-	**4.10**	-
	GBP	**0.019**	-	**0.18**	-
	JPY	**3.023**	19.300	**0.21**	1.20
	NOK	**0.904**	-	**0.65**	-
	SGD	**0.123**	0.100	**0.65**	0.51
	USD	**24.605**	22.111	**186.18**	152.90
Bank Balances	**AED**	**0.084**	0.019	**0.17**	0.04
	SGD	**0.298**	0.255	**1.58**	1.30
	USD	**182.063**	245.123	**1377.67**	1695.03

Sensitivity Analysis :

A 5% strengthening / weakening of Indian Rupee against key currencies to which the Company is exposed (net of hedge), with all other variables being held constant, would have led to approximately a gain / loss of ₹ 146.57 crores (Previous Year : ₹ 151.02 crores) in the Statement of Profit and Loss.

(ii) Interest rate risk :

The Company has mix of fixed and floating rate loans and generally uses Interest rate swaps as cash flow hedges of future interest payments, which have economic effect of converting the borrowings from floating to fixed interest rate loans. Under the Interest rate swaps, the Company agrees with other parties to exchange, at specified intervals, the difference between fixed contract rates and floating rate interest amounts calculated by reference to the agreed notional principal amounts.

Interest rate risk is measured by using the cash flow sensitivity for changes in variable interest rate. The borrowings of the Company are principally denominated in rupees and US dollars with a mix of fixed and floating rates of interest. The Company hedges its US dollar interest rate risk through interest rate swaps to reduce the floating interest rate risk. The Company has exposure to interest rate risk, arising principally on changes in base lending rate and LIBOR rates. The risk is managed by the Company by maintaining an appropriate mix between fixed and floating rate borrowings, and by the use of interest rate swap contracts.

The following table provides a breakup of the Company's fixed and floating rate borrowings :

(₹ in crores)

	AS AT 31/03/2020	AS AT 31/03/2019
Fixed Rate Borrowings	**2500.00**	3175.00
Floating Rate Borrowings	**1103.36**	939.96
Total Borrowings (Gross)	**3603.36**	4114.96

Sensitivity Analysis :

The sensitivity analysis has been determined based on the exposure to interest rates for floating rate liabilities. A 0.50% decrease in interest rates would have led to approximately gain of ₹ 3.02 crores (Previous Year : ₹ 3.07 crores) in the Statement of Profit and Loss. A 0.50% increase in interest rate would have led to an equal but opposite effect.

(iii) Price risk :

The Company is mainly exposed to the price risk due to its investment in debt mutual funds. The price risk arises due to uncertainties about the future market values of these investments.

Sensitivity Analysis :

A 1% increase in prices would have led to approximately an additional gain of ₹ 8.71 crores (Previous Year : ₹ 4.71 crores) in the Statement of Profit and Loss. A 1% decrease in prices would have led to an equal but opposite effect.

(iv) Credit risk management :

Credit risk refers to the risk that a counter party will default on its contractual obligations resulting in financial loss to the Company. The major class of financial asset of the Company is trade receivables. For credit exposures to customer, the management assesses the credit quality of the customer, taking into account its financial position, past experience and other factors.

As the Company does not hold any collateral, the maximum exposure to credit risk for each class of financial instruments is the carrying amount of that class of financial instruments presented on the statement of financial position.

Cash and Cash Equivalents, derivatives and mutual fund investments :

Credit risk on cash and cash equivalents is limited as the Company invests in deposits with banks with high credit ratings assigned by international and domestic credit rating agencies. Investments primarily include investments in liquid mutual funds units from reputed funds. For derivative and financial instruments, the Company attempts to limit the credit risk by only dealing with reputable banks having high credit-ratings assigned by credit-rating agencies.

Trade receivables :

Trade receivables consist of a large number of various types of customers, spread across geographical areas. Credit risk arising from trade receivables is managed in accordance with the Company's established policy, procedures and control relating to customer credit risk management. Ongoing credit evaluation is performed on these trade receivables and where appropriate, allowance for losses are provided.

Exposure to credit risk :

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk was ₹ 3100.54 crores as at March 31, 2020 (as at March 31, 2019 : ₹ 3095.63 crores), being the total of the carrying amount of investment in subsidiaries (other than investments in equity instruments of subsidiaries), cash and cash equivalents, other bank balances, trade receivables, investments in mutual funds and other financial assets including derivatives instruments.

The ageing analysis of the trade receivables of the company that are past due but not provided as doubtful debts is as follows :

(₹ in crores)

	AS AT 31/03/2020	AS AT 31/03/2019
Overdue		
- Less than 180 days	**229.71**	189.89
- More than 180 days	**24.24**	11.92
	253.95	201.81

The carrying amounts of trade receivables provided as doubtful debts are as follows :

(₹ in crores)

	AS AT 31/03/2020	AS AT 31/03/2019
Overdue		
- Less than 180 days	**10.78**	11.50
- More than 180 days	**15.28**	10.02
Less: Allowance for doubtful debts	**(26.06)**	(21.52)
	-	-

(v) Liquidity risk management :

Liquidity risk may arise from inability to meet financial obligations, including loan repayments and payments for vessel acquisitions. This is dealt with by keeping low leverage, as a result of which the Company is able to borrow even in challenging markets. It is also mitigated by keeping substantial liquidity at all times, which enables the Company to capitalise on any opportunities that may arise.

The following table shows the maturity analysis of the financial liabilities based on contractually agreed undiscounted cash flows :

(₹ in crores)

	PAYABLE WITHIN 1 YEAR	PAYABLE WITHIN 2 - 5 YEARS	MORE THAN 5 YEARS	TOTAL
As at March 31, 2020				
Borrowings	277.61	1780.44	1545.31	3603.36
Interest Commitments	246.64	732.82	180.17	1159.63
Trade Payables	269.09	-	-	269.09
Unpaid Dividend	10.51	-	-	10.51
Interest Accrued but not due on Borrowings	128.79	-	-	128.79
Derivative Contracts	79.56	551.05	160.99	791.60
Other Financial Liabilities	14.23	-	-	14.23
Lease Liabilities	1.42	6.02	-	7.44
	1027.85	**3070.33**	**1886.47**	**5984.65**
As at March 31, 2019				
Borrowings	798.91	1441.43	1874.62	4114.96
Interest Commitments	278.10	821.38	316.75	1416.23
Trade Payables	226.76	-	-	226.76
Unpaid Dividend	9.90	-	-	9.90
Interest Accrued but not due on Borrowings	166.96	-	-	166.96
Derivative Contracts	294.59	354.28	3.68	652.55
Other Financial Liabilities	3.67	-	-	3.67
Lease Liabilities	-	-	-	-
	1778.89	**2617.09**	**2195.05**	**6591.03**

NOTE 38 : GOVERNMENT GRANTS

The Company receives government assistance in the form of Duty Free Credit Entitlement Certificates (DFCEC) under Service Exports From India Scheme (SEIS), which are issued to eligible Indian service providers having free foreign exchange earnings. It can be utilised for duty-free imports of office and professional equipment, spares, furniture and consumables or any other items notified by the Government from time to time.

Following are the balances of DFCEC Licenses held by the Company :

(₹ in crores)

	CURRENT YEAR	PREVIOUS YEAR
Opening Balance	**0.51**	6.24
Add : Licenses received during the year	**3.83**	-
Less : Amount utilised during the year	**(3.62)**	(5.73)
Closing Balance	**0.72**	0.51

NOTE 39 : PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS COVERED UNDER SECTION 186 OF THE COMPANIES ACT, 2013

(a) No loans or guarantees have been given to subsidiaries during the year.

(b) The particulars of the Company's investments in wholly owned subsidiaries are disclosed in Note 5.

NOTE 40 : CORPORATE SOCIAL RESPONSIBILITY (CSR)

As part of its Corporate Social Responsibility, the Company has set up the Great Eastern CSR Foundation for promoting education, knowledge enhancement and other activities to which the Company has contributed ₹ 3.63 crores during the current year (Previous Year : ₹ 7.26 crores)(Refer Note 28(o)).

(₹ in crores)

		CURRENT YEAR	PREVIOUS YEAR
(a)	Gross amount required to be spent by the Company during the year	**3.63**	7.26
(b)	Amount spent in cash for purposes other than for construction/acquisition of any asset during the year	**3.63**	7.26
(c)	Provisions for Corporate social responsibility expenses	**-**	-

NOTE 41 : CONTRACT BALANCES

(₹ in crores)

PARTICULARS	AS AT 31/03/2020	AS AT 31/03/2019
Trade Receivables	**253.95**	201.81
Contract Assets	**85.58**	82.37
Contract Liabilities	**21.56**	11.81

(₹ in crores)

	CURRENT YEAR	PREVIOUS YEAR
Revenue recognised in the reporting period included in opening contracted liabilities	**11.81**	25.95

Contract assets include mainly unbilled revenue. Contract liabilities are towards charter hire received in advance and part of the freight amount received for incomplete voyages which will be recognised as per progress of the voyage.

Applying the practical expedient as given in Ind AS 115, the Company has not disclosed the remaining performance obligation related to contracts as the original expected duration of these contracts is one year or less.

Payment terms differ for each charter party contract. In case of time charter, the amounts receivable from customers become due in advance on raising of invoice and in case of voyage charter, on expiry of credit period which on an average is a maximum of 90 days.

NOTE 42 : ASSET CLASSIFIED AS HELD FOR SALE

During the previous year, the Company had contracted to sell its 1994 built Very Large Gas Carrier named 'Jag Vishnu' to be delivered in the first quarter of the financial year 2019-20.

NOTE 43 : TIME CHARTER

The Company has entered into time charter agreements for vessels.

Future charter hire receivables under these time charter arrangements are as follows :

(₹ in crores)

PARTICULARS	AS AT 31/03/2020
Total Future Time Charter Receivables*	
- Less than 1 year	**452.77**
- More than 1 year and less than 5 years	**46.69**
- More than 5 years	**-**

* the receivables (undiscounted) are calculated on full term employment basis at operating days rates as per time charter agreements.

Note :

The Company's operations include deployment of vessels on time charter basis for short term. The operation and maintenance of the vessels given on time charter, which includes specialised activities, is responsibility of the Company under the contract. Accordingly, the Company deploys trained and skilled crew to run the vessels for providing logistics services or for shipment of cargo, and ensures maintenance of these assets including dry docking, as per applicable regulatory standards. The charterer does not deploy its crew for these activities. The time charter rate negotiated with the charterer for provision of services which, inter-alia, involves all the above activities is a lumpsum day rate as per the industry practice, and hence, it is not possible to segregate any lease component embedded in the time charter rate for the purposes of the Indian Accounting Standard (Ind AS) 116.

NOTE 44 :

The shipping operations of the Company have continued with minimal disruption following the COVID-19 lockdown. Certain operational challenges arising due to the lockdown, including movement of manpower and materials, are being appropriately addressed by the Management. The internal financial reporting and controls of the Company have been operating satisfactorily with support of technology.

The impact of the covid-19 has been different across different types of vessels of the Company. Tankers have not been negatively impacted, while dry bulk carriers have been impacted. While there may be some volatility in markets and earnings, the same has not materially impacted the rates considered in assessing recoverable amounts of the property, plant and equipment. The Company has assessed the possible effects from the pandemic on the carrying amounts of receivables and unbilled revenues, and expects the carrying amount of these assets to be fully recoverable.

The Company has adequate resources including liquid investments and cash and cash equivalents to meet its financial obligations for the foreseeable future. The impact of COVID-19 may differ from that estimated as at the date of approval of these financial results.

STATEMENT CONTAINING SALIENT FEATURES OF THE FINANCIAL STATEMENTS OF SUBSIDIARIES/JOINT VENTURES

Form AOC - I

[Pursuant to first proviso to sub-section (3) of Section 129 read with Rule 5 of Companies (Accounts) Rules, 2014]

PART "A" : SUBSIDIARIES

(₹ in crores)

SR. NO.	NAME OF THE SUBSIDIARY	GREATSHIP (SINGAPORE) PTE.LTD	GREAT EASTERN CHARTERING L.L.C (FZC)	THE GREAT EASTERN CHARTERING (SINGAPORE) PTE. LTD.	GREAT EASTERN CSR FOUNDATION	GREATSHIP (INDIA) LIMITED	GREATSHIP GLOBAL OFFSHORE SERVICES PTE. LTD.	GREATSHIP GLOBAL ENERGY SERVICES PTE. LTD.	GREATSHIP (UK) LIMITED	GREATSHIP OILFIELD SERVIES LTD.
1	Date from which it became a subsidiary	28/03/1994	01/11/2004	17/04/2013	26/02/2015	26/06/2002	08/05/2007	23/10/2006	29/10/2010	09/07/2015
2	Reporting period	31/03/2020	31/03/2020	31/03/2020	31/03/2020	31/03/2020	31/03/2020	31/03/2020	31/03/2020	31/03/2020
3	Reporting currency	SGD	USD	USD	INR	INR	USD	USD	USD	INR
4	Exchange Rate as on 31/03/2020	₹ 53.03	₹ 75.67	₹ 75.67	₹ 1	₹ 1	₹ 75.67	₹ 75.67	₹ 75.67	₹ 1
5	Share capital	2.65	0.31	17.03	0.05	111.35	537.71	37.84	3.78	0.26
6	Reserves & surplus	3.66	184.02	(11.56)	9.33	2264.23	(39.21)	74.78	4.05	(0.05)
7	Total Assets	6.73	186.65	5.51	9.39	4696.19	533.38	125.38	30.32	0.21
8	Total Liabilities	0.42	2.32	0.04	0.01	2320.61	34.88	12.76	22.49	-
9	Investments (excluding investment in subsidiaries)	-	78.72	-	-	13.63	-	-	-	-
10	Turnover	6.64	26.29	0.01	4.74	741.66	111.64	3.56	1.05	-
11	Profit/(loss) before taxation	0.45	24.13	0.07	(1.46)	(67.45)	11.01	2.47	0.93	(0.01)
12	Provision for taxation	(0.02)	-	-	-	45.89	0.74	0.46	0.06	-
13	Profit after taxation	0.47	24.13	0.07	(1.46)	(113.34)	10.27	2.01	0.87	(0.01)
14	Proposed dividend	-	-	-	-	-	-	-	-	-
15	% of shareholding	100%	100%	100%	100%	100%	100%	100%	100%	100%

Notes:

I. Greatship Oilfield Servies Ltd. is yet to commence operations.

II. Figures include foreign currency translation adjustment.

PART "B" : NOT APPLICABLE

For and on behalf of the Board

G. Shivakumar
Executive Director & CFO
(DIN : 03632124)

Jayesh M. Trivedi
Company Secretary
(M. No. : 2822)

K. M. Sheth
Chairman
(DIN : 00022079)

Bharat K. Sheth
Deputy Chairman & Managing Director
(DIN : 00022102)

Cyrus Guzder
Director
(DIN : 00080358)

Mumbai, May 30, 2020

INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF THE GREAT EASTERN SHIPPING COMPANY LIMITED

REPORT ON THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

OPINION

We have audited the accompanying consolidated financial statements of **The Great Eastern Shipping Company Limited** ("the Parent") and its subsidiaries, (the Parent and its subsidiaries together referred to as "the Group"), which comprise the Consolidated Balance Sheet as at March 31, 2020, and the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of the other auditors on separate financial statements of the subsidiaries referred to in the Other Matters section below, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ('Ind AS'), and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2020, and their consolidated profit, their consolidated total comprehensive income, their consolidated changes in equity and consolidated cash flows for the year ended on that date.

BASIS FOR OPINION

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing specified under section 143 (10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matters section below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

KEY AUDIT MATTER

Key audit matters is the matter that, in our professional judgment, was of most significance in our audit of the consolidated financial statements of the current period. The matter was addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on the matter. We have determined the matter described below to be the key audit matter to be communicated in our report.

KEY AUDIT MATTER	AUDITOR'S RESPONSE
Assessment of recoverable amounts of Vessels and Drilling Rigs – (Refer note 1(o), 5 and 30 of the consolidated financial statements)	
The Group carries significant amount of property, plant and equipment on the statement of financial position, mainly in the form of vessels and drilling rigs aggregating to ₹ 8,969.39 Crores representing 65% of the total assets as at March 31, 2020. The Group assesses at the end of each reporting period whether there is any indication that a vessel and drilling rig may be impaired by considering internal and external sources of information.	Our Principal Audit Procedures included but were not limited to: -Obtaining a detailed understanding of key controls and processes with regard to identification of impairment indications, and assessment of recoverable amounts of the vessels and drilling rigs, where such indications exist, and testing operating effectiveness of such controls. -Assessing reasonableness of fair value of vessel and drilling rig considered by the Management by comparing the same with the valuations provided by external professional valuers.

KEY AUDIT MATTER	AUDITOR'S RESPONSE
The management assesses recoverable amount of each of the vessels and drilling rigs where such indications exist, based on higher of fair value less cost to sell and value in use. The fair value of a vessel and drilling rig is estimated based on the valuation provided by external professional valuers, which is based on brokers' price ideas and market knowledge. The 'value in use' is determined by discounting estimated future cash flows as per management forecast over balance useful life of a vessel and drilling rig to its present value. The future cash flows are estimated based on various assumptions relating to charter hire rates based on published external industry forecasts and historical performance, deployment pattern, operating costs and other expenses, scrap value, and discount rate.	-Evaluating and challenging the key inputs and assumptions considered for cash flow forecasts for estimating 'value in use' especially related to charter hire rates with reference to historical performance and published external industry forecast, expected deployment with reference to historical pattern, operating costs with reference to Management budget and historical actuals, scrap value with reference to prevailing and forecast rates, and those considered for discount rate for which we also involved our internal experts, and assessing mathematical accuracy of the 'value-in-use' model. -Assessing adequacy and appropriateness of the disclosures in the financial statements.

INFORMATION OTHER THAN THE FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON

The Parent's Board of Directors is responsible for the other information. The other information comprises the information included in the Board's Report, Corporate Governance Report, Business Responsibility Report, The Year at a Glance, Financial Highlights and 5 Years at a Glance, but does not include standalone financial statements, consolidated financial statements, and our auditor's reports thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information, compare with the financial statements of the subsidiaries audited by the other auditors, to the extent it relates to these entities and, in doing so, place reliance on the work of the other auditors and consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. Other information so far as it relates to the subsidiaries is traced from their financial statements audited by the other auditors.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

MANAGEMENT'S RESPONSIBILITY FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The Parent's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated changes in equity of the Group in accordance with the Ind AS and other accounting principles generally accepted in India. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Parent, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the respective entities to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate their respective entities or cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are also responsible for overseeing the financial reporting process of the Group.

AUDITOR'S RESPONSIBILITY FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Parent has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by the other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

Materiality is the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the consolidated financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the consolidated financial statements.

We communicate with those charged with governance of the Parent and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication

OTHER MATTERS

We did not audit the financial statements/ financial information of 6 subsidiaries, whose financial statements/ financial information reflect total assets of ₹ 822.51 crores as at March 31, 2020, total revenue of ₹ 141.38 crores and net cash outflows amounting to ₹ 226.53 crores for the year ended on that date, as considered in the consolidated financial statements. These financial statements/ financial information have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and our report in terms of subsection (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries is based solely on the reports of the other auditors.

Certain of these subsidiaries are located outside India whose financial statements/ financial and other information have been prepared in accordance with accounting principles generally accepted in their respective countries and which have been audited by other auditors under generally accepted auditing standards applicable in their respective countries. The Company's management has converted the financial statements/ financial and other information of such subsidiaries located outside India from accounting principles generally accepted in their respective countries to accounting principles generally accepted in India. We have audited these conversion adjustments made by the Company's management. Our opinion in so far as it relates to the balances and affairs of such subsidiaries located outside India is based on the reports of other auditors and the conversion adjustments prepared by the management of the Company and audited by us.

Our opinion on the consolidated financial statements above and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matter with respect to our reliance on the work done and the reports of the other auditors.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

I. As required by Section 143(3) of the Act, based on our audit and on the consideration of the reports of other auditors on the separate financial statements/ financial information of the subsidiaries referred to in the Other Matters section above, we report, to the extent applicable that:

   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.

   b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.

   c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including Other Comprehensive Income, the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.

   d) In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under Section 133 of the Act.

   e) On the basis of the written representations received from the directors of the Parent as on March 31, 2020 taken on record by the Board of Directors of the Parent and the reports of the statutory auditors of its subsidiaries incorporated in India, none of the directors of the Group companies incorporated in India is disqualified as on March 31, 2020 from being appointed as a director in terms of Section 164(2) of the Act.

   f) With respect to the adequacy of the internal financial controls over financial reporting and the operating effectiveness of such controls, refer to our separate Report in "Annexure A" which is based on the auditors' reports of the Parent and subsidiary companies incorporated in India. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of internal financial controls over financial reporting of those companies.

g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Parent to its directors during the year is in accordance with the provisions of section 197 of the Act.

h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:

i) The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group.

ii) Provision has been made in the consolidated financial statements, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.

iii) There has been no delay in transferring amounts, required to be transferred to the Investor Education and Protection Fund by the Parent. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the subsidiary companies incorporated in India.

