



GLOBAL OFFSHORE SERVICES LIMITED

38th Annual Report 2015-16



.....Truly Global

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BOARD OF DIRECTORS

ASHOK GARWARE
(Executive Chairman)

ADITYA GARWARE
(Vice Chairman)
ceased to be Managing Director w.e.f. 10.11.2015

MANEESHA SHAH

S. S. AGGARWAL

A. K. THANAVALA

J. C. CHOPRA

S. Y. MULANI

**COMPANY SECRETARY &
PRESIDENT - LEGAL & ADMIN**

A.C. CHANDARANA

CHIEF FINANCIAL OFFICER

N. T. SENGUPTA

PRESIDENT - COMMERCIAL

K. S. DAVE

PRESIDENT - HSSE & TRAINING

CAPT. V. BAIJAL

PRESIDENT - TECHNICAL

Z. R. MEHTA

**GENERAL MANAGER - FINANCE
& ACCOUNTS**

P. S. SHAH

BANKERS

State Bank of India
State Bank of Travancore
United Bank of India

AUDITORS

MESSRS. RAMAN S. SHAH & ASSOCIATES
(Chartered Accountants)

REGISTERED OFFICE

101, Swapnabhoomi, 'A' Wing,
S.K.Bole Road, Dadar (W),
Mumbai – 400 028.

BRANCH

Goa

**REGISTRAR AND SHARE
TRANSFER AGENT**

BIGSHARE SERVICES PVT. LTD.
E-2/3, Ansa Industrial Estate,
Saki Vihar Road, Saki Naka,
Andheri (E), Mumbai - 400 072

MANAGEMENT DISCUSSION & ANALYSIS REPORT

While the year under Review was generally a good year for the Company, with contract coverage at almost 100%, oil prices continued to fall drastically and conditions in the Industry generally deteriorated overall.

The Offshore Support Vessel (OSV) sector continues to face extremely challenging times due to the prolonged downturn. As oil Companies adjust to the “new reality” of oil price by announcing further exploration and production cutbacks, overall utilisation of OSVs has fallen significantly over the last year. Depressed market conditions are evident from charter rates, the number of fixtures and asset prices, which have declined further across the majority of key regions. Rate renegotiations, and early terminations have also become “the norm”. Along with weak demand, over-supply continues to be a key problem.

The Industry:

- A full-scale downturn is underway in the OSV markets. Day rates for most vessel classes have approached OPEX levels, whilst asset prices have also fallen.
- Overall, charter rates in early 2016 are appx. 40% below the long-term average. The order book also remains a problem, particularly in the case of the PSV sector, where prompt resales from yards may become common if a consensus can be found between buyers’ and sellers’ price ideas.
- As a result of the weak market, the number of OSVs in lay-up globally has increased by over 600 since the start of 2015. Just over 100 of these are North Sea based Vessels.
- Number of deployed Rigs (Onshore & Offshore) reduced from 3578 in 2014 to 1606 in 2016 (a reduction of over 50% in last two years).

Opportunities & Threats:

One of the main challenges faced by OSV sector is the level of oversupply of Assets. With oil prices going down, Charter rates have decreased as well, impacting the revenues of almost all OSV owners in the sector. Overall utilisation of OSVs has fallen significantly over the last year. Scrapping could be a solution but it remains an uneconomical option due to limited weight of steel and often high cost to reach the breaking yard. As a result, the sector has opted for lay-up as a short-term solution.

Your Company is not isolated from the rate negotiations, early termination and shorter term contracts. Negotiated rates have now reached just above break even levels causing the Company’s Turnover to fall in the current year. Drastic measures for cutting cost had to be initiated against the wishes of Senior Management in an attempt to “remain afloat”.

Outlook:

There seems to be no immediate resolution to the plight of the market in the short term and unless oil prices rise substantially very soon and owners keep Vessels in lay-up for longer periods, depressed conditions are expected to continue for atleast the next few years.

Operational performance:

The average age of the Company’s fleet on a consolidated basis, stands at just over 5 years and could be considered to be one of the “younger” fleets in the industry.

Your company is also keenly aware of the need to ensure that costs are monitored closely and monies are spent prudently in order to be able to obtain the highest value out of all maintenance and repairs.