For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

Samir R. Shah
Partner
Membership No. 101708
UDIN: 20101708AAAACJ6938

Mumbai, June 18, 2020

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

REPORT ON THE INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING UNDER CLAUSE (i) OF SUB-SECTION 3 OF SECTION 143 OF THE COMPANIES ACT, 2013 ("THE ACT")

In conjunction with our audit of the consolidated financial statements of the Group as of and for the year ended March 31, 2020, we have audited the internal financial controls over financial reporting of the Parent and its subsidiary companies, which are companies incorporated in India, as of that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The respective Board of Directors of the Parent and its subsidiary companies, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the respective Companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India ("the ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Parent and its subsidiary companies, which are companies incorporated in India, based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the ICAI and the Standards on Auditing, prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting of Parent and its subsidiary companies, which are companies incorporated in India.

MEANING OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

OPINION

In our opinion to the best of our information and according to the explanations given to us, the Parent and its subsidiary companies, which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2020, based on the internal control over financial reporting criteria established by the respective companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

Samir R. Shah
Partner
Membership No. 101708
UDIN: 20101708AAAACJ6938

Mumbai, June 18, 2020

CONSOLIDATED BALANCE SHEET AS AT MARCH 31, 2020

(₹ in crores)

PARTICULARS	NOTE NO.	AS AT 31/03/2020	AS AT 31/03/2019
ASSETS			
I. NON-CURRENT ASSETS :			
(a) Property, Plant and Equipment	5	**9104.70**	9616.24
(b) Capital Work-in-progress	5	**122.42**	14.11
(c) Intangible Assets	6	**0.66**	1.01
(d) Intangible Assets under development	6	**0.12**	0.12
(e) Right-of-use Assets	36	**17.79**	-
(f) Financial Assets			
(i) Non-Current Investments	7	**1.09**	58.98
(ii) Other Financial Assets	8	**67.16**	101.26
(g) Current Tax Assets (net)	9	**150.68**	117.02
(h) Other Non-Current Assets	10	**32.82**	93.52
		9497.44	10002.26
II. CURRENT ASSETS :			
(a) Inventories	11	**214.74**	217.86
(b) Financial Assets			
(i) Current Investments	12	**961.97**	542.12
(ii) Trade Receivables	13	**346.35**	302.98
(iii) Cash and Cash Equivalents	14	**1614.22**	1383.83
(iv) Bank Balances other than (iii) above	15	**877.56**	1538.04
(v) Other Financial Assets	8	**246.96**	260.72
(c) Other Current Assets	10	**73.58**	51.24
		4335.38	4296.79
III. ASSET CLASSIFIED AS HELD FOR SALE	44	**-**	71.17
TOTAL ASSETS		**13832.82**	14370.22
EQUITY AND LIABILITIES			
I. EQUITY :			
(a) Equity Share Capital	16	**146.97**	150.78
(b) Other Equity	17	**6648.67**	6658.89
		6795.64	6809.67
II. NON-CURRENT LIABILITIES :			
(a) Financial Liabilities			
(i) Borrowings	18	**4785.73**	4843.03
(ii) Lease Liabilities	36	**11.70**	-
(iii) Other Financial Liabilities	19	**746.18**	361.11
(b) Provisions	20	**53.88**	41.61
(c) Deferred Tax Liabilities (net)	21	**176.23**	179.86
(d) Other Non-Current Liabilities	22	**20.37**	22.71
		5794.09	5448.32
III. CURRENT LIABILITIES :			
(a) Financial Liabilities			
(i) Trade Payables	23		
- total outstanding dues of micro enterprises and small enterprises		**10.62**	7.44
- total outstanding dues of creditors other than micro enterprises and small enterprises		**347.62**	314.44
(ii) Lease Liabilities	36	**6.72**	-
(iii) Other Financial Liabilities	19	**781.86**	1680.41
(b) Other Current Liabilities	22	**48.11**	65.49
(c) Provisions	20	**13.12**	6.23
(d) Current Tax Liabilities (net)	24	**35.04**	38.22
		1243.09	2112.23
TOTAL EQUITY AND LIABILITIES		**13832.82**	14370.22

The accompanying notes are an integral part of the consolidated financial statements

In terms of our report attached

For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
Firm Regn. No. : 117366W / W - 100018

Samir R. Shah
Partner
M. No. : 101708

G. Shivakumar
Executive Director & CFO
(DIN : 03632124)

Jayesh M. Trivedi
Company Secretary
(M. No. : 2822)

For and on behalf of the Board

K. M. Sheth
Chairman
(DIN : 00022079)

Bharat K. Sheth
Deputy Chairman & Managing Director
(DIN : 00022102)

Cyrus Guzder
Director
(DIN : 00080358)

Mumbai : June 18, 2020.

Mumbai : May 30, 2020.

CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2020

(₹ in crores)

PARTICULARS	NOTE NO.	CURRENT YEAR	PREVIOUS YEAR
I. Revenue from Operations	25	**3686.73**	3547.11
II. Other Income	26	**261.75**	282.78
III. TOTAL INCOME (I + II)		**3948.48**	3829.89
IV. EXPENSES :			
Fuel Oil and Water		**596.36**	592.60
Port, Light and Canal Dues		**232.81**	253.32
Consumption of Spares and Stores		**256.15**	239.15
Employee Benefits Expense	27	**692.64**	711.60
Finance Costs	28	**450.24**	521.21
Depreciation and Amortisation Expense	29	**742.81**	772.65
Impairment Loss	30	**-**	9.39
Other Expenses	31	**742.44**	687.84
TOTAL EXPENSES		**3713.45**	3787.76
V. PROFIT BEFORE TAX (III - IV)		**235.03**	42.13
VI. TAX EXPENSE :	32		
- Current Tax		**26.83**	87.39
- MAT Credit Reversed/(Utilised)		**60.00**	(20.00)
- Deferred Tax (net)		**(58.94)**	(3.81)
		27.89	63.58
VII. PROFIT/(LOSS) FOR THE YEAR (V - VI)		**207.14**	(21.45)
VIII. OTHER COMPREHENSIVE INCOME			
A. (i) Items that will not be reclassified to profit or loss			
(a) Remeasurement of defined employee benefit plans		**(27.77)**	(1.61)
(b) Equity instruments through Other Comprehensive Income		**36.90**	(16.74)
(c) Fair value changes relating to own credit risk of financial liabilities designated at fair value through profit or loss		**57.61**	-
		66.74	(18.35)
(ii) Income tax relating to items that will not be reclassified to profit or loss		**(0.39)**	0.14
B. (i) Items that will be reclassified to profit or loss			
(a) Exchange differences in translating the financial statements of foreign operations		**71.51**	53.16
(b) Effective portion of gains/(losses) on designated portion of hedging instruments in a cash flow hedge		**(89.61)**	(21.33)
(c) Movement in Foreign Currency Monetary Item Translation Reserve		**6.97**	(1.58)
		(11.13)	30.25
(ii) Income tax relating to items that will be reclassified to profit or loss		**(4.31)**	(24.25)
Other Comprehensive Income (A(i-ii)+B(i-ii))		**60.31**	36.01
IX. TOTAL COMPREHENSIVE INCOME (VII + VIII)		**267.45**	14.56
Profit/(Loss) for the Year attributable to :			
-Owners of the Company		**207.14**	(21.45)
-Non-controlling interest		**-**	-
Other Comprehensive Income for the Year attributable to :			
-Owners of the Company		**60.31**	36.01
-Non-controlling interest		**-**	-
Total Comprehensive Income for the Year attributable to :			
-Owners of the Company		**267.45**	14.56
-Non-controlling interest		**-**	-
X. EARNINGS PER EQUITY SHARE : (IN RUPEES)	33		
(Face value per share ₹ 10/-)			
- Basic		**13.94**	(1.42)
- Diluted		**13.91**	(1.42)

The accompanying notes are an integral part of the consolidated financial statements

In terms of our report attached

For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
Firm Regn. No. : 117366W / W - 100018

Samir R. Shah
Partner
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G. Shivakumar
Executive Director & CFO
(DIN : 03632124)

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Company Secretary
(M. No. : 2822)

For and on behalf of the Board

K. M. Sheth
Chairman
(DIN : 00022079)

Bharat K. Sheth
Deputy Chairman & Managing Director
(DIN : 00022102)

Cyrus Guzder
Director
(DIN : 00080358)

Mumbai : June 18, 2020.

Mumbai : May 30, 2020.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2020

I. EQUITY SHARE CAPITAL

(₹ in crores)

BALANCE AS AT APRIL 1, 2018	CHANGES IN EQUITY SHARE CAPITAL DURING THE YEAR	BALANCE AS AT MARCH 31, 2019
150.78	-	150.78

BALANCE AS AT APRIL 1, 2019	CHANGES IN EQUITY SHARE CAPITAL DURING THE YEAR	BALANCE AS AT MARCH 31, 2020
150.78	**(3.81)**	**146.97**

II. OTHER EQUITY

(₹ in crores)

	RESERVES AND SURPLUS								ITEMS OF OTHER COMPREHENSIVE INCOME				TOTAL OTHER EQUITY
	CAPITAL RESERVE	SECURITIES PREMIUM RESERVE	GENERAL RESERVE	CAPITAL REDEMPTION RESERVE	TONNAGE TAX RESERVE UNDER SECTION 115VT OF THE INCOME-TAX ACT, 1961	DEBENTURE REDEMPTION RESERVE	STATUTORY RESERVE	RETAINED EARNINGS	EQUITY INSTRUMENTS THROUGH OTHER COMPREHENSIVE INCOME	EFFECTIVE PORTION OF CASH FLOW HEDGE	FOREIGN CURRENCY MONETARY ITEMS TRANSLATION DIFFERENCE ACCOUNT	FOREIGN CURRENCY TRANSLATION RESERVE	
Balance as at April 1, 2018	21.04	161.35	2355.21	240.08	430.50	787.50	0.13	2066.51	(1.45)	25.73	(5.39)	695.74	6776.95
Change in accounting policy (Ind AS 115)	-	-	-	-	-	-	-	(6.54)	-	-	-	-	(6.54)
Loss for the year	-	-	-	-	-	-	-	(21.45)	-	-	-	-	(21.45)
Other comprehensive income for the year, net of income tax (Refer Note 17)	-	-	-	-	-	-	-	(1.75)	(16.74)	(16.10)	(1.58)	72.18	36.01
Total comprehensive income for the year	-	-	-	-	-	-	-	(29.74)	(16.74)	(16.10)	(1.58)	72.18	8.02
Transfer from Tonnage Tax Reserve (Refer Note 17)	-	-	170.00	-	(170.00)	-	-	-	-	-	-	-	-
Transfer from Retained Earnings (Refer Note 17)	-	-	-	-	4.50	6.25	-	(9.08)	(1.67)	-	-	-	-
Payment of dividend	-	-	-	-	-	-	-	(108.56)	-	-	-	-	(108.56)
Payment of dividend distribution tax	-	-	-	-	-	-	-	(17.52)	-	-	-	-	(17.52)
BALANCE AS AT MARCH 31, 2019	**21.04**	**161.35**	**2525.21**	**240.08**	**265.00**	**793.75**	**0.13**	**1901.61**	**(19.86)**	**9.63**	**(6.97)**	**767.92**	**6658.89**

(₹ in crores)

	RESERVES AND SURPLUS								ITEMS OF OTHER COMPREHENSIVE INCOME				TOTAL OTHER EQUITY
	CAPITAL RESERVE	SECURITIES PREMIUM RESERVE	GENERAL RESERVE	CAPITAL REDEMPTION RESERVE	TONNAGE TAX RESERVE UNDER SECTION 115VT OF THE INCOME-TAX ACT, 1961	DEBENTURE REDEMPTION RESERVE	STATUTORY RESERVE	RETAINED EARNINGS	EQUITY INSTRUMENTS THROUGH OTHER COMPREHENSIVE INCOME	EFFECTIVE PORTION OF CASH FLOW HEDGE	FOREIGN CURRENCY MONETARY ITEMS TRANSLATION DIFFERENCE ACCOUNT	FOREIGN CURRENCY TRANSLATION RESERVE	
Balance as at April 1, 2019	21.04	161.35	2525.21	240.08	265.00	793.75	0.13	1901.61	(19.86)	9.63	(6.97)	767.92	6658.89
Profit for the year	-	-	-	-	-	-	-	207.14	-	-	-	-	207.14
Other comprehensive income for the year, net of income tax (Refer Note 17)	-	-	-	-	-	-	-	30.23	36.90	(77.92)	6.97	64.13	60.31
Total comprehensive income for the year	-	-	-	-	-	-	-	237.37	36.90	(77.92)	6.97	64.13	267.45
Utilised for buyback of equity shares during the year (Refer Note 16)	-	(82.78)	(13.33)	-	-	-	-	-	-	-	-	-	(96.11)
Transfer from Securities Premium Reserve (Refer Note 17)	-	(3.81)	-	3.81	-	-	-	-	-	-	-	-	-
Transfer from Tonnage Tax Reserve (Refer Note 17)			165.00		(165.00)	-	-	-	-	-	-	-	-
Transfer from Debenture Redemption Reserve (Refer Note 17)	-	-	793.75	-	-	(793.75)	-	-	-	-	-	-	-
Transfer from Retained Earnings (Refer Note 17)	-	-	-	-	35.50	-	-	(19.68)	(15.82)	-	-	-	-
Payment of dividend	-	-	-	-	-	-	-	(160.39)	-	-	-	-	(160.39)
Payment of dividend distribution tax	-	-	-	-	-	-	-	(21.17)	-	-	-	-	(21.17)
BALANCE AS AT MARCH 31, 2020	**21.04**	**74.76**	**3470.63**	**243.89**	**135.50**	**-**	**0.13**	**1937.74**	**1.22**	**(68.29)**	**-**	**832.05**	**6648.67**

The accompanying notes are an integral part of the consolidated financial statements

In terms of our report attached
For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
Firm Regn. No. : 117366W / W - 100018
Samir R. Shah
Partner
M. No. : 101708

Mumbai : June 18, 2020.

G. Shivakumar
Executive Director & CFO
(DIN : 03632124)
Jayesh M. Trivedi
Company Secretary
(M. No. : 2822)

For and on behalf of the Board
K. M. Sheth
Chairman
(DIN : 00022079)
Bharat K. Sheth
Deputy Chairman & Managing Director
(DIN : 00022102)

Mumbai : May 30, 2020.

Cyrus Guzder
Director
(DIN : 00080358)

CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE YEAR ENDED MARCH 31, 2020

(₹ in crores)

	CURRENT YEAR	PREVIOUS YEAR
A. CASH FLOWS FROM OPERATING ACTIVITIES		
Profit before tax	**235.03**	42.13
Adjustments For :		
Depreciation and amortisation expense	**742.81**	772.65
Impairment loss on property, plant and equipment	**-**	9.39
Interest income	**(72.69)**	(96.28)
Finance cost	**450.24**	521.21
(Gain)/Loss on settlement of derivative contracts	**203.28**	70.34
Dividend income	**(0.26)**	(1.39)
Net gain on investments	**(96.08)**	(41.31)
Net gain on disposal of property, plant and equipment	**(48.07)**	(27.48)
Provision for loss on asset held for sale	**-**	13.76
Bad debts and advances written off	**0.69**	0.41
Allowance for doubtful debts and advances (net)	**11.02**	(32.69)
Change in accounting policy (Ind AS 115)	**-**	(6.54)
Exchange differences on translation of assets and liabilities	**(58.38)**	(18.73)
Changes in fair value on derivative transactions/other financial assets	**177.61**	93.98
Operating profit before working capital changes	**1545.20**	1299.45
Adjustments For :		
(Increase)/Decrease in trade and other receivables	**14.43**	(101.26)
(Increase)/Decrease in inventories	**2.12**	(41.70)
Increase/(Decrease) in trade payables	**(4.17)**	54.30
Increase/(Decrease) in other liabilities	**(12.69)**	(36.30)
Cash generated from operations	**1544.89**	1174.49
Direct taxes paid	**(63.86)**	(78.80)
Net cash (used in)/generated from operating activities	**1481.03**	1095.69
B. CASH FLOWS FROM INVESTING ACTIVITIES		
Payment for purchase of property, plant and equipment	**(284.39)**	(800.04)
Proceeds from disposal of property, plant and equipment	**187.92**	185.11
Purchase of current investments	**(3216.92)**	(3531.10)
Proceeds from disposal/redemption of current investments	**2947.36**	3817.38
Purchase of non-current Investments	**(71.48)**	(11.59)
Proceeds from disposal/redemption of non-current investments	**117.01**	9.07
Withdrawal of deposits with banks	**1656.67**	4389.21
Placement of deposits with banks	**(943.33)**	(3710.13)
Interest received	**91.38**	80.47
Dividend received	**0.26**	1.39
Net cash (used in)/generated from investing activities	**484.48**	429.77

	CURRENT YEAR	PREVIOUS YEAR
C. CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from borrowings	**299.81**	1405.03
Repayments of borrowings	**(1277.85)**	(1814.20)
Dividend paid	**(165.45)**	(108.56)
Dividend distribution tax paid	**(21.17)**	(17.52)
Gain/(Loss) on principal settlement of derivative contracts	**(319.82)**	(143.93)
Gain/(Loss) on interest settlement of derivative contracts	**116.54**	73.59
Interest paid	**(396.19)**	(414.29)
Equity shares bought back	**(99.92)**	-
Repayment of lease liability	**(8.24)**	-
Net cash (used in)/generated from financing activities	**(1872.29)**	(1019.88)
Net increase/(decrease) in cash and cash equivalents	**93.22**	505.58
Cash and cash equivalents at the beginning of the year	**1383.83**	878.67
Exchange difference on translation of foreign currency cash and cash equivalents	**137.17**	(0.42)
Cash and cash equivalents at the end of the year	**1614.22**	1383.83

The above Statement of Cash Flows has been prepared under the "Indirect Method" as set out in Ind AS 7 "Statement of Cash Flows".

Reconciliation for changes in liabilities arising from financing activities including both changes arising from cash flows and non-cash changes as per the requirement of amendment to Ind AS 7:

(₹ in crores)

PARTICULARS	AS AT MARCH 31, 2019	CASH FLOWS (NET)	NON-CASH CHANGES				AS AT MARCH 31, 2020
			FAIR VALUE CHANGES	FOREIGN EXCHANGE MOVEMENT	ACQUISTION	AMORTISED COST	
Foreign currency term loans from banks	2835.69	(303.04)	-	248.06	-	3.49	**2784.20**
Non-convertible Debentures	3164.31	(675.00)	-	-	-	3.31	**2492.62**
Total	6000.00	(978.04)	-	248.06	-	6.80	**5276.82**

The accompanying notes are an integral part of the consolidated financial statements

In terms of our report attached
For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
Firm Regn. No. : 117366W / W - 100018

Samir R. Shah
Partner
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G. Shivakumar
Executive Director & CFO
(DIN : 03632124)

Jayesh M. Trivedi
Company Secretary
(M. No. : 2822)

For and on behalf of the Board
K. M. Sheth
Chairman
(DIN : 00022079)

Bharat K. Sheth
Deputy Chairman & Managing Director
(DIN : 00022102)

Cyrus Guzder
Director
(DIN : 00080358)

Mumbai : June 18, 2020.

Mumbai : May 30, 2020.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

CORPORATE INFORMATION

The Great Eastern Shipping Company Ltd. (the Holding Company) is a public limited Company registered in India under the provisions of the Companies Act, 1913 and has its registered office in Mumbai, Maharashtra, India. Its shares are listed on the Bombay Stock Exchange and the National Stock Exchange of India. The Company along with its subsidiaries is a major player in the Indian Shipping and Oil drilling services industry.

The consolidated financial statements comprise financial statements of the Great Eastern Shipping Company Ltd, the Holding Company and its subsidiaries (collectively the Group). The consolidated financial statements for the year ended March 31, 2020 were approved by the Board of Directors and authorised for issue on May 30, 2020.

NOTE 1 : SIGNIFICANT ACCOUNTING POLICIES

a) Statement of Compliance :

These financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Companies Act, 2013 (the Act) read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendments and rules issued thereafter.

b) Basis of Preparation and Presentation :

The Financial Statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period.

c) Current/ Non-Current Classification :

Any asset or liability is classified as current if it satisfies any of the following conditions:

i) The asset/ liability is expected to be realised/settled in the group's normal operating cycle;
ii) The asset is intended for sale or consumption;
iii) The asset/ liability is held primarily for the purpose of trading;
iv) The asset/ liability is expected to be realised/settled within twelve months after the reporting period;
v) The asset is cash and cash equivalent or other bank balances unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date;
vi) In the case of a liability, the group does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting date.
vii) All other assets and liabilities are classified as non-current.

For the purpose of current/ non-current classification of assets and liabilities, the Group has ascertained its normal operating cycle as twelve months.

d) Use of Estimates :

The preparation of financial statements in conformity with the recognition and measurement principles of Ind AS requires management of the Group to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, disclosures of contingent assets and contingent liabilities as at the date of financial statements and the reported amounts of income and expenses during the period. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in future periods which are affected.

Key sources of estimation of uncertainty at the date of the financial statements, which may cause a material adjustment to the carrying amounts of assets and liabilities within the next financial year, is in respect of impairment of property, plant and equipment, useful lives of property, plant and equipment, provision and contingent liabilities.

Impairment Of Property, Plant and Equipment :

Determining whether a ship, support vessel or a rig is impaired requires an estimation of value in use and fair value less cost of disposal. The key estimates made in the value in use calculation are those regarding discount rates, revenue (having regard to past trend), operating profit growth rates and deployment of ships, support vessels or rigs. The discount rate is estimated using pre-tax rates that reflects current market assessments of the time value of money. The fair values are estimated based on valuations provided by independent valuers considering latest transactions of similar assets

Useful lives of Property, Plant and Equipment :

Useful lives of property, plant and equipment are reviewed at each year end based on the best available information. The lives are based on historical experience with similar assets as well as anticipation of future events.

Provisions and Contingent Liabilities :

The Group is a party to certain legal disputes, the outcomes of which cannot be assessed with a high degree of certainty. A provision is recognised where, based on the legal views and advice, it is considered probable that an outflow of resources will be required to settle a present obligation that can be measured reliably. Contingent liabilities are disclosed in Note 39 unless the possibility of a loss arising is considered remote. Management applies its judgement in determining whether or not a provision should be recorded or contingent liability should be disclosed.

e) Property, Plant and Equipment :

Property, plant and equipment (PPE) are stated at acquisition cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes expenses related to acquisition, installation of the concerned assets and any attributable cost of bringing the asset to the condition of its intended use.

The Group identifies and determines cost of each part of an item of property, plant and equipment separately, if the part has a cost which is significant to the total cost of that item of property, plant and equipment and has a useful life that is materially different from that of the remaining item. Borrowing costs attributable to the acquisition or construction of a qualifying asset are also capitalised as part of the cost of the asset.

Capital work-in-progress and Capital advances :

Cost of assets not ready for intended use as on the balance sheet date, is shown as capital work-in-progress. Advances given towards acquisition of fixed assets outstanding at each balance sheet date are disclosed as Other Non-Current Assets.

f) Depreciation on Property, Plant and Equipment :

i) Depreciation is recognised on Straight Line Method basis so as to write off the original cost of the asset less its estimated residual value over their estimated useful life. The estimated useful lives of the assets are as under :

PROPERTY, PLANT AND EQUIPMENT :	ESTIMATED USEFUL LIFE
Property, plant and equipment :	
Fleet (Main)	
- Crude Oil Tankers	20 years
- Product Tankers *	23 years
- Dry Bulk Carriers *	23 years
- Gas Carriers *	27 years
- Speed Boats	13 years
Offshore support vessels	20 years
Modern Rigs	30 years
Fleet/Rigs (Component)	
- Grabs *	10 years
- Dry Dock *	Period from survey certificate date till the estimated date for next special survey
Leasehold Land	Lease period
Ownership Flats and Buildings	60 years
Furniture & Fixtures, Office Equipment *	5 years

PROPERTY, PLANT AND EQUIPMENT :	ESTIMATED USEFUL LIFE
Computers	
- Servers and Networks	6 years
- End User Devices	3 years
Vehicles *	4 years
Mobiles *	2 years
Plant and Equipment *	3 to 10 years

*For these class of assets, based on internal technical assessment and past experience, the Management believes that the useful lives as given above, best represent the period over which the Management expects the use of the assets. The useful lives of these assets are different from the useful lives as prescribed under Part C of Schedule II to the Companies Act, 2013.

ii) Estimated useful life of the Fleet, Rigs and Ownership Flats and Buildings is considered from the year of built. Estimated useful life in case of all other assets is considered from the date of acquisition by the Group.

iii) Residual value in case of Fleet is estimated based on twenty years moving average of scrap rates. Residual value in case of Offshore Supply Vessels has been estimated on the basis of the prevailing average rate for steel scrap. The residual value in case of rigs has been estimated at 5% of the cost of rig. In case of other assets, the residual value, being negligible, has been considered as Nil.

iv) The estimated useful lives and residual values are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

Derecognition :

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the Statement of Profit and Loss.

g) Intangible Assets :

Intangible assets are stated at acquisition cost less accumulated amortisation and accumulated impairment losses, if any. An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses on derecognition measured at difference between net disposal proceeds and the carrying amount of the asset, are recognised in the Statement of Profit and Loss.

Amortisation :

Intangible Assets with finite lives are amortised on a Straight Line basis over the estimated useful economic life. The amortisation expense on intangible assets with finite lives is recognised in the Statement of Profit and Loss. The estimated useful life of intangible assets is mentioned below :

INTANGIBLE ASSETS :	ESTIMATED USEFUL LIFE
Software	5 years

The amortisation period and the amortisation method for an intangible asset with finite useful life are reviewed at the end of each financial year. If any of these expectations differ from previous estimates, such change is accounted for as a change in an accounting estimate.

h) Asset classified as held for sale :

An item of property, plant and equipment is classified as asset held for sale at the time when the Management is committed to sell/ dispose off the asset as per Memorandum of Agreement entered into with the customer and the asset is expected to be sold / disposed off within one year from the date of classification.

Non-current assets classified as held for sale are measured at the lower of their carrying amount and fair value less costs to sell.

i) Inventories :

Inventories of fuel oil (includes returnable fuel oil from charterer as per terms of the time charter agreement), stores and spares on rigs and at warehouse are carried at lower of cost and net realisable value. Stores and spares delivered on board the vessels are charged to Statement of

Profit and Loss. Stores and spares of Rigs are charged to Statement of Profit and Loss on consumption basis. Cost is ascertained on first-in-first-out basis for fuel oil and on weighted average basis for stores and spares on Rigs. Net realisable value represents the estimated selling price for inventories less all costs necessary to make the sale or expected amount to be realised from use as estimated by the management, as applicable.

j) Borrowing Costs :

Borrowing costs include interest, ancillary cost incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings availed on or after April 1, 2016, to the extent they are regarded as an adjustment to the interest cost. Borrowing costs that are directly attributable to the acquisition/construction of the qualifying assets are capitalised as part of the cost of the asset, upto the date of acquisition/completion of construction. Other borrowing costs are recognised in the period in which they are incurred.

k) Revenue Recognition :

Revenue from shipping activities : Revenue in shipping business is recognised upon transfer of control of promised services to customers at an amount that reflects the consideration which the Group expects to receive in exchange for those services. The Group earns revenue from time and voyage charter. Time Charter hire earnings are accrued on time proportion basis except where the charter party agreements have not been renewed/finalised, in which case it is recognised on provisional basis. Revenue from voyage charters is recognised as income, by reference to the voyage progress on a load-to-discharge basis, which has been assessed by management to be an appropriate measure of progress towards complete satisfaction of the performance obligations over time under Ind AS 115. Judgement is involved in estimating days to reach the load port and discharge port destinations impacting the calculation of income to be accrued for incomplete voyage.

Demurrage revenue is recognised as the performance obligations under the contract is satisfied. Pool revenue is recognised as the performance obligation is satisfied over time in accordance with the pooling agreement. Training fees included in other operating income are accounted on accrual basis.

Revenue from offshore activities : The Group earns revenue from drilling and offshore support services performed by deploying rigs and support vessels under contracts with customers. Revenue from drilling services is earned on performance of activity which are paid on a day rate basis over the period of the contract as and when specified services are rendered, which may vary depending upon the nature of operations of rigs during the day. Such daytime consideration is attributed to the distinct time period to which it relates within the contract term, and therefore, is recognised as the services are performed. Revenue from offshore support services is earned on a day rate basis as per the terms of the contract and is recognised accordingly. Revenue is measured based on the consideration to which the Group expects to be entitled in contract with a customer. The consideration is determined based on the price specified in the contract, net of address commission, liquidated damages, offhire and downtime rebates.

Revenue is recognised to the extent that it is probable that economic benefits will flow to the Group and the revenue can be reliably measured. Revenue in excess of invoicing is classified as contract assets (unbilled revenue). Revenue excludes any taxes or duties collected on behalf of the government which are levied on such services such as goods and services tax.

l) Expenses :

i) Fuel oil is charged to the Statement of Profit and Loss on consumption basis.
ii) Stores and spares delivered on board the ships/ offshore support vessels are charged to the Statement of Profit and Loss. Stores and spares of rigs are charged to revenue on consumption basis.
iii) Expenses on account of general average claims/ damages to ships are charged to the Statement of Profit and Loss in the year in which they are incurred. Claims against the underwriters are accounted for on acceptance of average adjustment by the adjustors.

m) Leases :

Transition to Ind AS 116

Ministry of Corporate Affairs ("MCA") through Companies (Indian Accounting Standards) Amendment Rules, 2019 and Companies (Indian Accounting Standards) Second Amendment Rules, has notified Ind AS 116 Leases which replaces the existing lease standard, Ind AS 17 leases, and other interpretations. Ind AS 116 sets out the principles for the recognition, measurement, presentation and disclosure of leases for both lessees and lessors. It introduces a single on-balance sheet lease accounting model for leases.

The Group has adopted Ind AS 116, Leases, as a lessee, using modified retrospective approach with the right-to-use getting measured at an amount equal to the lease liability immediately before the date of initial application. Accordingly, the comparatives have not been retrospectively adjusted. From recognition and measurement perspective, the adoption of the standard did not have any material impact on these financial results.

A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Group as a Lessee :
The Group's lease asset classes primarily consist of leases for office premises, warehouse and equipment rental. The Group assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Group assesses whether : (1) the contract involves the use of an identified asset (2) the Group has substantially all of the economic benefits from use of the asset through the period of the lease and (3) the Group has the right to direct the use of the asset.

At the date of commencement of the lease, the Group recognises a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Group recognises the lease payments as an operating expense on a straight-line basis over the term of the lease.

Certain lease arrangements include the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities include these options when it is reasonably certain that they will be exercised.
The right-of-use assets are initially recognised at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated from the commencement date on a straight-line basis over useful life of the underlying asset.

The lease liability is initially measured at amortised cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates in the country of domicile of the leases. Lease liabilities are remeasured with a corresponding adjustment to the related right of use assets if the Group changes its assessment of either exercising an extension or a termination option.

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

Group as a Lessor :
Leases can be classified as finance or operating leases. In making the assessment, certain indicators, such as whether the substantial risks and rewards of ownership of the underlying asset continue with the group, and whether the contract is for a major part of the economic life of the asset, are considered.

Based on the aforementioned assessment, the time charter contracts for ships, support vessels and rigs of the Group contain operating lease component for the purpose of Ind AS 116, Leases - Refer Note 45.

n) Employee Benefits :

i) Short-Term Employee Benefits :
All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits. Benefits such as salaries, performance incentives, etc., are recognised as an expense at the undiscounted amount in the Statement of Profit and Loss of the year in which the employee renders the related service.

ii) Post-Employment Benefits :
Liability is provided for retirement benefits of Provident Fund, Superannuation, Gratuity and Compensated Absences in respect of all eligible employees and for pension benefit to eligible Whole-time Directors of the Group.

a. Defined Contribution Plan :

Employee benefits in the form of Superannuation Fund, Government administered Provident Fund and other Seamen's Welfare Contributions are considered as defined contribution plans and the contributions are charged to the Statement of Profit and Loss for the period when the contributions to the respective funds are due.

b. Defined Benefit Plan :

Retirement benefits in the form of Provident Fund administered by the Group, Gratuity and Pension plan for eligible Whole-time Directors are considered as defined benefit obligations and are provided for on the basis of actuarial valuations, using the projected unit credit method, as at the date of the Balance Sheet.

iii) Other Long-Term Benefits :

Long-term compensated absences are provided for on the basis of an actuarial valuation, using the projected unit credit method, as at the date of the Balance Sheet.

Actuarial gain/ loss, comprising of experience adjustments and the effects of changes in actuarial assumptions is recognised in the Statement of Other Comprehensive Income except for Long-term compensated absences where the same is immediately recognised in the Statement of Profit and Loss.

Employee share based payments :

Equity settled stock options granted under the Group's Employee stock option (ESOP) schemes are accounted as per the accounting treatment prescribed by SEBI (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and the Guidance Note on Accounting for Employee Share based payments issued by ICAI. Consequent to the introduction of the encashment scheme, the liability in respect of outstanding options is measured at fair value as per the scheme and the difference in the fair value and the exercise price is amortised over the vesting period as employee compensation with a credit to provisions.

o) Asset Impairment :

The carrying amounts of the Group's Property Plant and Equipment are reviewed annually or more frequently to determine whether there is any indication of impairment. If any such indication exists, the asset's recoverable amounts are estimated in order to determine the extent of impairment loss, if any. An impairment loss is recognised whenever the carrying amount of an asset or its cash generating unit (CGU) exceeds its recoverable amount. The impairment loss, if any, is recognised in the Statement of Profit and Loss in the period in which impairment takes place.

Recoverable amount is the higher of an asset's fair value less cost to sell and its value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset and from its disposal at the end of its useful life. For calculating present value, future cash flows are discounted using a pre-tax discount rate that reflects current market rates and the risk specific to the asset. Fair value less cost to sell is the best estimate of the amount obtainable from the sale of an asset in an arm's length transaction between knowledgeable, willing parties, less the cost of disposal.

Where an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, however subject to the increased carrying amount not exceeding the carrying amount that would have been determined (net of amortisation or depreciation) had no impairment loss been recognised for the asset in prior accounting periods. A reversal of an impairment loss is recognised immediately in the Statement of Profit and Loss.

p) Foreign Exchange Transactions :

Items included in the financial statements of the Group are measured using the currency of the primary economic environment in which each entity of the Group operates ('the functional currency'). The financial statements are presented in 'Indian Rupees'(INR), which is also the Holding Company's functional currency.

The transactions in currencies other than each entity's functional currency (foreign currencies) are recorded at the rate of exchange that approximates the actual rate at the date of transaction. Non-monetary items, which are measured in terms of historical costs denominated in a foreign currency are reported using the exchange rate at the date of the transaction. Monetary assets and liabilities denominated in foreign currency, remaining unsettled at the year-end are translated at closing rates. The difference in translation of long term monetary assets acquired and liabilities incurred prior to April 1, 2016 and gains and losses on foreign currency transactions relating to acquisition of depreciable capital assets are added to or deducted from the cost of the asset and depreciated over the balance life of the asset; and in other cases, accumulated in a Foreign Currency Monetary Item Translation Difference Account and amortised over the balance period of such long term asset/ liability, by recognition as income or expense but not beyond March 31, 2020. The difference in translation of all other monetary assets and liabilities and realised gains and losses on other foreign currency transactions are recognised in the Statement of Profit and Loss.

Translation of financial statements of foreign entities :

For the purpose of consolidation, the assets and liabilities of the foreign operations are translated to Indian rupees at the exchange rate prevailing on the balance sheet date, and the income and expenses at the average rate of exchange. Exchange differences arising on such translation are recognised as currency translation reserve under equity. Exchange differences on monetary items receivable from or payable to a foreign operation for which settlement is neither planned nor likely to occur (therefore forming part of the net investment in the foreign operation) are recognised initially in other comprehensive income and reclassified from equity to profit or loss on repayment of the monetary items. Exchange differences arising from the translation of a foreign operation previously recognised in currency translation reserve in equity are not reclassified from equity to profit or loss until the disposal of the operation.

q) Financial Instruments :

Initial Recognition :

Financial assets and financial liabilities are recognised when a Group becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value, except for trade receivables which are initially measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through Profit or Loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through Profit or Loss are recognised immediately in the Statement of Profit and Loss.

Subsequent Measurement :

Financial Assets :

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value through Profit or Loss (FVTPL) or fair value through Other Comprehensive Income (FVOCI), depending on the classification of the financial assets. The purchase and sale of financial assets are accounted for at trade date.

Cash and Cash Equivalents :

Cash and cash equivalents include cash in hand, demand deposits with banks, other short term highly liquid financial instruments which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value and having original maturities of three months or less.

Fixed deposit having residual maturity upto twelve months from the reporting period is considered as part of bank balances other than cash and cash equivalent. Fixed deposit with residual maturity more than twelve months from reporting period is classified under other non-current assets.

Debt Instruments :

Debt instruments are initially measured at amortised cost, fair value through Other Comprehensive Income ('FVOCI') or fair value through Profit or Loss ('FVTPL') till derecognition on the basis of (i) the entity's business model for managing the financial assets and (ii) the contractual cash flow characteristics of the financial asset.

a) **Measured at amortised cost :**

   Financial assets that are held within a business model whose objective is to hold financial assets in order to collect contractual cash flows that are solely payments of principal and interest, are subsequently measured at amortised cost using the effective interest rate ('EIR') method less impairment, if any. The amortisation using EIR and loss arising from impairment, if any, is recognised in the Statement of Profit and Loss.

   Under the effective interest method, the future cash receipts are exactly discounted to the initial recognition value using the effective interest rate. The cumulative amortisation using the effective interest method of the difference between the initial recognition amount and the maturity amount is added to the initial recognition value (net of principal repayments, if any) of the financial asset over the relevant period of the financial asset to arrive at the amortised cost at each reporting date. The corresponding effect of the amortisation under effective interest method is recognised as interest income over the relevant period of the financial asset. The same is recognised in the Statement of Profit and Loss.

b) Measured at fair value through Other Comprehensive Income (FVTOCI) :

Financial assets that are held within a business model whose objective is achieved by both, selling financial assets and collecting contractual cash flows that are solely payments of principal and interest and the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding, are subsequently measured at fair value through Other Comprehensive Income. Fair value movements are recognised in the Other Comprehensive Income (OCI). Interest income measured using the EIR method and impairment losses, if any are recognised in the Statement of Profit and Loss. On derecognition, cumulative gain or loss previously recognised in OCI is reclassified to Profit or Loss.

Further, the Group, through an irrevocable election at initial recognition, has measured certain investments in equity instruments at FVTOCI. The Group has made such election on an instrument by instrument basis. These equity instruments are neither held for trading nor are contingent consideration recognised under a business combination. Pursuant to such irrevocable election, subsequent changes in the fair value of such equity instruments are recognised in OCI. However, the Group recognises dividend income from such instruments in the Statement of Profit and Loss.

On Derecognition of such financial assets, cumulative gain or loss previously recognised in OCI is not reclassified from the equity to Statement of Profit and Loss. However, the Group may transfer such cumulative gain or loss into retained earnings within equity.

c) Measured at fair value through Profit or Loss (FVTPL) :

A financial asset not classified at either amortised cost or FVOCI, is classified as FVTPL. Such financial assets are measured at fair value with all changes in fair value, including interest income and dividend income if any, recognised in the Statement of Profit and Loss.

Impairment of Financial Assets :

Expected credit losses (ECL) are recognised for all financial assets subsequent to initial recognition other than financials assets in FVTPL category. The Group's trade receivables do not contain significant financing component and loss allowance on trade receivables is measured at an amount equal to lifetime expected losses i.e. expected cash shortfall. The impairment losses and reversals are recognised in the Statement of Profit and Loss.

In case of other assets, the Group determines if there has been a significant increase in credit risk of the financial asset since initial recognition. If the credit risk of such assets has not increased significantly, an amount equal to 12-month ECL is measured and recognised as loss allowance. However, if credit risk has increased significantly, an amount equal to lifetime ECL is measured and recognised as loss allowance.

ECL is recognised in the Statement of Profit and Loss.

Derecognition of Financial Assets :

The Group derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. On derecognition of a financial asset, (except as mentioned above for financial assets measured at FVTOCI), the difference between the carrying amount and the consideration received is recognised in the Statement of Profit and Loss.

Financial Liabilities and Equity Instruments :

Classification as Debt or Equity :

Debt and equity instruments issued by the Group are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Equity Instruments :

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Group are recognised at the proceeds received, net of direct issue costs.

Financial Liabilities :
All financial liabilities are subsequently measured at amortised cost using the effective interest method or at FVTPL.

Financial liabilities are classified as at FVTPL when the financial liability is held for trading or it is designated as at FVTPL.

For financial liabilities that are designated as at FVTPL, the amount of change in the fair value of the financial liability that is attributable to changes in the credit risk of that liability is recognised in other comprehensive income, unless the recognition of the effects of changes in the liability's credit risk in other comprehensive income would create or enlarge an accounting mismatch in profit or loss. The remaining amount of change in the fair value of liability is recognised in profit or loss. Changes in fair value attributable to a financial liability's credit risk that are recognised in other comprehensive income are not subsequently reclassified to profit or loss; instead, they are transferred to retained earnings upon derecognition of the financial liability.

Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortised cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method.

Derecognition of Financial Liabilities :
The Group derecognises financial liabilities when, and only when, the Group's obligations are discharged, cancelled or have expired. A substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in the Statement of Profit and Loss.

Offsetting Financial Instruments :
Financial assets and liabilities are offset and the net amount is reported in the Balance Sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Group or the counterparty.

Derivative Financial Instruments :
The Group enters into a variety of derivative financial instruments to manage its exposure to interest rate and foreign exchange rate risks, including foreign exchange forward contracts, interest rate swaps, currency swaps, commodity swaps etc. Further details of derivative financial instruments are disclosed in Note 40.

Derivatives are initially recognised at fair value at the date the derivative contracts are entered into and are subsequently remeasured to their fair value at the end of each reporting period. The resulting gain or loss is recognised in the Statement of Profit and Loss immediately unless the derivative is designated and effective as a hedging instrument, in which event the timing of the recognition in the Statement of Profit and Loss depends on the nature of the hedging relationship and the nature of the hedged item. The gains or losses on derivative contracts related to the acquisition of depreciable capital assets are added to or deducted from the cost of the assets and not recognised in the Statement of Profit and Loss.

Embedded Derivatives :
Derivatives embedded in non-derivative host contracts that are not financial instruments within the scope of Ind AS 109 are treated as separate derivatives when their risks and characteristics are not closely related to those of the host contracts and the host contracts are not measured at FVTPL.

Hedge Accounting :
The Group designates certain hedging instruments, which include derivatives and non-derivatives in respect of foreign currency risk, as either fair value hedges or cash flow hedges.