Risks and concerns:

After 18 months of low oil prices, the OSV sector continues to be severely challenged. It is clear that the sector still faces a large problem of oversupply. Charter rates and asset prices have continued to fall over the last 6 months with several owners now operating at or below OPEX levels. It is hard to imagine rates declining much further, yet additional cutbacks announced by oil Companies will result in more difficult times ahead.

A concerning point is, almost three quarters of the OSV order book was scheduled for delivery in 2016. However, given the current market conditions the delivery schedule is becoming increasingly uncertain and it is expected that a high number of units will be delayed or cancelled altogether. So far, many shipyards have agreed to slow down construction. However, even though OSV contracting at its lowest since 1996, this attitude could change going forward. In addition, it is thought that a significant proportion of the OSV order book has been already launched with many units near completion. It is therefore more likely than not that they will enter the fleet one way or another.

Internal control systems and adequacy:

Your company continues to emphasise the importance of the setup of suitable systems which would drive the performance of its various “verticals”. A regular audit of systems and processes on shore as well as offshore is carried out and findings help your Company improve continuously.

Cost management is an important issue for the company and the Technical, Procurement and Health & Safety teams are continuously exploring ways and means to be able to manage assets at optimal costs.

Training of onshore and offshore personnel continues to get the attention it deserves and special attention is being paid to this so as to retain good talent.

The Company is in the Process of getting accredited under ISO 9001:2015, ISO 14001:2015 and OHSAS 18001:2007. The Company expects the said accreditation to be beneficial in the long run.

HR and people:

The Employees of the Company continue to be its most important and valuable asset. The Company continue to hold small and effective training modules for its employees.

During the year under review, Capt. K. Kekre – President (Operations) retired from service.

Capt. V. Baijal joined the Company w.e.f. 01st February, 2016 as President – HSSE & Training.

In view of drastic fall in the revenues of the Company, all Employees / Consultants agreed to accept a reduction in salaries / fees ranging from 5% to 35%, depending upon their respective income “slabs”. This is expected to be a temporary phenomenon and once the revenues improve, the decision to reinstate / revise the salaries / consultancy fees will be taken by the Board of Directors.

The designations of certain key personnel’s and employees were revised effect from 1st January, 2016.

NOTICE

NOTICE is hereby given that the Thirty Eighth Annual General Meeting of the Members of Global Offshore Services Limited will be held on **Friday, 30th September, 2016 at 09:30 A.M.**, at "Garware Sabhagriha" F.P.H. Building, 5th Floor, Lala Lajpatrai Marg, Haji Ali, Mumbai – 400034 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2016 and Statement of Profit and Loss for the year ended on that date together with the Directors' and Auditors' Report thereon;
2. To appoint a Director in place of Mrs. Maneesha S. Shah (DIN: 00019794), who retires by rotation and being eligible, offers herself for re-appointment.
3. To re-appoint M/s. Raman S. Shah & Associates, Chartered Accountants (Firm Registration No. 119891W), as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting.

Registered Office:

101, Swapnabhoomi,
"A" Wing, S. K. Bole Road,
Dadar (W), Mumbai - 400028
CIN: L61100MH1976PLC019229

Date : 08th August, 2016

Place : Mumbai

By Order of the Board

Sd/-
A.C. Chandarana
Company Secretary &
President - Legal & Admin.

REQUEST TO THE MEMBERS

1. Members desiring any information on the Accounts at the Annual General Meeting are requested to write to the Company at least ten working days in advance of the Annual General Meeting so as to enable the Company to keep the information ready. Only the information which could be furnished will be furnished to the members.
2. Members are requested to bring their copy of the Annual Report to the Meeting.