At the inception of the hedge relationship, the entity documents the relationship between the hedging instrument and the hedged item, along with its risk management objectives and its strategy for undertaking various hedge transactions. Furthermore, at the inception of the hedge and on an ongoing basis, the Group documents whether the hedging instrument is highly effective in offsetting changes in fair values or cash flows of the hedged item attributable to the hedged risk. Note 40 sets out details of the fair values of the derivative instruments used for hedging purposes.

Fair Value Hedges :

Changes in fair value of the designated portion of derivatives that qualify as fair value hedges are recognised in the Statement of Profit and Loss immediately, together with any changes in the fair value of the hedged asset or liability that are attributable to the hedged risk. The change in the fair value of the designated portion of hedging instrument and the change in the hedged item attributable to the hedged risk are recognised in the Statement of Profit and Loss in the line item relating to the hedged item.

Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated, or exercised, or when it no longer qualifies for hedge accounting. The fair value adjustment to the carrying amount of the hedged item arising from the hedged risk is amortised to the Statement of Profit and Loss from that date.

Cash Flow Hedges :

The effective portion of changes in the fair value of derivatives that are designated and qualify as cash flow hedges is recognised in Other Comprehensive Income and accumulated under the heading of Cash Flow Hedging Reserve. The gain or loss relating to the ineffective portion is recognised immediately in the Statement of Profit and Loss.

Amounts previously recognised in Other Comprehensive Income and accumulated in equity (relating to effective portion as described above) are reclassified to the Statement of Profit and Loss in the periods when the hedged item affects profit or loss, in the same line as the recognised hedged item. However, when the hedged forecast transaction results in the recognition of a non-financial asset or a non-financial liability, such gains and losses are transferred from equity (but not as a reclassification adjustment) and included in the initial measurement of the cost of the non-financial asset or non-financial liability.

Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated, or exercised, or when it no longer qualifies for hedge accounting. Any gain or loss recognised in Other Comprehensive Income and accumulated in equity at that time remains in equity and is recognised when the forecast transaction is ultimately recognised in the Statement of Profit and Loss. When a forecast transaction is no longer expected to occur, the gain or loss accumulated in equity is recognised immediately in the Statement of Profit and Loss.

r) Taxation :

Tax expense for the year comprises current and deferred tax. The tax currently payable is based on taxable profit for the year. The Group's liability for current tax is calculated using tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period. Significant judgments are involved in determining the provision for income taxes, including amount expected to be paid / recovered for uncertain tax positions.

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. In contrast, deferred tax assets are only recognised to the extent that it is probable that future taxable profits will be available against which the deductible temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised based on the tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period. The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Group expects, at the end of the reporting period, to cover or settle the carrying value of its assets and liabilities.

Current and deferred tax are recognised as an expense or income in the Statement of Profit and Loss, except when they relate to items credited or debited either in other comprehensive income or directly in equity, in which case the tax is also recognised in other comprehensive income or directly in equity respectively.

Deferred tax assets and liabilities are offset to the extent that they relate to taxes levied by the same tax authority and there are legally enforceable rights to set off current tax assets and current tax liabilities within that jurisdiction. Deferred tax assets include Minimum Alternate Tax (MAT) paid in accordance with the tax laws which is likely to give future economic benefits in the form of availability of set off against future income tax liability.

s) Provisions and Contingent Liabilities :

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are measured at the best estimate of the consideration required to settle the present obligation at the Balance Sheet date. Where the time value of money is material, provisions are measured on a discounted basis.

Contingent liabilities are not recognised but disclosed unless the probability of an outflow of resources is remote. Contingent assets are disclosed where inflow of economic benefits is probable.

t) Earnings per share :

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to the equity shareholders by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period is adjusted for events, such as bonus issue, bonus element in a rights issue and shares split that have changed the number of equity shares outstanding, without a corresponding change in resources. For the purpose of calculating Diluted Earnings per share, the net profit or loss for the period attributable to the equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

u) Government Grants :

Government grants are not recognised until there is a reasonable assurance that the Group will comply with the conditions attached to them and that the grants will be received. Government grants are recognised in the Statement of Profit and Loss on a systematic basis over the periods in which the Group recognises as expenses the related costs for which the grants are intended to compensate. Government grants used to acquire non-current asset are recognised as deferred revenue in the Balance Sheet and transferred to the Statement of Profit and Loss on a systematic basis over the useful lives of the related assets.

Applicability of new and revised Ind AS :

Ministry of Corporate Affairs (MCA) notifies new standards and amendments to certain issued standards to bring Ind AS in line with recent amendments made by International Accounting Standards Board (IASB). There is no such notification which would have been applicable from April 1, 2020.

NOTE 2 : BASIS OF CONSOLIDATION

The consolidated financial statements relate to The Great Eastern Shipping Company Ltd., (GESCO) the Holding Company and its subsidiaries (collectively referred to as the Group). The consolidated financial statements of the Holding Company with its subsidiaries have been prepared in accordance with the requirements of Ind AS 110, 'Consolidated Financial Statements'. The financial statements of the Holding Company and its subsidiaries are combined on a line by line basis and intra group balances, intra group transactions and unrealised profits/(losses) are fully eliminated.

In case of foreign subsidiaries, revenue items are consolidated at an average rate prevailing during the year. All assets and liabilities are converted at the rates prevailing at the end of the year. Exchange gains/(losses) arising on conversion are recognised under Foreign Currency Translation Reserve.

In the consolidated financial statements, 'Goodwill' represents the excess of the cost to the Company of its investment in the subsidiaries over its share of equity, at the respective dates on which the investments are made. Alternatively, where the share of equity as on the date of investment is in excess of cost of investment, it is recognised as 'Capital Reserve' in the consolidated financial statements.

NOTE 3 :

The financial statements of the subsidiaries used in the consolidation are drawn upto the same reporting date as that of the Holding Company i.e. March 31, 2020.

NOTE 4 :

The subsidiary companies considered in these consolidated financial statements are :

SR. NO.	NAME OF THE COMPANIES	COUNTRY OF INCORPORATION	OWNERSHIP IN % EITHER DIRECTLY OR THROUGH SUBSIDIARIES	
			AS AT 31/03/2020	AS AT 31/03/2019
1	The Greatship (Singapore) Pte. Ltd.	Singapore	**100%**	100%
2	The Great Eastern Chartering L.L.C. (FZC)	U.A.E.	**100%**	100%
2a	The Great Eastern Chartering (Singapore) Pte. Ltd. (wholly owned subsidiary of The Great Eastern Chartering L.L.C. (FZC))	Singapore	**100%**	100%
3	Greatship (India) Ltd.	India	**100%**	100%
3a	Greatship Global Energy Services Pte. Ltd. (wholly owned subsidiary of Greatship (India) Ltd.)	Singapore	**100%**	100%
3b	Greatship Global Offshore Services Pte. Ltd. (wholly owned subsidiary of Greatship (India) Ltd.)	Singapore	**100%**	100%
3c	Greatship (UK) Ltd. (wholly owned subsidiary of Greatship (India) Ltd.)	U.K.	**100%**	100%
3d	Greatship Oilfield Services Ltd. (wholly owned subsidiary of Greatship (India) Ltd.)	India	**100%**	100%
4	Great Eastern CSR Foundation	India	**100%**	100%

NOTE 5 : PROPERTY, PLANT AND EQUIPMENT AND CAPITAL WORK-IN-PROGRESS

(i) Property, Plant and Equipment

(₹ in crores)

PARTICULARS	GROSS BLOCK					DEPRECIATION / IMPAIRMENT					NET BLOCK	
	AS AT 1/04/2019	ADDITIONS DURING THE YEAR	DEDUCTIONS DURING THE YEAR	OTHER ADJUSTMENTS [REFER NOTE (d)]	AS AT 31/03/2020	ACCUMULATED DEPRECIATION/ IMPAIRMENT AS AT 31/03/2019	ON DEDUCTIONS	FOR THE YEAR	OTHER ADJUSTMENTS	ACCUMULATED DEPRECIATION/ IMPAIRMENT AS AT 31/03/2020	AS AT 31/03/2020	AS AT 31/03/2019
Fleet	10584.43	210.16	311.98	71.15	10553.76	3824.91	244.00	596.21	13.98	4191.10	**6362.66**	6759.52
Rigs	3230.83	9.11	10.28	-	3229.66	509.94	10.28	123.27	-	622.93	**2606.73**	2720.89
Land (Freehold and Perpetual Lease) [Refer Note (a)]	59.80	-	-	-	59.80	-	-	-	-	-	**59.80**	59.80
Ownership Flats and Buildings [Refer Note (b)]	55.69	-	-	-	55.69	23.28	-	1.14	-	24.42	**31.27**	32.41
Leasehold Improvements	5.30	-	-	-	5.30	5.30	-	-	-	5.30	**-**	-
Plant and Equipment	65.41	4.37	-	-	69.78	33.81	-	7.46	-	41.27	**28.51**	31.60
Furniture, Fixtures and Office Equipment	44.65	5.20	0.38	0.13	49.60	38.92	0.36	2.72	0.12	41.40	**8.20**	5.73
Vehicles	27.39	5.47	3.36	0.11	29.61	21.10	2.90	3.88	-	22.08	**7.53**	6.29
	14073.50	**234.31**	**326.00**	**71.39**	**14053.20**	**4457.26**	**257.54**	**734.68**	**14.10**	**4948.50**	**9104.70**	**9616.24**

(₹ in crores)

PARTICULARS	GROSS BLOCK					DEPRECIATION / IMPAIRMENT					NET BLOCK	
	AS AT 1/04/2018	ADDITIONS DURING THE YEAR	DEDUCTIONS DURING THE YEAR	OTHER ADJUSTMENTS [REFER NOTE (d)]	AS AT 31/03/2019	ACCUMULATED DEPRECIATION/ IMPAIRMENT AS AT 31/03/2018	ON DEDUCTIONS	FOR THE YEAR	OTHER ADJUSTMENTS	ACCUMULATED DEPRECIATION/ IMPAIRMENT AS AT 31/03/2019	AS AT 31/03/2019	AS AT 31/03/2018
Fleet	10253.67	760.09	510.28	80.95	10584.43	3439.81	269.22	640.76	13.56	3824.91	**6759.52**	6813.86
Rigs	3230.83	-	-	-	3230.83	385.03	-	124.91	-	509.94	**2720.89**	2845.80
Land (Freehold and Perpetual Lease) [Refer Note (a)]	59.80	-	-	-	59.80	-	-	-	-	-	**59.80**	59.80
Ownership Flats and Buildings [Refer Note (b)]	55.48	0.21	-	-	55.69	22.14	-	1.14	-	23.28	**32.41**	33.34
Leasehold Improvements	5.30	-	-	-	5.30	5.30	-	-	-	5.30	**-**	-
Plant and Equipment	66.20	0.59	1.38	-	65.41	26.52	0.81	8.10	-	33.81	**31.60**	39.68
Furniture, Fixtures and Office Equipment	43.31	1.93	0.66	0.07	44.65	37.24	0.60	2.28	-	38.92	**5.73**	6.07
Vehicles	27.23	2.45	2.29	-	27.39	18.58	1.92	4.44	-	21.10	**6.29**	8.65
	13741.82	**765.27**	**514.61**	**81.02**	**14073.50**	**3934.62**	**272.55**	**781.63**	**13.56**	**4457.26**	**9616.24**	**9807.20**

Notes :

(a) The deed of assignment in respect of the Holding Company's leasehold property of ₹ 43.72 crores (Previous Year : ₹ 43.72 crores) at Worli is in the process of transfer in the name of the Holding Company.

(b) The ownership flats and buildings include ₹ 11,760 (Previous Year : ₹ 11,760) being value of shares held in various co-operative societies.

(c) In accordance with the Ind AS 36, 'Impairment of Assets', the Group has recognised an impairment loss amounting to ₹ NIL (Previous Year : ₹ 9.39 crores) under Fleet during the year (Refer Note 30).

(d) Other adjustments comprise of exchange differences relating to long term monetary items for acquisition of depreciable capital assets on or before March 31, 2016.

(e) Fleet and Rigs with a carrying amount of ₹ 5203.27 crores (as at March 31, 2019 : ₹ 5921.60 crores) and buildings with a carrying amount of ₹ 0.31 crore (as at March 31, 2019 : ₹ 0.50 crore) have been mortgaged to secure borrowings (Refer Note 18).

(ii) Capital Work-in-progress

Capital Work-in-progress amounting to ₹ 122.42 crores (Previous Year : ₹ 14.11 crores) consists of dry-dock expenses, scrubbers and other equipments on ships pending capitalisation.

NOTE 6 : INTANGIBLE ASSETS AND INTANGIBLE ASSETS UNDER DEVELOPMENT

(i) Intangible Assets

(₹ in crores)

PARTICULARS	GROSS BLOCK					AMORTISATION					NET BLOCK	
	AS AT 1/04/2019	ADDITIONS DURING THE YEAR	DEDUCTIONS DURING THE YEAR	OTHER ADJUSTMENTS	AS AT 31/03/2020	ACCUMULATED AMORTISATION AS AT 31/03/2019	ON DEDUCTIONS	FOR THE YEAR	OTHER ADJUSTMENTS	ACCUMULATED AMORTISATION AS AT 31/03/2020	AS AT 31/03/2020	AS AT 31/03/2019
Software	6.78	-	-	-	6.78	5.77	-	0.35	-	6.12	0.66	1.01
	6.78	**-**	**-**	**-**	**6.78**	**5.77**	**-**	**0.35**	**-**	**6.12**	**0.66**	**1.01**

(₹ in crores)

PARTICULARS	GROSS BLOCK					AMORTISATION					NET BLOCK	
	AS AT 1/04/2018	ADDITIONS DURING THE YEAR	DEDUCTIONS DURING THE YEAR	OTHER ADJUSTMENTS	AS AT 31/03/2019	ACCUMULATED AMORTISATION AS AT 31/03/2018	ON DEDUCTIONS	FOR THE YEAR	OTHER ADJUSTMENTS	ACCUMULATED AMORTISATION AS AT 31/03/2019	AS AT 31/03/2019	AS AT 31/03/2018
Software	6.68	0.11	-	(0.01)	6.78	5.36	-	0.41	-	5.77	1.01	1.32
	6.68	**0.11**	**-**	**(0.01)**	**6.78**	**5.36**	**-**	**0.41**	**-**	**5.77**	**1.01**	**1.32**

(ii) Intangible Assets under development

Intangible Assets under development amounting to ₹ 0.12 crore (Previous Year : ₹ 0.12 crore) consist of software under development.

NOTE 7 : NON-CURRENT INVESTMENTS

	AS AT 31/03/2020		AS AT 31/03/2019	
	NO. OF SHARES	₹ IN CRORES	NO. OF SHARES	₹ IN CRORES
Investments in Equity Instruments				
Equity shares : (Quoted - valued at FVTOCI)				
Ardmore Shipping Corp.	**10,000**	**0.39**	50,000	2.13
Avance Gas Holding		**-**	15,88,264	21.90
BW LPG		**-**	2,88,013	6.96
Scorpio Tankers RG		**-**	74,938	10.28
Star Bulk Carriers Corp		**-**	1,28,100	5.83
		0.39		47.10
Equity Shares : (Quoted - valued at FVTPL)				
BW LPG		**-**	1,00,000	2.42
DTH Holdings Inc.		**-**	40,000	1.23
Scorpio Tankers RG	**60,000**	**0.70**	60,000	8.23
		0.70		11.88
Equity Shares : (Unquoted - valued at FVTPL)				
Seachange Maritime L.L.C.	**11,04,000**	**30.27**	11,04,000	27.66
Less : Provision for impairment in value of investments		**(30.27)**		(27.66)
		-		-
		1.09		58.98
Aggregate amount of quoted investments		**1.09**		58.98
Market value of quoted investments		**1.09**		58.98
Aggregate amount of unquoted investments (net of impairment)		**-**		-
Aggregate amount of impairment in value of investments		**30.27**		27.66

NOTE 8 : OTHER FINANCIAL ASSETS

(UNSECURED)

(₹ in crores)

	NON-CURRENT		CURRENT	
	AS AT 31/03/2020	AS AT 31/03/2019	AS AT 31/03/2020	AS AT 31/03/2019
Considered good				
(a) Deposits with maturity period of more than 12 months	**60.54**	57.91	**-**	-
(b) Interest Accrued	**4.38**	2.42	**-**	-
(c) Security Deposits	**2.10**	2.09	**0.05**	0.05
(d) Mark-to-Market Gains on Derivatives *	**-**	7.54	**88.98**	105.78
(e) Deposits on account of pool arrangement	**-**	31.12	**13.62**	-
(f) Insurance Claims	**-**	-	**2.93**	4.00
(g) Contract Assets	**-**	-	**12.29**	6.67
(h) Unbilled Revenue	**-**	-	**120.94**	140.75
(i) Others	**0.14**	0.18	**8.15**	3.47
Considered doubtful				
(a) Security Deposit	**0.44**	0.44	**-**	-
(b) Others	**1.01**	1.01	**-**	-
Less : Allowance for doubtful deposit and advances	**(1.45)**	(1.45)	**-**	-
	67.16	101.26	**246.96**	260.72

* Mark-to-market gains on derivatives include gains on derivatives designated and effective as hedging instruments classified as cash flow hedge amounting to ₹ NIL (as at March 31, 2019 : ₹ 7.25 crores) as non-current and ₹ 0.05 crore (as at March 31, 2019 : ₹ 9.84 crores) as current.

NOTE 9 : CURRENT TAX ASSETS (NET)

(₹ in crores)

	AS AT 31/03/2020	AS AT 31/03/2019
Excess of Advance Payment of Income-tax and Tax Deducted/Collected at Source over Provision for Income-tax	**150.68**	117.02
	150.68	117.02

NOTE 10 : OTHER ASSETS

(UNSECURED)

(₹ in crores)

	NON-CURRENT		CURRENT	
	AS AT 31/03/2020	AS AT 31/03/2019	AS AT 31/03/2020	AS AT 31/03/2019
Considered good				
(a) Capital Advances	**3.09**	34.60	**-**	-
(b) Unutilised Government Grants	**-**	-	**0.72**	2.96
(c) Security Deposits	**28.12**	21.42	**-**	-
(d) Indirect tax balances/recoverable/credits	**-**	35.89	**28.94**	6.60
(e) Others *	**1.61**	1.61	**43.92**	41.68
Considered doubtful				
(a) Others *	**5.98**	5.98	**0.20**	0.20
Less : Allowance for doubtful advances	**(5.98)**	(5.98)	**(0.20)**	(0.20)
	32.82	93.52	**73.58**	51.24

* Others mainly include advances to suppliers, masters, agents and others.

NOTE 11 : INVENTORIES

(VALUED AT LOWER OF COST AND NET REALISABLE VALUE)

(₹ in crores)

	AS AT 31/03/2020	AS AT 31/03/2019
(a) Stores and Spares on Board Rigs	**63.83**	63.13
(b) Fuel Oil	**150.91**	154.73
	214.74	217.86

Note :

Inventories of stores and spares on rigs and fuel oil on vessels and rigs are recognised as expense on consumption and stores and spares relating to vessels are recognised as expense when delivered on board the vessels. The cost of inventories recognised as an expense during the year was ₹ 668.80 crores (Previous Year : ₹ 653.78 crores).

NOTE 12 : CURRENT INVESTMENTS

(₹ in crores)

	AS AT 31/03/2020	AS AT 31/03/2019
Investments in Equity Shares : Quoted (valued at FVTPL)	**77.63**	-
Investments in Liquid Mutual Funds : Unquoted (valued at FVTPL)	**884.34**	542.12
	961.97	542.12
Aggregate amount of quoted investments	**77.63**	-
Market value of quoted investments	**77.63**	-
Aggregate amount of unquoted investments	**884.34**	542.12
Aggregate amount of impairment in value of investments	**-**	-

Note :

Mutual Funds aggregating to ₹ 36.44 crores (as at March 31, 2019 : ₹ 178.14 crores) of the above have been placed under lien with a bank for derivative facilities given by it.

NOTE 13 : TRADE RECEIVABLES

(UNSECURED)

(₹ in crores)

	AS AT 31/03/2020	AS AT 31/03/2019
Considered good	**346.35**	302.98
Considered doubtful	**37.67**	24.02
	384.02	327.00
Less : Allowance for doubtful receivables (expected credit loss allowance)	**(37.67)**	(24.02)
	346.35	302.98

Note :

Trade receivables are initially recognised at their original invoiced amounts i.e. the transaction price. Trade receivables are considered to be of short duration, and hence, not discounted. The customers generally have stable financial standings and high credit quality, and historical experience of collection of receivables also indicates that credit risk is low. All trade receivables are reviewed and assessed for recoverability on a regular basis. The trade receivables overdue for one year and above are provided for as expected credit loss. It is ensured that provision for expected credit loss is not less than the amount derived as per the provision matrix which is based on historically observed default rates over the expected life of trade receivables and forward looking estimates. Besides, specific evaluation is done mainly for demurrage receivable which is based on expected outcome of ongoing negotiations with counterparties. While there is no standard credit period offered, the average recovery period for trade receivables is up to 90 days.

The movement in expected credit loss during the year is as follows :

(₹ in crores)

	CURRENT YEAR	PREVIOUS YEAR
Opening Balance	**24.02**	35.58
Add : Current year allowance	**28.95**	12.93
Less : Reversal during the year	**(15.30)**	(24.49)
Closing Balance	**37.67**	24.02

NOTE 14 : CASH AND CASH EQUIVALENTS

(₹ in crores)

	AS AT 31/03/2020	AS AT 31/03/2019
(a) Balances with Banks in Current Accounts	**1538.49**	1371.39
(b) Bank Deposits having maturity period of less than 3 months	**75.67**	-
(c) Margin Money Deposits having maturity period of less than 3 months (placed with banks under lien against loan facilities given by the banks)	**-**	12.36
(d) Cash on Hand	**0.06**	0.04
(e) Interest Accrued on Bank Deposits having original maturity for less than 3 months	**-**	0.04
	1614.22	1383.83

NOTE 15 : BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS

(₹ in crores)

	AS AT 31/03/2020	AS AT 31/03/2019
(a) Term Deposits having residual maturity upto 12 months *	**859.69**	1499.28
(b) Balances with Banks - Unpaid Dividend Account	**10.51**	9.90
(c) Margin Money Deposits	**4.72**	1.75
(d) Interest Accrued on Bank Deposits	**2.64**	27.11
	877.56	1538.04

* Term Deposits with original maturity of more than three months but less than 12 months ₹ 859.69 crores (as at March 31, 2019 : ₹ 1499.28 crores).

Margin Money given as security :		
Margin Money Deposits comprise of -		
(i) deposits placed with banks under lien against loan facilities given by the banks	**0.01**	0.01
(ii) earmarked balances with banks in margin deposits	**4.71**	1.74
	4.72	1.75

NOTE 16 : EQUITY SHARE CAPITAL

	AS AT 31/03/2020		AS AT 31/03/2019	
	NOS.	₹ IN CRORES	NOS.	₹ IN CRORES
Authorised :				
Equity Shares of ₹ 10 each	**30,00,00,000**	**300.00**	30,00,00,000	300.00
Preference Shares of ₹ 10 each	**20,00,00,000**	**200.00**	20,00,00,000	200.00
	50,00,00,000	**500.00**	50,00,00,000	500.00
Issued :				
Equity Shares of ₹ 10 each	**14,73,52,845**	**147.35**	15,11,63,426	151.16
	14,73,52,845	**147.35**	15,11,63,426	151.16
Subscribed and Fully Paid :				
Equity Shares of ₹ 10 each	**14,69,66,484**	**146.97**	15,07,77,065	150.78
Add : Forfeited Shares ₹ 30,358 (as at March 31, 2019 : ₹ 30,358)	**2,518**	**-**	2,518	-
	14,69,69,002	**146.97**	15,07,79,583	150.78

Reconciliation of the shares outstanding at the beginning and at the end of the financial year :

	CURRENT YEAR		PREVIOUS YEAR	
	NOS.	₹ IN CRORES	NOS.	₹ IN CRORES
Equity Shares :				
Issued :				
Balance as per the last financial statements	**15,11,63,426**	**151.16**	15,11,63,426	151.16
Less : Shares bought back during the year [See Note (b) below]	**(38,10,581)**	**(3.81)**	-	-
Closing Balance	**14,73,52,845**	**147.35**	15,11,63,426	151.16
Subscribed and Fully Paid :				
Balance as per the last financial statements	**15,07,77,065**	**150.78**	15,07,77,065	150.78
Less : Shares bought back during the year [See Note (b) below]	**(38,10,581)**	**(3.81)**	-	-
Closing Balance	**14,69,66,484**	**146.97**	15,07,77,065	150.78

(a) Terms/Rights attached to Equity Shares :

The Holding Company has only one class of equity shares having a face value of ₹ 10 each. Each holder of equity shares is entitled to one vote per share. The Holding Company declares and pays dividends in Indian rupees. Interim dividend is paid as recommended by the Board of Directors.

In the event of liquidation, the equity shareholders are eligible to receive remaining assets of the Holding Company, after distribution of all preferential amounts in proportion to their shareholding.

(b) Pursuant to the approval of the Board of Directors for buyback of equity shares, the Holding Company has bought back 38,10,581 equity shares of ₹ 10 each at an average price of ₹ 262.27 per share aggregating to ₹ 99.94 crores and has extinguished the said shares as at during the year.

The nominal value of the equity shares bought back and extinguished has been reduced from the paid-up share capital. Consequently, the Issued, Subscribed and Paid-up Capital of the Holding Company has been reduced by ₹ 3.81 crores. The premium paid on buyback of the equity shares has been appropriated from Securities Premium Reserve and General Reserve.

(c) Details of shareholders holding more than 5% equity shares in the Holding Company :

	AS AT 31/03/2020		AS AT 31/03/2019	
	NOS.	% HOLDING	NOS.	% HOLDING
Equity shares of ₹ 10 each fully paid				
Mr. Bharat Kanaiyalal Sheth *	**1,52,00,000**	**10.34%**	1,52,00,000	10.08%
Mr. Ravi Kanaiyalal Sheth *	**1,53,32,992**	**10.43%**	1,47,50,000	9.78%
Nalanda India Equity Fund Limited	**1,05,24,139**	**7.16%**	1,05,24,139	6.98%

* Shares held as Trustee.

(d) There are no shares reserved for issue under options and contracts or commitments for the sale of shares.

(e) For the period of five years immediately preceding the date as at which the Balance Sheet is prepared :

(i) No shares were allotted pursuant to contracts without payment being received in cash.

(ii) No bonus shares have been issued.

(iii) 38,10,581 equity shares have been bought back during the current year.

(f) There are no securities convertible into equity/preference shares.

(g) Under orders from the Special Court (Trial of Offences Relating to Transactions in Securities) Act, 1992, the allotment of 2,53,522 (as at March 31, 2019 : 2,53,522) rights equity shares of the Holding Company have been kept in abeyance in accordance with the Companies Act, 2013 till such time as the title of the bonafide owner is certified by the concerned Stock Exchanges. Additional 40,608 (as at March 31, 2019 : 40,608) shares have also been kept in abeyance for disputed cases in consultation with the Bombay Stock Exchange. 92,231 (as at March 31, 2019 : 92,231) shares are unsubscribed out of the total offered to employees on rights basis during the earlier years.

NOTE 17 : OTHER EQUITY

A. SUMMARY OF OTHER EQUITY

(Refer Statement of Changes in Equity for details of movement)

(₹ in crores)

	AS AT 31/03/2020	AS AT 31/03/2019
(a) Capital Reserve	**21.04**	21.04
(b) Securities Premium Reserve	**74.76**	161.35
(c) General Reserve	**3470.63**	2525.21
(d) Capital Redemption Reserve	**243.89**	240.08
(e) Tonnage Tax Reserve under Section 115VT of the Income-tax Act, 1961	**135.50**	265.00
(f) Debenture Redemption Reserve	**-**	793.75
(g) Statutory Reserve	**0.13**	0.13
(h) Retained Earnings	**1937.74**	1901.61
(i) Equity Instruments through Other Comprehensive Income	**1.22**	(19.86)
(j) Cash Flow Hedging Reserve	**(68.29)**	9.63
(k) Foreign Currency Monetary Item Translation Difference Account	**-**	(6.97)
(l) Foreign Currency Translation Reserve	**832.05**	767.92
	6648.67	6658.89

B. NATURE OF RESERVES :

(i) Capital Reserve : Capital Reserve was created on cancellation of convertible warrants during the year ended March 31, 2009.

(ii) Securities Premium Reserve : Securities Premium Reserve is used to record the premium on issue of securities of the Group. The reserve is utilised in accordance with the provisions of the Companies Act, 2013.

(iii)General Reserve : General Reserve is used from time to time to transfer profits from Retained Earnings for appropriation purposes.

(iv)Tonnage Tax Reserve : Tonnage Tax Reserve is created as per the provisions of the Section 115VT of the Income-tax Act, 1961, whereby a minimum of 20% of book profits from the tonnage tax activities is to be utilised for acquiring new ships within 8 years.

(v) Debenture Redemption Reserve : Pursuant to the provisions of Rule 18(7) of the Companies (Share Capital and Debentures) Rules, 2014 (as amended) Debenture Redemption Reserve is not required for the debentures issued by the Holding Company subject to compliance with certain conditions. Accordingly balance of ₹ 793.75 crores in Debenture Redemption Reserve has been transferred to General Reserve.

(vi)Statutory Reserve : Statutory Reserve is created by appropriating 10% of the profit of subsidiary company, The Great Eastern Chartering L.L.C. (FZC), as required by the implementing regulations of Sharjah Airport International Free Zone Authority. The said subsidiary company can discontinue such annual transfers when the reserve totals 50% of the paid up share capital. The reserve is not available for distribution except as provided in the Federal Law. No such transfer was made during the year as the minimum requirement of the reserve at 50% of the share capital has been reached.

(vii)Retained Earnings : Retained Earnings are the profits that the Group has earned till date, less any transfers to reserves and dividend distributions to the shareholders.

During the year ended March 31, 2020, the Holding Company paid final dividend for the year ended March 31, 2019 of ₹ 5.40 per equity share. During the year Board of Directors declared and paid first interim dividend of ₹ 5.40 per equity share. The total outflow on this account for two dividends was ₹ 181.57 crores including dividend distribution tax.

Retained Earnings comprise of loss on remeasurement of defined employee benefit plans (net of tax) amounting to ₹ 27.38 crores (Previous Year : loss of ₹ 1.75 crores) and gain on fair value changes relating to own credit risk of financial liabilities designated at fair value through profit or loss amounting to ₹ 57.61 crores (Previous Year : ₹ NIL).

(viii) Equity instruments through Other Comprehensive Income : This comprises the cumulative net change in the fair value of financial assets until the assets are derecognised or impaired.

(ix) Cash Flow Hedging Reserve : The Cash Flow Hedging Reserve is the cumulative effective portion of gains or losses arising on changes in fair values of designated portion of hedging instruments entered into for cash flow hedges. The gains or losses arising thereon are transferred to the Statement of Profit and Loss when hedged transaction affects the profit or loss.

(x) Foreign Currency Monetary Item Translation Difference Account : Exchange differences on translation of long term foreign currency monetary items (other than depreciable assets) are transferred to Foreign Currency Monetary Item Translation Difference Account and amortised over the balance life of such assets/liabilities but not beyond March 31, 2020 .

(xi) Foreign Currency Translation Reserve : Exchange differences relating to the translation of the results and net assets of the Group's foreign operations from their functional currencies to the Group's presentation currency (i.e. Indian Rupees) are recognised directly in Other Comprehensive Income and accumulated in the Foreign Currency Translation Reserve. Exchange differences previously accumulated in the Foreign Currency Translation Reserve (in respect of translating the net assets of foreign operations) are reclassified to the Statement of Profit and Loss on the disposal of the foreign operation.

NOTE 18 : BORROWINGS

(₹ in crores)

	NON-CURRENT		CURRENT MATURITIES OF LONG- TERM DEBT	
	AS AT 31/03/2020	AS AT 31/03/2019	AS AT 31/03/2020	AS AT 31/03/2019
(a) Debentures :				
Secured - at amortised cost :				
Redeemable Non-Convertible Debentures of ₹ 10,00,000 each -				
(i) 8.85% 3000 Debentures redeemable on April 12, 2028	**300.00**	300.00	**-**	-
(ii) 8.05% 1500 Debentures redeemable on August 31, 2024	**150.00**	150.00	**-**	-
(iii) 9.80% 2400 Debentures redeemable on July 3, 2019	**-**	-	**-**	240.00
[Refer Notes (i) and (iii) below]				
Unsecured - at amortised cost :				
Redeemable Non-Convertible Debentures of ₹ 10,00,000 each -				
(i) 8.25% 1500 Debentures redeemable on May 25, 2027	**150.00**	150.00	**-**	-
(ii) 8.24% 2000 Debentures redeemable on November 11, 2026	**200.00**	200.00	**-**	-
(iii) 8.70% 2500 Debentures redeemable on May 6, 2026	**250.00**	250.00	**-**	-
(iv) 8.24% 2000 Debentures redeemable on November 11, 2025	**200.00**	200.00	**-**	-
(v) 8.70% 2500 Debentures redeemable on May 31, 2025	**250.00**	250.00	**-**	-
(vi) 7.99% 2500 Debentures redeemable on January 18, 2025	**250.00**	250.00	**-**	-
(vii) 7.99% 2500 Debentures redeemable on January 18, 2024	**250.00**	250.00	**-**	-
(viii) 9.70% 1000 Debentures redeemable on January 18, 2023	**100.00**	100.00	**-**	-
(ix) 9.70% 1000 Debentures redeemable on January 7, 2023	**100.00**	100.00	**-**	-
(x) 9.70% 500 Debentures redeemable on April 25, 2021	**50.00**	50.00	**-**	-
(xi) 9.70% 1500 Debentures redeemable on April 15, 2021	**150.00**	150.00	**-**	-
(xii) 9.70% 1000 Debentures redeemable on February 2, 2021	**-**	100.00	**100.00**	-
(xiii) 9.60% 2000 Debentures redeemable on November 10, 2019	**-**	-	**-**	200.00
(xiv) 9.75% 2350 Debentures redeemable on August 20, 2019	**-**	-	**-**	235.00
[Refer Note (iii) below]				
	2400.00	2500.00	**100.00**	675.00
(b) Term Loans from Banks :				
Secured - at amortised cost :				
Foreign Currency Loans from Banks	**2404.18**	2368.47	**397.96**	488.68
[Refer Notes (ii) and (iii) below]				
	2404.18	2368.47	**397.96**	488.68
(c) Unamortised Finance Charges	**(18.45)**	(25.44)	**(6.87)**	(7.77)
Total (a + b + c)	**4785.73**	4843.03	**491.09**	1155.91
Less : Amount disclosed under Note 19 : Other Financial Liabilities	**-**	-	**(491.09)**	(1155.91)
	4785.73	4843.03	**-**	-

Notes :

(i) 8.85% 3000 Secured Redeemable Non-Convertible Debentures of ₹ 10,00,000 each, redeemable on April 12, 2028 and 8.05% 1500 Secured Redeemable Non-Convertible Debentures of ₹ 10,00,000 each, redeemable on August 31, 2024 are secured by exclusive charge on specified ships with 1.20 times cover on the market value of ships and additional security by way of mortgage on immovable property of the Holding Company.

(ii) Foreign currency USD loans availed from banks carry interest rates of LIBOR plus 87 to 215 bps (Previous Year : LIBOR plus 30 to 215 bps). The principal repayments are due quarterly, half yearly or annually. These loans are secured by mortgage of specific ships and rigs, assignment of earnings, charge on earning account and insurance contracts/policies of respective ships of the Group.

(iii) The terms of repayments of non-current borrowings are as under :

(₹ in crores)

	AS AT 31/03/2020	AS AT 31/03/2019
- between one to three years		
Secured Debentures	**-**	-
Unsecured Debentures	**400.00**	300.00
Secured Loans from Banks	**873.74**	750.31
	1273.74	1050.31
-between three to five years		
Secured Debentures	**150.00**	-
Unsecured Debentures	**500.00**	450.00
Secured Loans from Banks	**1335.13**	820.49
	1985.13	1270.49
-over five years		
Secured Debentures	**300.00**	450.00
Unsecured Debentures	**1050.00**	1300.00
Secured Loans from Banks	**195.31**	797.67
	1545.31	2547.67

NOTE 19 : OTHER FINANCIAL LIABILITIES

(₹ in crores)

	NON - CURRENT		CURRENT	
	AS AT 31/03/2020	AS AT 31/03/2019	AS AT 31/03/2020	AS AT 31/03/2019
(a) Current Maturities of Long-Term Debt (Refer Note 18)	**-**	-	**491.09**	1155.91
(b) Unpaid Dividend	**-**	-	**10.51**	9.90
(c) Interest Accrued but not due on Borrowings	**-**	-	**130.77**	171.09
(d) Mark-to-Market Losses on Derivatives *	**746.18**	361.11	**94.17**	295.30
(e) Provision for Dividend Distribution Tax	**-**	-	**-**	5.06
(f) Others	**-**	-	**55.32**	43.15
	746.18	361.11	**781.86**	1680.41

* Mark-to-market losses on derivatives include loss on derivatives designated and effective as hedging instruments classified as cash flow hedge amounting to ₹ 56.36 crores (as at March 31, 2019 : ₹ 2.08 crores) as non-current and ₹ 21.14 crores (as at March 31, 2019 : ₹ 2.53 crores) as current.

NOTE 20 : PROVISIONS

(₹ in crores)

	NON - CURRENT		CURRENT	
	AS AT 31/03/2020	AS AT 31/03/2019	AS AT 31/03/2020	AS AT 31/03/2019
(a) Provision for Employee Benefits (Refer Note 34)	**53.88**	41.61	**8.76**	1.56
(b) Vessel Performance/Offhire Claims (Refer Note below)	**-**	-	**4.36**	4.67
	53.88	41.61	**13.12**	6.23

Note :

The Group recognised the following provisions in its accounts in respect of obligations arising from past events, the settlement of which is expected to result in an outflow embodying economic benefits.

(₹ in crores)

	CURRENT YEAR	PREVIOUS YEAR
Vessel performance/offhire claims -		
Provision has been recognised for the estimated liability for under-performance of certain vessels and offhire claims under dispute :		
Opening Balance	**4.67**	3.32
Add: Addition during the year	**0.76**	3.17
Less : Reversal during the year	**(1.07)**	(1.82)
Closing Balance	**4.36**	4.67

NOTE 21 : DEFERRED TAX LIABILITIES (NET)

(₹ in crores)

	AS AT 31/03/2020	AS AT 31/03/2019
Deferred Tax Liabilities (net)	**176.23**	179.86
	176.23	179.86

Note :

(₹ in crores)

DEFERRED TAX (ASSETS)/LIABILITIES IN RELATION TO :	AS AT 01/04/2019	RECOGNISED IN STATEMENT OF PROFIT AND LOSS	RECOGNISED IN OTHER COMPREHENSIVE INCOME	AS AT 31/03/2020
Property, plant and equipment	274.47	(77.96)	7.38	**203.89**
Defined benefit obligations	1.08	-	(0.39)	**0.69**
MAT credit entitlement	(60.00)	60.00	-	**-**
Fair value of hedging instruments in a cash flow hedge	2.77	-	(11.69)	**(8.92)**
Unabsorbed depreciation	(38.48)	5.73	-	**(32.75)**
MTM gain on mutual funds	-	12.84	-	**12.84**
Others	-	0.48	-	**0.48**
	179.86	**1.09**	**(4.70)**	**176.23**

(₹ in crores)

DEFERRED TAX (ASSETS)/LIABILITIES IN RELATION TO :	AS AT 01/04/2018	RECOGNISED IN STATEMENT OF PROFIT AND LOSS	RECOGNISED IN OTHER COMPREHENSIVE INCOME	AS AT 31/03/2019
Property, plant and equipment	255.73	37.76	(19.02)	274.47
Provision for doubtful debts	0.11	(0.11)	-	-
Defined benefit obligations	0.94	-	0.14	1.08
MAT credit entitlement	(60.00)	-	-	(60.00)
Fair value of hedging instruments in a cash flow hedge	8.00	-	(5.23)	2.77
Unabsorbed depreciation	-	(38.48)	-	(38.48)
Others	2.98	(2.98)	-	-
	207.76	**(3.81)**	**(24.11)**	**179.86**

Income from shipping activities of the Group in India is assessed on the basis of deemed tonnage income in accordance with the provisions of Section 115VA of the Income-tax Act, 1961 and no deferred tax is applicable to such income as there are no taxable temporary differences. Income from operation of vessels and rigs operating outside the limits of the port of Singapore is also exempt under Section 13A of the Singapore Income Tax Act. Consequently, deferred tax is recognised in respect of the taxable temporary differences relating to rigs and other non tonnage income.

NOTE 22 : OTHER LIABILITIES

(₹ in crores)

	NON - CURRENT		CURRENT	
	AS AT 31/03/2020	AS AT 31/03/2019	AS AT 31/03/2020	AS AT 31/03/2019
(a) Advances from Customers	**-**	-	**22.12**	12.08
(b) Government Grants	**20.37**	22.71	**0.72**	2.96
(c) Statutory Liabilities	**-**	-	**23.29**	43.64
(d) Others	**-**	-	**1.98**	6.81
	20.37	22.71	**48.11**	65.49

NOTE 23 : TRADE PAYABLES

(₹ in crores)

	AS AT 31/03/2020	AS AT 31/03/2019
(a) Dues to Micro and Small enterprises	**10.62**	7.44
(b) Dues to others	**347.62**	314.44
	358.24	321.88

Notes :

(i) Trade payables are recognised at their original invoiced amounts which represent their fair values on initial recognition. Trade payables are considered to be of short duration and are not discounted and the carrying values are assumed to approximate their fair values.