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXY(IES) TO ATTEND AND VOTE ONLY ON A POLL INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.
A Proxy in order to be effective, must be received at the registered office of the company not less than 48 hours before the commencement of the Annual General Meeting.
2. The Register of Members and Share Transfer books of the Company will remain closed from Tuesday, 27th September, 2016 to Friday, 30th September, 2016 (both days inclusive).
3. For the convenience of Members, an attendance slip is annexed to the Proxy form. Members are requested to fill in and append their signatures at the space provided thereof and hand over the attendance slip at the entrance of the place of the Meeting. Proxy / Representative of a Member should mark on the attendance slip as 'Proxy' or 'Representative' as the case may be. Members are also requested not to bring with them any person, who is not a Member / Proxy.
4. Members are requested to notify email address, the change in Bank details, address, if any, immediately, quoting their Client ID No./ Folio No., Number of Shares held, etc. to the Company's Share Transfer Agents, 'M/s Bigshare Services Private Limited.
5. Members holding shares in identical names in more than one folio(s) are requested to write to the Company's Registered Office and / or Share Transfer Agent, and send their Share Certificates to enable Consolidation of their holding into one Folio.
6. All enquiries and correspondence regarding Transfer/Transmission of Shares, Dematerialisation, etc. should be addressed to Registrars and Share Transfer Agents of the Company, M/s Bigshare Services Pvt. Ltd., E-2/3 Ansa Industrial Estate, Sakivihar Road, Saki Naka, Andheri (E), Mumbai – 400072.
7. Voting through electronic means : Pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules 2014 and Regulation 44 of SEBI (Listing obligations and Disclosure Requirements) Regulation, 2015 the Company is pleased to :
 - i. Provide facility to the members by electronic means to cast their vote electronically from the remote place and the business may be transacted through such voting.
 - ii. The Company will provide the facility for voting through polling papers at the venue of the meeting and members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right at the meeting
 - iii. The members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again. The Company has engaged the services of central Depository Services Ltd. (CDSL) to provide e-voting facilities. The e-voting facility is available at the link <https://www.evotingindia.com>. The Company has fixed Saturday, 24th September, 2016 as the cut off date for determining voting right of the shareholders entitled to participate in the e-voting process.

The instructions for members for voting electronically are as under:-

- (i) The remote e-voting period begins on 27.09.2016 at 10.00 a.m. and ends on 29.09.2016 at 5.00 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 24.09.2016 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

Log on to the e-voting website www.evotingindia.com

- (ii) Click on Shareholders.
 (iii) Now Enter your User ID
 a. For CDSL: 16 digits beneficiary ID,
 b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
 (iv) Next enter the Image Verification as displayed and Click on Login.

If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number (refer serial no. printed on the name and address sticker/Postal Ballot Form/mail) in the PAN field. In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. E.g. If your name is Ramesh Kumar with serial number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

- (v) After entering these details appropriately, click on "SUBMIT" tab.
 (vi) Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
 (vii) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
 (viii) Click on the EVSN for Global Offshore Services Limited.
 (ix) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
 (x) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
 (xi) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
 (xii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
 (xiii) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
 (xiv) If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
 (xv) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store, Apple and Windows phone. Please follow the instructions as prompted by the mobile app while voting on your mobile.
 (xvi) Note for Non – Individual Shareholders and Custodians
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.

- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

(xviii) In case you have any queries or issues regarding e-voting, you may refer to the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under the help section or write an email to helpdesk.evoting@cdslindia.com.

- The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make Scrutiniser's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.

The Results shall be declared on Friday, 30th September, 2016. The Results declared, along with the Scrutinizer's Report, shall be placed on the Company's website www.globaloffshore.in and on the website of CDSL within two (2) working days of passing of the resolution and communicated to the Stock Exchanges where the Company is listed, viz. BSE Ltd., & National Stock Exchange of India Ltd.

8. E-voting is optional for Members. The Notice is sent electronically to all the shareholders who have registered their email addresses with the Company / Depositories and to other shareholders by courier.

Kindly note that the Shareholders can opt only for one mode of voting, i.e., either by Physical Ballot or e-voting. If members are opting for e-voting, then they should not vote by Physical Ballot also and vice versa.

9. Member(s) desiring to exercise his / her vote by using E-voting facility can log in any number of times till he / she has voted the resolution or till the end of the Voting Period, whichever is earlier.
10. Mr. S.M. Korde, Practicing Company Secretary (Membership No.ACS 563 & C.P No ACS-1079) is appointed as the Scrutinizer for conducting the e voting process and physical voting in a fair and transparent manner.
11. The Scrutinizer will submit his report of the votes polled through E-voting and physical voting, to the Chairman. The Chairman will, or in his absence, any other person so authorized by him will, announce the results of Voting on Friday, 30th September, 2016 immediately upon receipt from the Scrutinizer. The Scrutinizer's decision on the validity of the votes cast through E-voting and Physical Ballot shall be final. The Results shall be declared on 30.09.2016. The Results declared, along with the Scrutinizer's Report, shall be placed on the Company's website: www.globaloffshore.in within two (2) working days of passing of the resolution and communicated to the Stock Exchanges where the Company is listed, viz. BSE Ltd. and National Stock Exchange of India Ltd.
12. Details of Directors seeking re-appointment as required under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard (SS2) are as follows:

Name	Mrs. Maneesha S. Shah
Date of Birth	31.01.1967
DIN	00019794
Date of appointment on Board	30.11.1992
Relationship with other Directors inter-se	Daughter of Mr. Ashok B. Garware (Chairman) & sister of Mr. Aditya A. Garware (Vice-Chairman)
Qualification.	B.Com, LL.B
Experience in specific function area.	Legal
Directorship held in other companies	<ul style="list-style-type: none"> • Adsu Trading & Investment Co. Pvt. Ltd. • Masu Trading & Investment Co. Pvt. Ltd. • Mauve Trading & Investment Co. Pvt. Ltd. • Universal Investment Services Pvt. Ltd.
Memberships/ Chairmanships of Committee in other public limited companies (includes only Audit & Shareholders' / Stakeholders' Committee)	Nil
Shareholding, if any, in the Company	104988 Shares

Registered Office:

101, Swapnabhoomi,
"A" Wing, S. K. Bole Road,
Dadar (W), Mumbai - 400028
CIN: L61100MH1976PLC019229

Date : 08th August, 2016

Place : Mumbai

By Order of the Board

Sd/-

A.C. Chandarana
Company Secretary &
President - Legal & Admin.

DIRECTORS' REPORT

FOR THE YEAR ENDED 31ST MARCH, 2016

TO,

THE MEMBERS,

Your Directors are pleased to present their report as under:

1] FINANCIAL RESULTS:

PARTICULARS	Rs. in Crores	
	Year ended March 31, 2016	Year ended March 31, 2015
Income from operations (Net of Service Tax)	158.61	78.89
Other Operating Income	1.18	11.02
Other Income	0.42	1.50
Gross Income	160.21	91.41
Expenses for the year	89.34	46.27
Operating Profit for the year	70.87	45.14
Finance cost	18.26	9.25
Profit Before Depreciation	52.61	35.89
Depreciation	22.39	13.36
Profit Before Tax	30.22	22.53
Provision for Taxation:		
Current Tax	0.20	1.85
Tax for earlier (written back)/provision	0.01	---
Net Profit After Tax	30.01	20.68
Add : Balance of Profit brought forward from previous year.	152.27	136.19
Profit available for appropriation.	182.28	156.87
Less : Tonnage Tax Reserves	6.10	4.60
- General Reserves	-	-
- Proposed Dividend	-	-
- Tax on Proposed Dividend	-	-
Balance Carried forward	176.18	152.27

2] FINANCIAL HIGHLIGHTS:

Income from Operations (including Other Operating Income) for the year ended on 31.03.2016 stood at Rs.159.79 crores, as against Rs.89.91 crores for the previous year. Other Income for the year stood at Rs.0.42 crores as against Rs.1.50 crores for the previous year.

The Net Profit for the year ended 31.03.2016 stood at Rs.30.01 crores as against Rs. 20.68 crores for the previous year.

The increase in the Gross Income and the net profit of the Company was attributed to the fact that majority of the Company's fleet was on long term contract for most of the year, and M.V. Lachung and M.V. Mana which were acquired late in FY 2015-16, worked on long term contracts for most of the year.

The Company continues to opt for the Tonnage Tax Scheme.

3] OPERATIONS:

a) During the year under review :

- M.V.Garware-III, which was laid up and remained idle was sold.
- M.V.Meghna which worked in the Middle East spot market till May, 2015 was awarded a long term contract w.e.f. June, 2015. However, in March 2016, the Company was compelled to accept a reduction in the Charter rate for the Vessel rather than risk termination of the said Contract.
- M.V.Mana, M.V.Mahananda and M.V.Kamet continued to work on long term contract in the West Coast of India.
- M.V.Lachung was awarded a long term contract w.e.f. Sept 2015, working in the West Coast of India.
- M.V.Poorna was on a long term contract till December'15 and thereafter she has been working intermittently in the Middle East spot market.
- The Company "in chartered" one Vessel for a long term contract in India.

b) After the year under review:

One of the Company's charterers issued a notice for the termination of three Vessel contracts (including the contract for one "in chartered Vessel"). The said notice was also issued to 24 additional ships owned by others. Shipowners were able to convince the Charterer not to terminate the said contracts but had to accept a reduction of up to 50% in the daily charter rate to ensure that the Vessels stayed on contract. The same may apply to one more vessel on contract.

The Company accepted reduced rates, lest the vessels would have been off-hired and lay idle, as is the case of one other Vessel owned by the Company. Unfortunately, the reduced charter rates are not enough to service the existing repayment profile of debt, payment of opex, overheads and interest and therefore the Company is seeking options for changing the said profile. In the meantime as a measure to reduce costs, all employees have accepted a reduction in their salaries till such time the situation improves.

Credit Analysis & Research Ltd (CARE) has revised its rating to BBB+. However, this rating does not take into consideration the repricing of the charter contracts of the Vessels.

4] DIVIDEND:

In an attempt to conserve resources for "contingencies" in the future, your Directors regret their inability to recommend any Dividend.

5] FUTURE EXPANSION AND OUTLOOK:

As per Baker Hughes, World Rig Counts, the number of Oil Rigs (onshore and offshore) has reduced from 3578 in the calendar year 2014 to 2337 in the calendar year 2015 and 1606 in the current calendar year. This is a reduction of 50% compared to the number of Oil Rigs in 2014. The drastic "slide" in the price of oil continued during the year under review. After "bottoming" out at sub \$30 levels, oil prices started to climb again and have now reached about \$45 per barrel. Unfortunately, this rise of approximately 60% has not been enough for exploration activity to increase much – which would have a positive effect on the demand for Vessels - since there is no confidence as yet that prices will continue rising and the increase in price is "sustaining". Experts believe exploratory activities would see some increase if crude oil prices cross \$60 per barrel and sustains this level for a few months at least. Currently, there are more than 500 vessels laid up in the world. The Company's subsidiary, too, has "stacked" two of its Vessels in Europe.

There is unlikely to be much improvement in prices in 2016, with oversupply persisting and oil Companies trimming E&P expenditure, particularly on exploration activity, leading to lower requirements of rigs and consequently Offshore Vessels. With the repricing of the charter rates by the Company's charterers for three of the Company's vessels, "idling" of one vessel owned by the Company, and the expected termination of one additional contract, the Company has to now ensure that it "rides out this storm" over the next few years. Therefore, Company has no expansion plans in the foreseeable future.

6] SUBSIDIARY / WHOLLY OWNED SUBSIDIARY (WOS):

During the year under review there was no Company which became or ceased to be subsidiary / joint venture or associate Company. The Company has two Subsidiaries as detailed below:

a) Global Offshore Services B.V. - The Netherlands (GOSBV)

Global Offshore Services B.V has gone through an exceptionally challenging phase amidst the oil and gas sector going through price volatility and uncertainty.

The revenue from operations for the year was \$ 34.31 Mn (PY \$ 44.89 Mn.) and the loss recorded for the year ended 31st March, 2016 was \$ 6.7 Mn. (Previous Year profit \$ 5.51 Mn)

During the year, two of the vessels were off-hired after successful completion of 4 year contracts. Currently both of them are stacked up in North Sea.

The Company has entered into a term contract, with a renowned Oil Exploration Company in Europe for three of its vessels. However the charter rates at which the Vessels are working is not sufficient to cover opex, interest and service debt repayment.

One of the Company's Vessel working in Brazil was terminated by the Charterer without any warning whatsoever. The Company is now trying to place this Vessel on a term contract in Brazil itself.

The Company is in an advanced stage of discussions with the lenders to arrive at an agreeable solution to tide over this difficult period.

With regards to qualification in the Auditors Report of GOSBV, the Board clarify that: "GOSBV has sought the balance confirmation from the major creditors but failed to get the response before the completion of the audit."

b) Garware Offshore International Services Pte Ltd – Singapore (GOISPL)

The Company's wholly owned subsidiary, GOISPL based in Singapore achieved an operating income of \$ 4.93 Mn (previous year \$ 11.50 Mn). The Company suffered a loss of \$ 1.71 Mn (Previous Year \$ 0.12 mn).

During the year the Company operated only one vessel as against two vessels in the previous year. The Vessel, M.V. Everest which was on a long term contract in Brazil has been terminated. The loss incurred for the current year is mainly as a result of the substantial reduction in the charter rate which the Company had to accept midway through the year.