(ii) Disclosures under the Micro, Small and Medium Enterprises Development Act, 2006 are provided as under, to the extent the Group has received intimation from the "Suppliers" regarding their status under the Act :

(₹ in crores)

	AS AT 31/03/2020	AS AT 31/03/2019
(a) Principal amount and the interest due thereon remaining unpaid to each supplier at the end of each accounting year (but within due date as per the MSMED Act)		
- Principal amount due to Micro and Small enterprises	**10.62**	7.44
- Interest due on above	**-**	-

	AS AT 31/03/2020	AS AT 31/03/2019
(b) Interest paid by the Group in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along-with the amount of the payment made to the supplier beyond the appointed day during the period	**-**	-
(c) Interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the period) but without adding interest specified under the Micro, Small and Medium Enterprises Development Act, 2006	**-**	-
(d) The amount of interest accrued and remaining unpaid at the end of each accounting year	**-**	-
(e) Interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprises	**-**	-

Dues to Micro and Small enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

NOTE 24 : CURRENT TAX LIABILITIES (NET)

(₹ in crores)

	AS AT 31/03/2020	AS AT 31/03/2019
Excess of Provision for Income-tax over Advance Payment of Income-tax and Tax Deducted/ Collected at Source	**35.04**	38.22
	35.04	38.22

NOTE 25 : REVENUE FROM OPERATIONS

(₹ in crores)

	CURRENT YEAR	PREVIOUS YEAR
(a) Revenue from -		
- Freight and Demurrage	**1797.91**	1769.27
- Charter Hire (Refer Note 45)	**1859.02**	1736.97
	3656.93	3506.24
(b) Other Operating Revenue	**29.80**	40.87
	3686.73	3547.11

NOTE 26 : OTHER INCOME

(₹ in crores)

	CURRENT YEAR	PREVIOUS YEAR
(a) Gain on disposal of Property, plant and equipment (net)	**48.07**	27.48
(b) Foreign Exchange Gain (net)	**50.63**	81.89
(c) Dividend from Units in Mutual Funds (at FVTPL)	**0.55**	1.06
(d) Interest Income -		
- on Bank Deposits (at amortised cost)	**72.66**	92.94
- on Others	**0.02**	3.34
	72.68	96.28
(e) Gain on Current Investments (at FVTPL)	**88.27**	41.31
(f) Allowance for Doubtful Debts and Advances Written Back (net)	**-**	9.95
(g) Miscellaneous Income	**1.55**	24.81
	261.75	282.78

NOTE 27 : EMPLOYEE BENEFITS EXPENSE

(₹ in crores)

	CURRENT YEAR	PREVIOUS YEAR
(a) Salaries and Wages	**618.37**	632.38
(b) Contribution to Provident and Other funds (Refer Note 34)	**31.37**	34.04
(c) Staff Welfare Expenses	**42.90**	45.18
	692.64	711.60

NOTE 28 : FINANCE COSTS

(₹ in crores)

	CURRENT YEAR	PREVIOUS YEAR
(a) Interest Cost*	**358.86**	431.28
(b) Other Borrowing Costs	**9.81**	9.55
(c) Exchange differences regarded as an adjustment to borrowing costs	**81.57**	80.38
	450.24	521.21

* Includes loss arising on Interest Rate Swap transactions

NOTE 29 : DEPRECIATION AND AMORTISATION EXPENSE

(₹ in crores)

	CURRENT YEAR	PREVIOUS YEAR
(a) Depreciation on Property, plant and equipment	**734.68**	772.24
(b) Depreciation on Right-of-use assets	**7.77**	-
(c) Amortisation on Intangible assets	**0.36**	0.41
	742.81	772.65

NOTE 30 : IMPAIRMENT LOSS

(₹ in crores)

	CURRENT YEAR	PREVIOUS YEAR
Impairment loss on Property, plant and equipment	**-**	9.39
	-	9.39

Note :

The Group carried out a review of the recoverable amounts of vessels and rigs and recognised an impairment loss of ₹ NIL (Previous Year : ₹ 9.39 crores on one vessel).

The Group estimated the value in use of the vessels and rigs and obtained the fair value from third party broker, which was based on the recent market prices of assets with similar age, obsolescence, transactions in the market and general market trends. Recoverable amount of the relevant asset has been determined on the basis of higher of value in use or fair value, and same being higher than WDV no impairment has been considered for the current year.

The discount rate used in measuring value in use was 6.18% p.a. (Previous Year : 6.50% p.a.).

NOTE 31 : OTHER EXPENSES

(₹ in crores)

	CURRENT YEAR	PREVIOUS YEAR
(a) Hire of Chartered Ships/Equipment	**9.09**	106.95
(b) Brokerage and Commission	**17.32**	17.00
(c) Agency Fees	**10.07**	13.20
(d) Repairs and Maintenance -		
- Fleet	**123.43**	142.53
- Buildings	**4.34**	5.36
- Others	**12.39**	12.87
	140.16	160.76
(e) Insurance -		
- Fleet Insurance and Protection and Indemnity Club Insurance	**36.71**	53.85
- Others	**3.27**	3.43
	39.98	57.28
(f) Loss on Asset held for sale	**-**	13.76
(g) Loss on Derivatives Transactions (net)	**373.08**	167.20
(h) Loss on Cancellation of Capital Contract	**3.95**	-
(i) Rent (Refer Note 36)	**0.86**	7.98
(j) Rates and Taxes	**0.65**	0.48
(k) Bad Debts and Advances Written off	**0.69**	0.41
(l) Allowance for Doubtful Debts and Advances (net)	**11.83**	-
(m)Travelling Expenses	**39.55**	44.15
(n) Expenditure on Corporate Social Responsibility Activities (Refer Note 42)	**6.20**	11.15
(o) Miscellaneous Expenses	**89.01**	87.52
	742.44	687.84

NOTE 32 : TAX EXPENSE

(₹ in crores)

	CURRENT YEAR	PREVIOUS YEAR
(a) Current Tax	**26.83**	87.39
(b) MAT Credit Reversed/(Utilised)	**60.00**	(20.00)
(c) Deferred Tax (net)	**(58.94)**	(3.81)
	27.89	63.58

The reconciliation of estimated income tax expense at statutory income tax rate to income tax expense reported in the Statement of Profit and Loss is as follows:

(₹ in crores)

	CURRENT YEAR	PREVIOUS YEAR
Profit before Income Tax	**235.03**	42.13
Indian statutory income tax rate (including surcharge and cess)	**25.17%**	34.94%
Expected income tax expense as per Indian statutory income tax rate	**59.15**	14.72
Tax effect of adjustments to reconcile expected income tax expense to reported income tax expense :		
Loss attributable to tonnage tax activity (net of Deemed Tonnage Income)	**(13.09)**	62.00

(₹ in crores)

	CURRENT YEAR	PREVIOUS YEAR
Items liable to tax in the year of settlement/payment	**(9.29)**	2.79
Expenses incurred to earn exempt income (net)	**18.48**	9.25
Expenses not deductible for tax purpose	**(3.23)**	27.52
Tax on income at different rates	**(6.31)**	(10.41)
Tax on dividend from subsidiaries	**5.58**	
Gain on disposal/held for sale of Property, plant and equipment (net)	**(12.04)**	(4.66)
Impact of earlier year's adjustment	**-**	(18.47)
Deferred tax adjustments (net) on account of option u/s 115BAA of the Income-tax Act, 1961	**(11.35)**	-
MAT credit utilised	**-**	(20.00)
Others	**(0.01)**	0.84
Provision for Current Tax and Deferred Tax as per Books (Net of MAT Credit Utilised)	**27.89**	63.58

The Group has opted for computation of its income from shipping activities under Tonnage Tax Scheme as per Section 115VA of the Income-tax Act, 1961. Thus, income from the business of operating ships is assessed on the basis of the Deemed Tonnage Income of the Group and no deferred tax is applicable to such income as there are no temporary differences.

The Holding Company and its Indian subsidiary company have chosen to exercise the option of lower tax rate of 25.17% (inclusive of surcharge and cess) under Section 115BAA of the Income-tax Act, 1961 as introduced by the Taxation Laws (Amendment) Ordinance 2019. The full impact of this change has been recognised in tax expense for the financial year ended March 31, 2020. As a result of this, deferred tax expenses now calculated at 25.17% as against 34.94% earlier.

The contingent liability includes liability for matters arising out of disallowance under Section 14A upto Assessment Year 2017-18. Similar claims have been made by the Holding Company for subsequent assessment years for which assessments are pending.

NOTE 33 : BASIC AND DILUTED EARNINGS PER SHARE

	CURRENT YEAR	PREVIOUS YEAR
(a) Net Profit/(Loss) After Tax (₹ in crores)	**207.14**	(21.45)
(b) Number of Equity Shares		
(i) Basic Earnings per Share :		
Weighted Average Number of Equity Shares	**14,86,16,463**	15,07,77,065
(ii) Diluted Earnings per Share :		
Weighted Average Number of Equity Shares	**14,86,16,463**	15,07,77,065
Shares deemed to be issued for no consideration in respect of :		
- Rights Shares kept in abeyance	**2,83,395**	2,86,570
Weighted Average Number of Equity Shares adjusted for the effect of dilution	**14,88,99,858**	15,10,63,635
(c) Face Value of Equity Share (in Rupees)	**10.00**	10.00
(d) Earnings per Share (in Rupees)		
- Basic	**13.94**	(1.42)
- Diluted *	**13.91**	(1.42)

* Diluted Earnings per Share for year ended March 31, 2019 is considered same as Basic Earnings per Share, since the effect is anti-dilutive.

NOTE 34 : EMPLOYEE BENEFIT PLANS

A) Defined Contribution Plans :

(i) The Group has recognised the following amounts in the Statement of Profit and Loss for the year :

(₹ in crores)

	CURRENT YEAR	PREVIOUS YEAR
Contribution to Employees Provident Fund	**2.48**	2.99
Contribution to Employees Superannuation Fund	**6.15**	7.01
Contribution to National Pension Scheme	**1.56**	1.37
Contribution to Seamen’s Provident Fund	**1.94**	1.91
Contribution to Seamen’s Annuity Fund	**1.60**	1.61
Contribution to Seamen’s Rehabilitation Fund	**0.76**	0.82
Contribution to Seamen’s Gratuity Fund	**0.29**	0.45

(ii) General description of Defined Contribution Plans :

Provident Fund :

In accordance with the Indian law, all eligible employees of the Subsidiary Company Greatship (India) Limited (GIL) are entitled to receive benefits under the provident fund, a defined contribution plan in which both the employee and employer (at a determined rate) contribute monthly. GIL contributes as specified under the law to the Government administered provident fund plan. A part of the GIL’s contribution is transferred to the Government administered pension fund. This plan is a defined contribution plan as the obligation of the employer is limited to the monthly contributions made to the fund. The contributions made to the fund are recognised as an expense in the Statement of Profit and Loss under Employee Benefits Expense.

In accordance with the Singapore law, all eligible employees (Singapore citizens and Permanent Residents in Singapore) of GIL are entitled to receive benefits under the Central provident fund, a defined contribution plan, based on age brackets, in which both the employee and employer (at a determined rate) contribute monthly. GIL contributes as specified under the law to the Government administered provident fund plan. This plan is a defined contribution plan as the obligation of the employer is limited to the monthly contributions made to the fund. The contributions made to the fund are recognised as an expense in the Statement of Profit and Loss under Employee Benefits Expense.

Superannuation Fund :

In addition to gratuity benefits, employees have the option to become a member of the Superannuation Fund Trust set up by the Group and receive benefits thereunder. It is a defined contribution plan. The Group makes contributions to the trust in respect of the said employees until their retirement or resignation. The Group recognises such contributions as an expense when incurred. The Group has no further obligation beyond its contribution.

National Pension Scheme (NPS) :

NPS is an additional option for offering retirement benefits to the employees. NPS is designed on defined contribution basis wherein the Group contributes to the employees account.

There is no defined benefit that would be available at the time of exit from the system and the accumulated wealth depends on the contributions made and the income generated from the investment of such wealth. The Group recognises such contributions as an expense when incurred. The Group has no further obligation beyond its contribution.

Seamen's Provident Fund :

The Group's contribution towards Provident Fund in respect of seamen i.e. crew who sail on Group's ships is paid to the Seamen's Provident Fund as per the National Maritime Board Agreement binding on the Group.

Seamen's Annuity Fund :

The Group's contribution towards Annuity in respect of seamen is paid to the Seamen's Annuity Fund as per the National Maritime Board Agreement binding on the Group.

Seamen's Rehabilitation Fund :

The Group's contribution towards rehabilitation in respect of seamen is paid to the National Maritime Board Rehabilitation and Welfare Trust as per the National Maritime Board Agreement binding on the Group.

Seamen's Gratuity Fund :

The Group's contribution towards Gratuity in respect of seamen is paid to the Seafarer's Welfare Fund Society as per the National Maritime Board Agreement binding on the Group.

B) Defined Benefit Plans and Other Long Term Benefits :

(i) Valuations in respect of Gratuity, Pension Plan for eligible Whole-time Directors, retired directors/spouses, Compensated Absences and Provident Fund have been carried out by an independent actuary as at the Balance Sheet date as per the Projected Unit Credit method, based on the following assumptions :

ACTUARIAL ASSUMPTIONS	GRATUITY		PENSION PLAN		COMPENSATED ABSENCES	
	AS AT 31/03/2020	AS AT 31/03/2019	AS AT 31/03/2020	AS AT 31/03/2019	AS AT 31/03/2020	AS AT 31/03/2019
(a) Discount Rate (p.a.)	**6.39%-6.52%**	7.59%-7.60%	**6.39%-6.52%**	7.40%-7.49%	**6.39%-6.52%**	7.49%-7.65%
(b) Salary Escalation Rate	**4.00%-6.00%**	3.00%-6.00%	**-**	-	**5.00%-6.00%**	5.00%-6.00%
(c) Mortality	**IALM- Ultimate 2012-14**	IALM- Ultimate 2006-08	**IALM- Ultimate 2012-14**	IALM- Ultimate 2006-08	**IALM- Ultimate 2012-14**	IALM- Ultimate 2006-08
(d) Withdrawal Rate	**0.50%-20.00%**	0.00%-20.00%	**-**	-	**3.00%-10.00%**	0.00%-8.00%
(e) Expected average remaining service (in years)	**5.15-18.88**	5.18-20.45	**-**	-	**6.67-7.64**	7.79-8.26
(f) Weighted average remaining duration of defined benefit obligation (in years)	**3.66-7.79**	3.71-13.68	**-**	-	**4.58-4.68**	4.52-5.21

(ii) Changes in present value of obligations :

(₹ in crores)

	GRATUITY		PENSION PLAN		COMPENSATED ABSENCES	
	CURRENT YEAR	PREVIOUS YEAR	CURRENT YEAR	PREVIOUS YEAR	CURRENT YEAR	PREVIOUS YEAR
Liability at the beginning of the year	**39.30**	34.96	**36.91**	35.59	**2.81**	2.81
Current Service Cost	**3.92**	3.25	**-**	-	**0.28**	0.28
Interest Cost	**2.72**	2.59	**2.70**	2.60	**0.19**	0.21
Actuarial (Gain)/Loss on obligations	**0.44**	0.12	**6.00**	0.51	**0.14**	(0.32)
Benefits Paid	**(2.86)**	(1.73)	**(2.01)**	(1.79)	**(0.29)**	(0.17)
Benefits Transferred in	**0.19**	0.11	**-**	-	**-**	-
Liability at the end of the year	**43.71**	39.30	**43.60**	36.91	**3.13**	2.81

(iii) Changes in Fair value of Plan Assets :

(₹ in crores)

	GRATUITY		PENSION PLAN		COMPENSATED ABSENCES	
	CURRENT YEAR	PREVIOUS YEAR	CURRENT YEAR	PREVIOUS YEAR	CURRENT YEAR	PREVIOUS YEAR
Fair Value of Plan Assets at the beginning of the year	**37.09**	35.14	**-**	-	**-**	-
Adjustment to Opening Balance	**2.32**	(0.22)	**-**	-	**-**	-
Return on Plan Assets excluding amount included in interest income	**(1.46)**	(0.81)	**-**	-	**-**	-
Interest Income	**2.86**	2.66	**-**	-	**-**	-
Employee's Contributions	**0.39**	-	**-**	-	**-**	-
Employer's Contributions	**2.81**	2.05	**2.01**	1.79	**0.29**	0.17
Benefits Paid	**(2.86)**	(1.73)	**(2.01)**	(1.79)	**(0.29)**	(0.17)
Fair Value of Plan Assets at the end of the year	**41.15**	37.09	**-**	-	**-**	-

(iv) Funded Status :

(₹ in crores)

	GRATUITY	
	AS AT 31/03/2020	AS AT 31/03/2019
Present value of funded defined benefit obligation	**43.71**	39.30
Fair value of plan assets	**(41.15)**	(37.09)
Suplus/ Deficit of Plan assets over obligations	**2.56**	2.21

(v) Remeasurement of the net defined liability / (asset) :

(₹ in crores)

	GRATUITY		PENSION PLAN		COMPENSATED ABSENCES	
	CURRENT YEAR	PREVIOUS YEAR	CURRENT YEAR	PREVIOUS YEAR	CURRENT YEAR	PREVIOUS YEAR
(Gain)/Loss on obligation due to change in demographic assumptions	**0.69**	0.29	**-**	-	**-**	-
(Gain)/Loss on obligation due to change in financial assumptions	**2.81**	0.06	**-**	-	**0.14**	(0.11)
(Gain)/Loss on obligation due to change in experience adjustments	**(3.06)**	(0.23)	**6.00**	0.51	**-**	(0.21)
Total Actuarial (Gain)/ Loss	**0.44**	0.12	**6.00**	0.51	**0.14**	(0.32)

(vi) Actual Return on Plan Assets :

(₹ in crores)

	GRATUITY	
	CURRENT YEAR	PREVIOUS YEAR
Return on Plan Assets excluding interest Income	**(1.46)**	(0.81)
Interest Income	**2.86**	2.66
Actual Return on Plan Assets	**1.40**	1.85

(vii) Amount Recognised in the Balance Sheet :

(₹ in crores)

	GRATUITY		PENSION PLAN		COMPENSATED ABSENCES	
	AS AT 31/03/2020	AS AT 31/03/2019	AS AT 31/03/2020	AS AT 31/03/2019	AS AT 31/03/2020	AS AT 31/03/2019
Liability at the end of the year	**43.71**	39.30	**43.60**	36.91	**3.13**	2.81
Fair Value of Plan Assets at the end of the year	**(41.15)**	(37.09)	**-**	-	**-**	-
Short Term Liability	**-**	-	**-**	-	**0.87**	1.01
(Asset)/Liability recognised in the Balance Sheet (net) *	**2.56**	2.21	**43.60**	36.91	**4.00**	3.82

* The liability of ₹ 1.63 crores towards Gratuity for the previous year of the Holding Company was settled during the month of March 2019.

(viii) Expenses recognised in the Statement of Profit and Loss :

(₹ in crores)

	GRATUITY		PENSION PLAN		COMPENSATED ABSENCES	
	CURRENT YEAR	PREVIOUS YEAR	CURRENT YEAR	PREVIOUS YEAR	CURRENT YEAR	PREVIOUS YEAR
Current Service Cost	**3.92**	3.25	**-**	-	**0.28**	0.28
Net Interest	**(0.14)**	(0.24)	**2.70**	2.60	**0.19**	0.21
Net Actuarial (Gain)/Loss to be recognised	**-**	-	**-**	-	**0.14**	(0.32)
Expenses recognised in the Statement of Profit and Loss	**3.78**	3.01	**2.70**	2.60	**0.61**	0.17

(ix) Other Comprehensive Income (OCI) :

(₹ in crores)

	GRATUITY		PENSION PLAN		COMPENSATED ABSENCES	
	CURRENT YEAR	PREVIOUS YEAR	CURRENT YEAR	PREVIOUS YEAR	CURRENT YEAR	PREVIOUS YEAR
Actuarial (Gain)/Loss recognised for the period	**0.44**	0.12	**6.00**	0.51	**-**	-
Return on Plan Assets excluding interest	**1.46**	0.81	**-**	-	**-**	-
Total Actuarial (Gain)/ Loss recognised in OCI	**1.90**	0.93	**6.00**	0.51	**-**	-

(x) The fair values of the plan assets at the end of the reporting period for each category, are as follows :

(₹ in crores)

	GRATUITY	
	AS AT 31/03/2020	AS AT 31/03/2019
Public Sector Bonds	**0.30**	0.30
HDFC Group Unit Linked Plan	**40.85**	36.79
Total	**41.15**	37.09

The fair values of the above equity and debt instruments are determined based on quoted market prices in active markets.

(xi) Sensitivity Analysis :

(₹ in crores)

PRESENT VALUE OF OBLIGATIONS	DISCOUNT RATE		SALARY ESCALATION RATE	
	+1%	-1%	+1%	-1%
Gratuity	41.16	46.65	45.66	41.94
Pension	38.76	45.81	-	-
Compensated Absences	3.00	3.28	3.27	3.00

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

Furthermore, in presenting the above sensitivity analysis, the present value of the defined benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same as that applied in calculating the defined benefit obligation liability recognised in the balance sheet.

There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.

(xii) The defined benefit obligations shall mature after year ended March 31, 2020 as follows :

(₹ in crores)

PRESENT VALUE OF OBLIGATIONS	FIRST YEAR	SECOND YEAR	THIRD YEAR	FOURTH YEAR	FIFTH YEAR	SIX TO TEN YEARS
Gratuity	7.68	4.96	4.62	3.19	4.05	14.23
Pension	2.01	2.01	2.01	2.01	2.01	10.06
Compensated Absences	1.33	0.69	0.29	0.37	0.27	0.95

(xiii) General description of Defined Benefit Plans :

Gratuity Plan :

Gratuity is payable to all eligible employees of the Group on superannuation, death, permanent disablement or resignation in terms of the provisions of the Payment of Gratuity Act or as per the Group's scheme whichever is more beneficial. Benefit would be paid at the time of separation based on the last drawn basic salary.

The defined benefit plan is administered by a separate fund that is legally separated from the Group. The Group's investment strategy in respect of its funded plan is implemented within the framework of the applicable statutory requirements.

The plan exposes the Group to a number of actuarial risks such as investment risk, interest rate risk, longevity risk and salary risk.