The Company has been successful in reaching an agreement for the restructuring of the Bareboat charter payable to the Owner of the vessel, M.V.Everest. The said agreement entails a reduction in daily charter hire, an extension of the charter period and a reduction in the purchase price of the Vessel at the end of the tenure of the charter. However as stated above, the Vessel which was on a long term contract in Brazil, has recently been terminated and is presently unemployed.

With regard to the comment made by the Statutory Auditors, the Board hereby clarify that "It is not possible for the Auditors to physically verify vessel's inventory, since the vessel was on a time charter with Petrobras in Brazil. As is the normal practice, Directors have certified the level of stock on vessel to the Auditors.

In view of general exemption granted by Ministry of Corporate Affairs vide Circular No.51/12/2007-CL-III dated 8.2.2011, the annual accounts of subsidiary companies and the related information required to be enclosed under the provisions of the Companies Act, 2013 are not enclosed.

The Company undertakes that such information shall be made available to the shareholders of the holding and subsidiary companies and shall also be kept for inspection at the Registered Office of the Company. The Company shall furnish hard copy of the same to any shareholder on demand.

7] LISTING FEES TO STOCK EXCHANGES:

The Company has paid the Listing Fees for the year 2016-17 to Bombay Stock Exchange Ltd. and The National Stock Exchange of India Ltd.

8] FIXED DEPOSITS:

During the year under review, no Deposits were accepted, remained unpaid or unclaimed as at the end of year under review pursuant to Chapter V of the Companies Act, 2013 and hence the details relating to deposits and details which are not in compliance under Chapter V of the Act are "NOT APPLICABLE".

9] RESPONSIBILITY STATEMENT:

The Directors confirm:

- a) That in the preparation of the Annual Accounts, the applicable accounting standards have been followed and that no material departures (save and except as stated in the Directors' Report) have been made from the same.
- b) That they have 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 year and the Profit of the Company for that year ended as on 31.03.2016.
- c) That they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with provision of the Companies Act, 2013, for safe-guarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- d) That they have prepared the Annual Accounts on a going concern basis.
- e) That the Directors have laid down internal financial controls to be followed and that such financial controls are adequate and were operating effectively.
- f) That the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

10] INSURANCE:

All the Vessels owned and operated by the Company and its subsidiaries have been insured for Hull & Machinery, War Risks and Protection & Indemnity (P & I) claims. If required, depending upon the Geographical location of the Vessels, necessary Kidnap and Ransom (K&R) Insurance cover is also taken for the Vessels and crew.

11] DIRECTORATE:

Mr. Aditya A. Garware resigned as Managing Director of the Company w.e.f. 10th November, 2015. He continues to be Vice Chairman of the Company. He has been appointed as Consultant by the Company w.e.f. 11th November, 2015 and is paid a Consultancy fee accordingly.

Mrs. Maneesha S. Shah retires by re-election and being eligible offers herself for re-appointment. Members are requested to re-elect her.

Pursuant to the recommendation of Nomination & Remuneration Committee and the authority granted to the Board of Directors by a Special Resolution dated 28.09.2012 to vary the terms of appointment of Mr. Ashok B. Garware – Executive Chairman, reduction in his salary of 35% w.e.f. June 2016 has been accepted by him (from Rs.8.00 Lakhs per month to Rs.5.20 Lakhs per month). The consultancy fees payable to Mr. Aditya . Garware has also been reduced by 35% w.e.f. June 2016 (from Rs.5.50 Lakhs per month to Rs.3.57 Lakhs per month).

The Independent Directors and Non-whole time Director have also volunteered to accept a reduction of 35% in the sitting fees payable to them for attending Board Meetings and Committee Meetings w.e.f. June 2016.

12] AUDITORS:

You are requested to re-appoint Statutory Auditors, Messrs. Raman S. Shah & Associates, Chartered Accountants for the current year and to fix their remuneration. The Company has obtained a Certificate from them under Section 139 of the Companies Act, 2013 certifying that they are eligible for taking up the appointment.

There are no Qualifications in the Auditors' Report.

13] PERSONNEL:

The downturn in the Oil Industry has adversely affected the Company's financial position. In order to save costs and sustain operations, the Company was compelled to reduce salaries of the shore staff at all levels, at rates varying from 5% to 30%. This reduction has been graciously accepted by the Employees. The Board appreciates support and co-operation of all the employees.

The relations with all Employees of the Company, both Shore and Floating Staff have been cordial. Your Directors wish to express their appreciation of the services, rendered by the devoted Employees.