-Investment/Interest Rate Risk

The Group is exposed to investment/ interest rate risk if the return on the invested fund falls below the discount rate used to arrive at present value of the benefit.

-Longevity Risk

The Group is not exposed to risk of the employees living longer as the benefit under the scheme ceases on the employee separating from the employer for any reason.

-Salary Risk

The Group is exposed to higher liability if the future salaries rise more than assumption of salary escalation.

The Group does an Asset - Liability matching study each year in which the consequences of the strategic investment policies are analysed in terms of risk and return profiles.

Retirement Benefit Scheme including Pension Plan :

Under the Group's Retirement Benefit Scheme for the Whole-time Directors, all the eligible Whole-time Directors are entitled to the benefits of the scheme only after attaining the age of 62 years, except for retirement due to physical disability or death while in office, in which case, the benefits shall start on his retirement due to such physical disability or death. The benefits are in the form of monthly pension @ 50% of his last drawn monthly salary subject to maximum of ₹ 1.25 crores p.a. (Previous Year : ₹ 1.25 crores p.a.) during his lifetime. If he predeceases the spouse, she will be paid monthly pension @ 50% of his last drawn pension during her lifetime. Benefits include reimbursement of medical expenses for self and spouse, overseas medical treatment upto ₹ 0.50 crore for self/spouse, office space including office facilities in the Group's office premises. Benefits also include use of Group's car including reimbursement of driver's salary and other related expenses during his lifetime and in the event of his demise, his spouse will be entitled to avail the said benefit during her lifetime.

Compensated Absences :

All eligible union grade employees had an option to freeze the accumulated leave balance as on June 30, 2008. Such frozen accumulated leave balance will be encashed as per the last drawn basic salary at the time of superannuation, death, permanent disablement, resignation or promotion to the non-union category.

With effect from April 1, 2012, all eligible non-union employees have an option to freeze their leave accumulation days on 30th June every year and such frozen accumulated leave balance will be encashed as per the basic salary for the month of June of the relevant year for which leave was frozen at the time of superannuation, death, permanent disablement or resignation.

For all union and non-union grade employees, maximum leave that can be carried forward is 15 days.

The leave over and above 15 days is encashed and paid to employees on an annual basis.

Provident Fund :

Eligible employees of the Holding Company receive benefits from a provident fund, which is a defined benefit plan. Both the eligible employee and the Holding Company make monthly contributions to the provident fund plan equal to a specified percentage of the covered employee's salary. The Holding Company contributes a portion to the Provident Fund Trust. The trust invests in specific designated instruments as permitted by Indian law. The remaining portion is contributed to the government-administered pension fund. The rate at which the annual interest is payable to the beneficiaries by the trust is being administered by the Government. The Holding Company has an obligation to make good the shortfall, if any.

The details of fund and plan asset position are as follows :

Funded Status :

(₹ in crores)

	AS AT 31/03/2020	AS AT 31/03/2019
Present value of funded defined benefit obligation	**212.32**	342.13
Fair value of plan assets	**(200.81)**	(340.44)
Deficit of Plan assets over obligations	**11.51**	1.69

The plan assets have been invested in government securities, private and public sector bonds.

Assumptions used in determining the present value obligation of the interest rate guarantee :

ACTUARIAL ASSUMPTIONS	AS AT 31/03/2020	AS AT 31/03/2019
(a) Government of India (GOI) bond yield	**6.53%-6.62%**	7.56%-7.60%
(b) Average remaining tenure of investment portfolio (in years)	**5.68**	4.93
(c) Expected guaranteed interest rate **	**8.50%**	8.65%

** Rate recommended by Central Board of Trustees, EPF for the FY 2019-20 and the same is used for valuation purpose.

The Holding Company contributed ₹ 6.01 crores to the Provident Fund Trust during the current year (Previous Year : ₹ 5.75 crores), and the same has been recognised in the Statement of Profit and Loss under the head Employee Benefits Expense.

During the current year, the Holding Company has made provision of ₹ 14.89 crores (Previous Year : ₹ 5.00 crores), being the change in remeasurement of the defined benefit plans, due to impairment in the value of certain investments made in securities by the trusts managing the defined benefit plans of the Holding Company.

NOTE 35 : SEGMENT REPORTING

The Group has identified two business segments as reportable segments on the basis of nature of business. The business segments comprise 1) Shipping business and 2) Offshore business.

The segments are defined as components of Group for which discrete financial information is available that is evaluated regularly by the Managing Directors of the segments in deciding how to allocate resources and assessing information.

Revenues and expenses attributable to segments are reported under each reportable segments.

Assets and liabilities that are attributable to segments are disclosed under each reportable segments.

(a) Segment reporting :

(₹ in crores)

	SHIPPING		OFFSHORE		TOTAL	
	CURRENT YEAR	PREVIOUS YEAR	CURRENT YEAR	PREVIOUS YEAR	CURRENT YEAR	PREVIOUS YEAR
Revenue :						
Total Revenue	**3155.38**	2923.10	**820.65**	927.25	**3976.03**	3850.35
Less : Inter Segment Revenue					**27.55**	30.41
Net Revenue					**3948.48**	3819.94
Results :						
Profit before Interest and Tax	**601.04**	331.22	**84.23**	232.12	**685.27**	563.34
Less : Interest	**317.52**	361.64	**132.72**	159.57	**450.24**	521.21
Total Profit/(Loss) before Tax	**283.52**	(30.42)	**(48.49)**	72.55	**235.03**	42.13
Provision for Taxation :						
- Current Tax	**25.98**	33.16	**0.85**	54.23	**26.83**	87.39
- MAT Credit Reversed/(Utilised)	**-**	(20.00)	**60.00**	-	**60.00**	(20.00)
- Deferred Tax (net)	**12.84**	-	**(71.78)**	(3.81)	**(58.94)**	(3.81)
Net Profit/(Loss)	**244.70**	(43.58)	**(37.56)**	22.13	**207.14**	(21.45)

	SHIPPING		OFFSHORE		TOTAL	
	CURRENT YEAR	PREVIOUS YEAR	CURRENT YEAR	PREVIOUS YEAR	CURRENT YEAR	PREVIOUS YEAR
Other Information :						
Capital Expenditure	**219.76**	755.30	**64.63**	44.74	**284.39**	800.04
Depreciation and Amortisation Expense	**476.74**	509.46	**266.07**	263.19	**742.81**	772.65
Impairment Loss	**-**	-	**-**	9.39	**-**	9.39
Interest Income	**44.30**	71.01	**28.38**	25.27	**72.68**	96.28

(₹ in crores)

	AS AT 31/03/2020	AS AT 31/03/2019
Assets		
- Shipping	**8520.79**	8813.47
- Offshore	**5312.03**	5556.75
Total	**13832.82**	14370.22
Liabilities		
- Shipping	**4940.30**	5277.90
- Offshore	**2096.88**	2282.65
Total	**7037.18**	7560.55

(b) Information concerning principal geographic areas is as follows :

(₹ in crores)

(i) REVENUE FROM OPERATIONS :	CURRENT YEAR	PREVIOUS YEAR
- Revenue from customers located outside India	**1610.05**	1469.24
- Revenue from customers located within India	**2046.88**	2037.00
	3656.93	3506.24

(ii) Substantial assets of the Group are ships/rigs, which are operating across the world, in view of which they can not be identified by any particular geographical area.

(c) Information about major customers :

Included in charter hire revenues arising from offshore segment of ₹ 820.65 crores (Previous Year : ₹ 927.25 crores) are revenues of approximately ₹ 674.35 crores (Previous Year : ₹ 774.27 crores) which arose from sales to the Group's largest customer. No other single customers contributed 10% or more to the Group's revenue for both FY 2018-2019 and FY 2019-2020.

NOTE 36 : RIGHT-OF-USE ASSETS (ROU) AND LEASE LIABILITIES

The Group's lease assets primarily consist of leases for buildings and IT equipments. For transition, the Group has elected to apply recognition exemption as per Ind AS 116 for leases which are expiring within 12 months from the date of transition by class of assets and leases for which the underlying asset is of low value on a lease by lease basis. The Group has also used the practical expedient provided by the standard when applying Ind AS 116 to leases. The Group has used a single discount rate to a portfolio of leases with similar characteristics.

Right-of-use Assets (ROU)

(₹ in crores)

	CURRENT YEAR	PREVIOUS YEAR
Opening Balance	**-**	-
Transition impact of Ind AS 116	**20.80**	-
Addition	**4.76**	-
Depreciation	**(7.77)**	-
Closing Balance	**17.79**	-

The aggregate depreciation on ROU assets has been included under depreciation and amortisation expense in the Statement of Profit and Loss.

Lease Liabilities :

The following is the movement in lease liabilities :

(₹ in crores)

	CURRENT YEAR	PREVIOUS YEAR
Opening Balance	**-**	-
Addition	**25.56**	-
Finance cost accrued during the year	**1.08**	-
Payment of lease liability	**(8.22)**	-
Closing Balance (Refer Note 40(E)(v))	**18.42**	-

Rental expenses recorded for short term lease were ₹ 0.16 crore for the year ended March 31, 2020.

NOTE 37 : RELATED PARTY TRANSACTIONS

(I) List of Related Parties :

(a) Key Management Personnel and close members of their family in employment with the Holding Company as at March 31, 2020 :

Mr. K. M. Sheth	- Non - Executive Chairman, father of Mr. Bharat K. Sheth and Mr. Ravi K. Sheth
Mr. Bharat K. Sheth	- Deputy Chairman and Managing Director
Mr. Tapas Icot	- Executive Director and President-Shipping
Mr. G Shivakumar	- Executive Director and Chief Financial Officer
Mr. Jayesh Trivedi	- Company Secretary
Mr. Ravi K. Sheth	- Non - Executive Director of Holding Company, Executive Director of subsidiary company
Mr. Berjis Desai	- Non - Executive Director
Mr. Cyrus Guzder	- Non - Executive Director
Mr. Farrokh Kavarana	- Non - Executive Director (up to November 13, 2019)
Mrs. Rita Bhagwati	- Non - Executive Director
Dr. Shankar Acharya	- Non - Executive Director
Mr. Vineet Nayyar	- Non - Executive Director
Mr. Raju Shukla	- Non - Executive Director (w.e.f. June 1, 2019)
Mr. Ranjit Pandit	- Non - Executive Director (w.e.f. June 1, 2019)
Mr. Rahul R. Sheth	- Son of Mr. Ravi K. Sheth
Ms. Nirja B. Sheth	- Daughter of Mr. Bharat K. Sheth

(b) Other related parties where transactions exist :

Employees' Benefit Plans :

The Provident Fund of The Great Eastern Shipping Company Ltd.
The Great Eastern Shipping Co. Ltd. Employees Gratuity Fund
The Great Eastern Shipping Co. Limited Executives Superannuation Fund
The Great Eastern Shipping Co. Ltd. Floating Staff Superannuation Fund
The Great Eastern Shipping Co. Ltd. Staff Superannuation Fund
Greatship (India) Limited Employees Gratuity Trust

(II) Transactions with Related Parties :

(₹ in crores)

(A) NATURE OF TRANSACTIONS	OTHER RELATED PARTIES		KEY MANAGEMENT PERSONNEL AND THEIR CLOSE FAMILY MEMBERS	
	CURRENT YEAR	PREVIOUS YEAR	CURRENT YEAR	PREVIOUS YEAR
Contribution to post-employment benefit plans (Refer Note (i) below)	**15.68**	15.06	**-**	-
Compensation to key management personnel and close members of their family				
- Salaries	**-**	-	**12.97**	14.40
- Post-employment benefits (Refer Note (ii) below)	**-**	-	**9.79**	4.28
- Sitting fees	**-**	-	**0.89**	0.67
- Variable pay/Commission	**-**	-	**8.87**	8.06
- Dividend	**-**	-	**34.95**	23.21

(₹ in crores)

(B) OUTSTANDING BALANCES	OTHER RELATED PARTIES		KEY MANAGEMENT PERSONNEL AND THEIR CLOSE FAMILY MEMBERS	
	AS AT 31/03/2020	AS AT 31/03/2019	AS AT 31/03/2020	AS AT 31/03/2019
Payables				
- Post-employment benefit plans	**11.91**	2.49	**-**	-
- Variable pay/Commission payable	**-**	-	**8.87**	8.06
- Provision for retirement benefits	**-**	-	**41.94**	35.29

Notes :

(i) Contribution to post-employment benefit plans to the extent of ₹ 1.33 crores (Previous Year : ₹ 1.33 crores) is included in Post-employment benefits under key management personnel and their close family members.

(ii) Post-employment benefits include provision for retirement pension benefits payable ₹ 6.66 crores (Previous Year : ₹ 1.38 crores) on the basis of actuarial valuation as per the Retirement Benefits Scheme approved by the Board of Directors.

NOTE 38 : CAPITAL COMMITMENTS

(₹ in crores)

PARTICULARS	AS AT 31/03/2020	AS AT 31/03/2019
Estimated amount of contracts, net of advances paid thereon, remaining to be executed on capital account and not provided for	**51.00**	115.01

NOTE 39 : CONTINGENT LIABILITIES

(₹ in crores)

SR. NO.	PARTICULARS	AS AT 31/03/2020	AS AT 31/03/2019
Claims against the Group, not acknowledged as debts :			
(a)	Sales Tax demands under BST Act, CST Act and VAT Act	**138.86**	141.37
(b)	Demand from the Office of the Collector and District Magistrate, Mumbai City and from Brihanmumbai Mahanagarpalika towards transfer charges for transfer of premises not acknowledged by the Holding Company.	**4.34**	4.34
(c)	Demand for Custom Duty disputed by the respective Companies [The Holding Company has given bank guarantees amounting to ₹ 3.63 crores (as at March 31, 2019 : ₹ 3.63 crores) against the said Custom Duty demand]	**21.39**	21.38
(d)	Service Tax Demands disputed by the respective Companies Demand pertains to jurisdictional applicability on charter hire, excess utilisation of CENVAT Credit, supply of fuel/diesel by the charterers and non-payment of service tax under reverse charge mechanism on various input services received from foreign vendors. Appeals have been filed against these demand orders before the appellate authorities.	**418.38**	418.38
(e)	Income Tax Demands for various Assessment Years disputed by the respective Companies	**60.94**	57.67
(f)	Demand for wharfage charges against which the Holding Company has tendered a Bank Guarantee. Stay is obtained under a Writ Petition filed against Chennai Port Trust for restraining encashment of Bank Guarantee.	**0.99**	0.99

Notes :

(i) It is not practicable for the Group to estimate the timings of cash outflows, if any, in respect of the above pending resolution of the respective proceedings as it is determinable only on receipt of judgements/decisions pending with various forums/authorities.

(ii) The Group does not expect any reimbursements in respect of the above contingent liabilities.

(iii) The Group's pending litigations comprise of claims pertaining to proceedings pending with Income Tax, Custom, Sales Tax/VAT, Service Tax and other authorities. The Group has reviewed all its pending litigations and proceedings and has adequately provided for where provisions were required and disclosed as contingent liabilities where applicable, in its financial statements. The Group does not expect the outcome of these proceedings to have a materially adverse effect on its financial results.

NOTE 40 : FINANCIAL INSTRUMENTS

A. Capital Management :

The Group's capital management is intended to create value for shareholders by facilitating the meeting of long-term and short-term goals of the Group.

The capital structure of the Group consists of net debt (borrowings as detailed in Note 18 and offset by cash and bank balances and current investments) and total equity of the Group.

The Group is not subject to any externally imposed capital requirements.

The Group's risk management committee reviews the capital structure of the Group on a regular basis considering the cyclicity of business.

The gearing ratio was as follows :

(₹ in crores)

	AS AT 31/03/2020	AS AT 31/03/2019
Debt *	**5302.14**	6032.15
Less : Cash and bank balances (other than margin money deposits and unpaid dividend account) including current investments	**(3499.06)**	(3497.89)
Net debt	**1803.08**	2534.26
Total equity	**6795.64**	6809.67
Net debt to equity ratio	**0.27**	0.37

* Debt includes redeemable non-convertible debentures and term loans from banks.

B. Financial Assets and Liabilities :

The significant accounting policies, including the criteria for recognition, the basis of measurement and the basis on which incomes and expenses are recognised, in respect of each class of financial asset, financial liability and equity instruments are disclosed in Note 1(q) to the financial statements.

The carrying amounts of financial instruments by categories are as follows :

(₹ in crores)

	AS AT 31/03/2020	AS AT 31/03/2019
Financial Assets :		
Measured at Amortised Cost		
- Trade Receivables	**346.35**	302.98
- Cash and Cash Equivalents	**1614.22**	1383.83
- Other Bank Balances	**877.56**	1538.04
- Other Financial Assets	**225.14**	248.95
Measured at Fair value through Profit or Loss		
- Investments in Mutual Funds	**961.97**	542.12
- Investments in Quoted Equity Shares	**0.70**	11.88
- Derivative Contracts	**88.93**	95.94
Measured at Fair value through OCI		
- Investments in Quoted Equity Shares	**0.39**	47.10
- Derivative Contracts	**0.05**	17.09
Total	**4115.31**	4187.93

(₹ in crores)

	AS AT 31/03/2020	AS AT 31/03/2019
Financial Liabilities :		
Measured at Amortised Cost		
- Borrowings	**5276.82**	5998.94
- Trade Payables	**358.24**	321.88
- Other Financial Liabilities	**215.02**	229.48
Measured at Fair value through Profit or Loss		
- Derivative Contracts	**762.85**	651.52
Measured at Fair value through OCI		
- Derivative Contracts	**77.50**	4.61
Total	**6690.43**	7206.43

The fair values of the above financial assets and financial liabilities are not materially different from their carrying amounts.

C. Fair value hierarchy :

The fair value hierarchy is based on inputs to valuation techniques that are used to measure fair value that are either observable or unobservable and consists of the following three levels :

> Level 1 - Inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities.

> Level 2 - Inputs are other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

> Level 3 - Inputs are not based on observable market data (unobservable inputs). Fair values are determined in whole or in part using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

The following table presents assets and liabilities measured at fair value and classified by the level of the following fair value measurements hierarchy:

(₹ in crores)

	AS AT 31/03/2020	AS AT 31/03/2019
Financial Assets :		
Measured at Level 2		
- Investments in Mutual Funds	**884.34**	542.12
- Investments in Quoted Equity Shares	**78.72**	58.98
- Derivative Contracts	**88.98**	113.03
Total	**1052.04**	714.13
Financial Liabilities :		
Measured at Level 2		
- Derivative Contracts	**840.35**	656.13
Total	**840.35**	656.13

Valuation technique and key inputs :

Investments in Mutual Funds are valued at the net asset value of the respective units. Derivative instruments are fair valued at the discounted cash flows. Future cash flows are estimated based on forward exchange/ interest rates and contract forward/ interest rates discounted at a rate that reflects the credit risk of various counterparties.

D. Derivative financial instrument and risk management :

The Group uses foreign exchange forward contracts, options and interest rate swaps to hedge its exposure to the movements in foreign exchange rates. The use of these reduces the risk to the Group arising out of movement in exchange and interest rates. The Group does not use foreign exchange forward contracts, currency and interest rate swaps and options for trading purpose. The Group has also entered into cross currency swaps to swap its INR borrowings into US dollars to mitigate the exchange risk arising out of foreign currency receivables. The interest rate swap component in the cross currency swap reduces the effective interest costs to the Group. The Group also uses commodity futures contracts for hedging the exposure to bunker price risk.

(i) Derivative instruments in hedging relationship (Cash Flow Hedges) :

(a) Interest Rate Swap Contracts :

DETAILS	AS AT 31/03/2020	AS AT 31/03/2019
Total No. of contracts outstanding	**23**	19
Principal Notional Amount (USD in million)	**218.785**	224.728
Fair Value gain/(loss)- net (₹ in crores) (Excluding interest accrued)	**(60.52)**	11.27
Maturity Period	**Upto 6 Years**	Upto 6 Years

(b) Forward Exchange Contracts :

DETAILS	AS AT 31/03/2020		AS AT 31/03/2019	
	PURCHASE	SALE	PURCHASE	SALE
Total No. of contracts outstanding	**-**	**4**	6	-
Foreign Currency Value (USD in million)	**-**	**2.000**	16.000	-
Fair Value gain/(loss)- net (₹ in crores)	**-**	**(0.46)**	0.28	-
Maturity Period	**-**	**Upto 1 year**	Upto 1 Year	-

(c) Bunker Swap Contracts :

DETAILS	AS AT 31/03/2020		AS AT 31/03/2019	
	PURCHASE	SALE	PURCHASE	SALE
Total No. of contracts outstanding	**12**	**-**	23	-
No of Units in MT under above contracts	**50500**	**-**	46200	-
Fair Value gain/(loss)- net (₹ in crores)	**(14.80)**	**-**	0.95	-
Maturity Period	**Upto 3 Years**	**-**	Upto 3 Years	-

The interest rate swaps are entered to hedge interest payments from floating to fixed on borrowings. The bunker swaps are entered to hedge the bunker price risk. Fair value gains/(losses) on the interest rate swaps contracts and bunker swap contracts recognised in Cash Flow Hedging Reserve are transferred to the Statement of Profit and Loss as part of interest expense and fuel, oil and water expense on settlement. The fair value on reporting date is reported under "Other financial assets" and "Other financial liabilities".

The hedging loss recognised in other comprehensive income during the year is ₹ 121.86 crores (Previous Year : ₹ 51.30 crores) of which loss of ₹ 32.25 crores (Previous Year : ₹ 29.97 crores) has been reclassified to Statement of Profit and Loss.

(ii) Derivative instruments not in hedging relationship :

(a) Forward Exchange Option Contracts :

DETAILS	AS AT 31/03/2020		AS AT 31/03/2019	
	PURCHASE	SALE	PURCHASE	SALE
Total No. of contracts outstanding	**-**	**-**	-	2
Foreign Currency Value (USD in million)	**-**	**-**	-	8.000
Fair Value gain/(loss)- net (₹ in crores)	**-**	**-**	-	0.57
Maturity Period	**-**	**-**	-	Upto 1 Year

(b) Forward Exchange Contracts :

DETAILS	AS AT 31/03/2020		AS AT 31/03/2019	
	PURCHASE	SALE	PURCHASE	SALE
Total No. of contracts outstanding	**-**	**4**	3	-
Foreign Currency Value (USD in million)	**-**	**6.000**	8.708	-
Fair Value gain/(loss)- net (₹ in crores)	**-**	**(1.38)**	(0.03)	-
Maturity Period	**-**	**Upto 1 year**	Upto 1 year	-

(c) Interest Rate Collar Contracts :

DETAILS	AS AT 31/03/2020	AS AT 31/03/2019
Total No. of contracts outstanding	**3**	3
Principal Notional Amount (USD in million)	**24.140**	26.560
Fair Value gain/(loss)- net (₹ in crores)	**(8.54)**	(1.18)
Maturity Period	**Upto 5 Years**	Upto 6 Years

(d) Cross Currency Forward Exchange Contracts (USD to EUR) :

DETAILS	CURRENCY	AS AT 31/03/2020	AS AT 31/03/2019
Total No. of contracts outstanding		-	1
Foreign Currency Value (USD in million)	USD/EUR	-	1.132
Fair Value gain/(loss)- net (₹ in crores)		-	-*
Maturity Period		-	Upto 1 Year

* Amount less than ₹ One Lakh

Forward exchange option contracts, forward exchange contracts and cross currency forward exchange contracts mentioned under (ii) above economically hedge the underlying exposures but hedge accounting is not opted for the same. The gains/(losses) on such are recognised in the Statement of Profit and Loss.

Forward exchange option contracts, forward exchange contracts and cross currency forward exchange contracts were entered into to hedge existing transactions / firm commitments denominated in foreign currency.

(iii) Currency Swap Contracts :

(a) Currency Swap Contracts (INR to USD) :

DETAILS	CURRENCY	AS AT 31/03/2020	AS AT 31/03/2019
Total No. of contracts outstanding		**35**	38
Principal Notional Amount (₹ in crores)	INR/USD	**2500.00**	3160.00
Fair Value gain/(loss)- net (₹ in crores)		**(665.67)**	(554.95)
Maturity Period		**Upto 9 Years**	Upto 10 Years

The mark-to-market loss on above mentioned currency swap contracts is recognised in the Statement of Profit and Loss.

E. Market risk :

(i) Foreign currency risk management :

The Group undertakes transactions denominated in foreign currencies; consequently, exposures to exchange rate fluctuation arise.

The Group's exposure to unhedged foreign currency is listed as under :

DETAILS	CURRENCY	AS AT 31/03/2020 (CURRENCY IN MILLIONS)	AS AT 31/03/2019 (CURRENCY IN MILLIONS)	AS AT 31/03/2020 (₹ IN CRORES)	AS AT 31/03/2019 (₹ IN CRORES)
Loan Liabilities and Payables	**AED**	**2.892**	0.943	**5.96**	1.77
	AUD	**0.011**	0.145	**0.05**	0.71
	BRL	**-**	16.828	**-**	29.94
	CAD	**0.017**	0.008	**0.09**	0.04
	CHF	**0.029**	0.001	**0.23**	0.01
	CNY	**-**	0.144	**-**	0.15
	DKK	**1.607**	0.350	**1.78**	0.36
	EUR	**3.428**	1.715	**28.37**	13.32
	GBP	**0.077**	0.309	**0.72**	2.78
	JPY	**132.390**	48.288	**9.27**	3.01
	MYR	**0.194**	0.195	**0.34**	0.33
	NOK	**0.961**	0.257	**0.69**	0.21
	SAR	**0.391**	0.008	**0.79**	0.01
	SEK	**0.026**	-	**0.02**	-

DETAILS	CURRENCY	AS AT 31/03/2020 (CURRENCY IN MILLIONS)	AS AT 31/03/2019 (CURRENCY IN MILLIONS)	AS AT 31/03/2020 (₹ IN CRORES)	AS AT 31/03/2019 (₹ IN CRORES)
	SGD	**4.636**	2.202	**24.58**	11.24
	USD	**816.206**	969.147	**6176.23**	6701.65
	ZAR	**0.124**	1.965	**0.07**	0.94
Receivables	**AUD**	**0.006**	0.136	**0.03**	0.67
	CAD	**0.002**	-	**0.01**	-
	CHF	**0.031**	-	**0.24**	-
	DKK	**0.129**	-	**0.14**	-
	EUR	**0.558**	0.134	**4.62**	1.04
	GBP	**0.024**	0.016	**0.23**	0.14
	JPY	**6.612**	19.619	**0.46**	1.22
	MYR	**-**	0.030	**-**	0.05
	NOK	**0.904**	-	**0.65**	-
	SAR	**0.038**	-	**0.08**	-
	SGD	**0.273**	0.221	**1.45**	1.13
	USD	**40.965**	45.531	**309.98**	314.85
Bank Balances	**AED**	**0.084**	0.019	**0.17**	0.04
	EUR	**0.231**	0.190	**1.91**	1.47
	GBP	**0.063**	0.086	**0.58**	0.78
	SGD	**0.857**	0.502	**4.55**	2.56
	USD	**269.739**	336.442	**2041.11**	2326.49

Sensitivity Analysis :

A 5% strengthening / weakening of Indian Rupee against key currencies to which the Group is exposed (net of hedge), with all other variables being held constant, would have led to approximately a gain / loss of ₹ 194.15 crores (Previous Year : ₹ 205.80 crores) in the Statement of Profit and Loss.

(ii) Interest rate risk :

The Group has mix of fixed and floating rate loans and generally uses Interest rate swaps as cash flow hedges of future interest payments, which have economic effect of converting the borrowings from floating to fixed interest rate loans. Under the Interest rate swaps, the Group agrees with other parties to exchange, at specified intervals, the difference between fixed contract rates and floating rate interest amounts calculated by reference to the agreed notional principal amounts.

Interest rate risk is measured by using the cash flow sensitivity for changes in variable interest rate. The borrowings of the Group are principally denominated in rupees and US dollars with a mix of fixed and floating rates of interest. The Group hedges its US dollar interest rate risk through interest rate swaps to reduce the floating interest rate risk. The Group has exposure to interest rate risk, arising principally on changes in base lending rate and LIBOR rates. The risk is managed by the Group by maintaining an appropriate mix between fixed and floating rate borrowings, and by the use of interest rate swap contracts.

The following table provides a breakup of the Group's fixed and floating rate borrowings :

(₹ in crores)

	AS AT 31/03/2020	AS AT 31/03/2019
Fixed Rate Borrowings	**2500.00**	3175.00
Floating Rate Borrowings	**2802.14**	2857.15
Total Borrowings (Gross)	**5302.14**	6032.15

Sensitivity Analysis :

The sensitivity analysis has been determined based on the exposure to interest rates for floating rate liabilities. A 0.50% decrease in interest rates would have led to approximately gain of ₹ 6.09 crores (Previous Year : ₹ 7.60 crores) in the Statement of Profit and Loss. A 0.50% increase in interest rate would have led to an equal but opposite effect.

(iii)Price risk :

The Group is mainly exposed to the price risk due to its investment in debt mutual funds. The price risk arises due to uncertainties about the future market values of these investments.

Sensitivity Analysis :

A 1% increase in prices would have led to approximately an additional gain of ₹ 8.71 crores (Previous Year : ₹ 4.71 crores) in the Statement of Profit and Loss. A 1% decrease in prices would have led to an equal but opposite effect.

(iv)Credit risk management :

Credit risk refers to the risk that a counter party will default on its contractual obligations resulting in financial loss to the Group. The major class of financial asset of the Group is trade receivables. For credit exposures to customer, the management assesses the credit quality of the customer, taking into account its financial position, past experience and other factors.

As the Group does not hold any collateral, the maximum exposure to credit risk for each class of financial instruments is the carrying amount of that class of financial instruments presented on the statement of financial position.

Cash and Cash Equivalents, derivatives and mutual fund investments :

Credit risk on cash and cash equivalents is limited as the Group invests in deposits with banks with high credit ratings assigned by international and domestic credit rating agencies. Investments primarily include investments in liquid mutual funds units from reputed funds. For derivative and financial instruments, the Group attempts to limit the credit risk by only dealing with reputable banks having high credit-ratings assigned by credit-rating agencies.

Trade receivables :

Trade receivables consist of a large number of various types of customers, spread across geographical areas. Credit risk arising from trade receivables is managed in accordance with the Group's established policy, procedures and control relating to customer credit risk management. Ongoing credit evaluation is performed on these trade receivables and where appropriate, allowance for losses are provided.

Exposure to credit risk :

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk was ₹ 4115.31 crores as at March 31, 2020 (as at March 31, 2019 : ₹ 4187.93 crores), being the total of cash and cash equivalents, other bank balances, trade receivables, investments in mutual funds and other financial assets including derivatives instruments.

The ageing analysis of the trade receivables of the Group that are past due but not provided as doubtful debts is as follows :

(₹ in crores)

	AS AT 31/03/2020	AS AT 31/03/2019
Overdue		
- Less than 180 days	**320.86**	289.63
- More than 180 days	**25.49**	13.35
	346.35	302.98

The carrying amounts of trade receivables provided as doubtful debts are as follows :

(₹ in crores)

	AS AT 31/03/2020	AS AT 31/03/2019
Overdue		
- Less than 180 days	**12.77**	11.50
- More than 180 days	**24.90**	12.52
Less : Allowance for doubtful debts	**(37.67)**	(24.02)
	-	-

(v) Liquidity risk management :

Liquidity risk may arise from inability to meet financial obligations, including loan repayments and payments for vessel acquisitions. This is dealt with by keeping low leverage, as a result of which the Group is able to borrow even in challenging markets. It is also mitigated by keeping substantial liquidity at all times, which enables the Group to capitalise on any opportunities that may arise.

The following table shows the maturity analysis of the financial liabilities based on contractually agreed undiscounted cash flows :

(₹ in crores)

	PAYABLE WITHIN 1 YEAR	PAYABLE WITHIN 2 - 5 YEARS	MORE THAN 5 YEARS	TOTAL
As at March 31, 2020				
Borrowings	497.96	3258.87	1545.31	5302.14
Interest Commitments	296.72	854.29	180.17	1331.18
Trade Payables	358.24	-	-	358.24
Unpaid Dividend	10.51	-	-	10.51
Interest Accrued but not due on Borrowings	130.77	-	-	130.77
Derivative Contracts	94.17	585.19	160.99	840.35
Other Financial Liabilities	55.32	-	-	55.32
Lease Liabilities	6.72	10.38	1.32	18.42
	1450.41	**4708.73**	**1887.79**	**8046.93**
As at March 31, 2019				
Borrowings	1163.68	2320.80	2547.67	6032.15
Interest Commitments	354.41	1027.64	330.74	1712.79
Trade Payables	321.88	-	-	321.88
Unpaid Dividend	9.90	-	-	9.90
Interest Accrued but not due on Borrowings	171.09	-	-	171.09
Derivative Contracts	294.87	354.28	7.26	656.41
Provision for Dividend Distribution Tax	5.06	-	-	5.06
Other Financial Liabilities	43.15	-	-	43.15
Lease Liabilities	-	-	-	-
	2364.04	**3702.72**	**2885.67**	**8952.43**

NOTE 41 : GOVERNMENT GRANTS

The Group receives government assistance in the form of Duty Free Credit Entitlement Certificates (DFCEC) under Service Exports From India Scheme (SEIS), which are issued to eligible Indian service providers having free foreign exchange earnings. It can be utilised for duty-free imports of office and professional equipment, spares, furniture and consumables or any other items notified by the Government from time to time.

Following are the balances of DFCEC Licenses held by the Group :

(₹ in crores)

	CURRENT YEAR	PREVIOUS YEAR
Opening Balance	**2.96**	14.81
Add : Licenses received during the year	**3.83**	-
Less : Amount utilised during the year	**(3.80)**	(11.85)
Less : Amount lapsed during the year	**(2.27)**	-
Closing Balance	**0.72**	2.96

NOTE 42 : CORPORATE SOCIAL RESPONSIBILITY (CSR)

As part of its Corporate Social Responsibity, the Group has spent ₹ 6.20 crores (Previous Year : ₹ 11.15 crores) for promoting education, knowledge enhancement and other activities during the current year (Refer Note 31(n)).

NOTE 43 : CONTRACT BALANCES

(₹ in crores)

PARTICULARS	AS AT 31/03/2020	AS AT 31/03/2019
Trade Receivables	**346.35**	302.98
Contract Assets	**133.23**	147.42
Contract Liabilities	**22.12**	12.08

(₹ in crores)

	CURRENT YEAR	PREVIOUS YEAR
Revenue recognised in the reporting period included in opening contracted liabilities	**12.08**	26.01

Contract assets include mainly unbilled revenue. Contract liabilities are towards charter hire received in advance and part of the freight amount received for incomplete voyages which will be recognised as per progress of the voyage.

Applying the practical expedient as given in Ind AS 115, the Group has not disclosed the remaining performance obligation related to contracts as the original expected duration of these contracts is one year or less.

Payment terms differ for each charter party contract. In case of time charter, the amounts receivable from customers become due in advance on raising of invoice and in case of voyage charter, after expiry of credit period which on an average is a maximum of 90 days.

NOTE 44 : ASSET CLASSIFIED AS HELD FOR SALE

During the previous year, the Holding Company had contracted to sell its 1994 built Very Large Gas Carrier named 'Jag Vishnu' to be delivered in the first quarter of the financial year 2019-20.

NOTE 45 : TIME CHARTER

The Group has entered into time charter agreements for vessels and rigs.

Future charter hire receivables under these time charter arrangements are as follows :

(₹ in crores)

PARTICULARS	AS AT 31/03/2020
Total Future Time Charter Receivables *	
- Less than 1 year	**1081.97**
- More than 1 year and less than 5 years	**827.48**
- More than 5 years	**-**

* the receivables (undiscounted) are calculated on full term employment basis at operating days rates as per time charter agreements.

Note:

The Group's operations include deployment of vessels on time charter basis and provision of drilling services involving use of rigs for short to medium term. The operation and maintenance of the rigs and vessels given on time charter, which includes specialised activities, is responsibility of the Group under the contract. Accordingly, the Group deploys trained and skilled crew to undertake offshore drilling operations using the rigs and to run the vessels for providing logistics services or for shipment of cargo, and ensures maintenance of these assets including dry docking, as per applicable regulatory standards. The charterer does not deploy its crew for these activities. The time charter rate negotiated with the charterer for provision of services which, inter-alia, involves all the above activities is a lumpsum day rate as per the industry practice, and hence, it is not possible to segregate any lease component embedded in the time charter rate for the purposes of the Indian Accounting Standard (Ind AS) 116.

NOTE 46 :

The shipping and offshore operations of the Group have continued with minimal disruption following the COVID-19 lockdown. Certain operational challenges arising due to the lockdown, including movement of manpower and materials, are being appropriately addressed by the Management. The internal financial reporting and controls of the Group have been operating satisfactorily with support of technology.

For shipping, the impact of the covid-19 has been different across different types of assets. Tankers have not been negatively impacted, while dry bulk has. The offshore assets under term contracts with reputed customers continue to operate as per the original schedule. While there may be some volatility in markets and earnings, this has not materially impacted the rates considered in assessing recoverable amounts of the property, plant and equipment. The Group has assessed the possible effects from the pandemic on the carrying amounts of receivables and unbilled revenues, and expects the carrying amount of these assets to be fully recoverable.

The Group has adequate resources including liquid investments and cash and cash equivalents to meet its financial obligations for the foreseeable future. The impact of COVID-19 may differ from that estimated as at the date of approval of these financial results.

NOTE 47 : ADDITIONAL INFORMATION AS REQUIRED BY SCHEDULE III OF THE COMPANIES ACT, 2013

As at and for the year ended March 31, 2020

NAME OF ENTERPRISE	NET ASSETS, I.E., TOTAL ASSETS MINUS TOTAL LIABILITIES		SHARE IN PROFIT OR LOSS		SHARE IN OTHER COMPREHENSIVE INCOME		SHARE IN TOTAL COMPREHENSIVE INCOME	
	AS % OF CONSOLIDATED NET ASSETS	₹ IN CRORES	AS % OF CONSOLIDATED PROFIT OR LOSS	₹ IN CRORES	AS % OF CONSOLIDATED OTHER COMPREHENSIVE INCOME	₹ IN CRORES	AS % OF CONSOLIDATED TOTAL COMPREHENSIVE INCOME	₹ IN CRORES
Parent								
The Great Eastern Shipping Co. Ltd.	74.56%	5067.05	135.50%	280.69	3.53%	2.13	105.74%	282.82
Indian Subsidiaries								
Greatship (India) Ltd.	41.72%	2835.05	-31.26%	(64.75)	7.81%	4.71	-22.45%	(60.04)
Great Eastern CSR Foundation	0.14%	9.38	-0.71%	(1.47)	-	-	-0.55%	(1.47)
Foreign Subsidiaries								
The Greatship (Singapore) Pte. Ltd.	0.09%	6.31	0.23%	0.47	0.25%	0.15	0.23%	0.62
The Great Eastern Chartering L.L.C. (FZC)	2.71%	184.33	11.65%	24.13	86.37%	52.09	28.50%	76.22
	119.23%	8102.12	115.41%	239.07	97.96%	59.08	111.48%	298.15
Intercompany Eliminations/Adjustments	-19.23%	(1306.48)	-15.41%	(31.93)	2.04%	1.23	-11.48%	(30.70)
Total	**100.00%**	**6795.64**	**100.00%**	**207.14**	**100.00%**	**60.31**	**100.00%**	**267.45**

As at and for the year ended March 31, 2019

NAME OF ENTERPRISE	NET ASSETS, I.E., TOTAL ASSETS MINUS TOTAL LIABILITIES		SHARE IN PROFIT OR LOSS		SHARE IN OTHER COMPREHENSIVE INCOME		SHARE IN TOTAL COMPREHENSIVE INCOME	
	AS % OF CONSOLIDATED NET ASSETS	₹ IN CRORES	AS % OF CONSOLIDATED PROFIT OR LOSS	₹ IN CRORES	AS % OF CONSOLIDATED OTHER COMPREHENSIVE INCOME	₹ IN CRORES	AS % OF CONSOLIDATED TOTAL COMPREHENSIVE INCOME	₹ IN CRORES
Parent								
The Great Eastern Shipping Co. Ltd.	74.39%	5065.72	90.77%	(19.47)	-21.13%	(7.61)	-185.99%	(27.08)
Indian Subsidiaries								
Greatship (India) Ltd.	42.51%	2895.09	36.74%	(7.88)	143.49%	51.67	300.76%	43.79
Great Eastern CSR Foundation	0.16%	10.85	1.63%	(0.35)	-	-	-2.40%	(0.35)
Foreign Subsidiaries								
The Greatship (Singapore) Pte. Ltd.	0.12%	8.17	-5.97%	1.28	0.31%	0.11	9.55%	1.39
The Great Eastern Chartering L.L.C. (FZC)	2.00%	136.32	-23.31%	5.00	-22.97%	(8.27)	-22.46%	(3.27)
	119.18%	8116.15	99.86%	(21.42)	99.70%	35.90	99.46%	14.48
Intercompany Eliminations/Adjustments	-19.18%	(1306.48)	0.14%	(0.03)	0.30%	0.11	0.54%	0.08
Total	**100.00%**	**6809.67**	**100.00%**	**(21.45)**	**100.00%**	**36.01**	**100.00%**	**14.56**

NOTES:

A TRIBUTE TO OUR SEAFARERS

who continue to carry out their duties during the global Covid-19 pandemic.

In the middle of the ocean,
the sun sets over the sea.
Looking at the setting sun,
a sailor dreams of his family.

It's been so long since he's seen them,
his family and kids so sweet.
Duty calls him far away,
will be a while before they meet.

Salute aapko oh sailor,
aapka bada hai kaam.
Great Eastern parivar ke
aapko hazaron salam.

There is so much suffering, he knows it,
though the ocean is so calm.
The world at this time needs him,
aaya hai yeh paigaam.

Pahuchani hai jarooratein,
sailor ki yahi hai reet.
Gehra samundar tai karke,
hogi Covid par jeet.

Salute aapko oh sailor,
aapka bada hai kaam.
Great Eastern parivar ke
aapko hazaron salam.

Salute! fellow mariners,
each one of you so brave.
heedless of the dangers,
precious lives you save.

Soon we will be together,
we will wait for you iss paar.
Milke haraye Covid ko
yeh rahega intezaar.

Salute aapko oh sailor,
aapka bada hai kaam.
Great Eastern parivar ke
aapko hazaron salam.

Salute aapko oh sailor,
aapka bada hai kaam.
Bharat vaasiyon ke,
aapko hazaron salam.

We humbly thank them for their efforts.

Concept - Capt. Prakash Correa, *Vice President – Operations* | **Lyrics -** Mrs. Una P. Correa

THE GREAT EASTERN
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