14] DEMATERIALISATION OF SHARES:

The Company's shares continue to be traded in Electronic Form. As per Securities and Exchange Board of India (SEBI) requirement, 100% of the shares held by the Promoter / Persons Acting in Concert category are in the Electronic Form.

15] EXTRACTS OF THE ANNUAL RETURN :

The Extracts of the Annual Return as prescribed in Form No.MGT 9 is enclosed as Annexure I.

16] STATEMENT OF DECLARATION GIVEN BY INDEPENDENT DIRECTORS:

The Independent Directors of the Company viz. Mr. S.S. Aggarwal, Mr. J.C. Chopra, Mr. A.K. Thanavala and Mr. S. Y. Mulani have given a declaration that they meet the criteria of the independence as provided in Sub-section (6) of Section 149 of the Companies Act, 2013.

17] NUMBER OF BOARD MEETINGS:

During the year under review eight Board Meetings were held as detailed below:

(i) 17th April, 2015, (ii) 29th May, 2015 (iii) 11th June, 2015 (iv) 13th August, 2015 (v) 2nd November, 2015 (vi) 10th November, 2015 (vii) 13th February, 2016 & (viii) 16th March, 2016

18] BOARD EVALUATION:

Pursuant to the provisions of Section 178 of the Companies Act, 2013 a structured questionnaire was prepared, after taking into consideration various aspects of the Board's functioning, its composition, culture, performance, and ability to execute specific duties, obligations and its governance, and that of its Committees.

The performance evaluation of the Independent Directors was completed. The performance evaluation of the Executive Chairman and Non-Independent Directors was carried out by the Independent Directors. The Board of Directors expressed their satisfaction with the evaluation process.

19] FAMILIARISATION PROGRAMME FOR DIRECTORS:

At the time of appointment on the Board, each Independent Director is issued a formal letter of appointment, which inter alia explains the role, function, duties and responsibilities expected of him as a Director of the Company. The Directors have been provided with a deep insight into the business of the Company including the working of the subsidiaries. Vessel-wise details have also been furnished to them. The Directors have also received a detailed explanation on the Compliances required from him/her under the Companies Act, 2013, SEBI (Listing Obligations of Disclosure Requirements) Regulations, 2015 and other relevant regulations and affirmation taken with respect to the same.

20] DETAILS OF LOANS GRANTED / INVESTMENTS MADE / GUARANTEES PROVIDED UNDER SECTION 186 OF COMPANIES ACT, 2013 :

The details of the aforesaid Loans/Investment/Guarantees, during the year under review are enclosed as Annexure II.

21] PARTICULARS OF CONTRACTS OR ARRANGEMENT WITH RELATED PARTIES:

The required information pursuant to the provisions of Section 188 of the Companies Act, 2013 is enclosed in Annexure III.

22] STATEMENT ON DEVELOPMENT AND IMPLEMENTATION OF RISKS MANAGEMENT POLICY:

Risk Management is a key aspect of the "Corporate Governance Principles and Code of Conduct" which aims to improve the governance practices across all Company activities. Risk management policy and processes will enable the Company to proactively manage uncertainty and changes in both internal and external environments in an attempt to capitalize on opportunities and limit negative impacts.

The risk management policy of the Company identifies, evaluates, monitors and minimizes identifiable risks.

23] CORPORATE SOCIAL RESPONSIBILITY (CSR):

During the year under review, the Company undertook activities as detailed in Annexure IV.

24] SIGNIFICANT & MATERIAL ORDERS PASSED BY THE REGULATORS :

There was no significant and material order passed by Regulators or Courts or Tribunals impacting the future operations or the "going concern" status of the Company.

25] INTERNAL FINANCIAL CONTROL:

In the opinion of Board of Directors, there is adequate Internal Financial Control with respect to the preparation and presentation of the Financial statements which form a part of this Annual Report.

26] SECRETARIAL AUDITOR:

The Board has appointed Mr. Rajkumar Tiwari as Secretarial Auditor. His Report is enclosed as Annexure V to the Directors' Report. There is no qualification in the Secretarial Auditors' Report.

27] DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:

The Company has in place "Prevention of Sexual Harassment Policy" in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. An Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary) are covered under the policy.

The number of sexual harassment complaints received and disposed off during the year was Nil.

28] CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO:

The required details are enclosed as Annexure VI.

29] CORPORATE GOVERNANCE:

A separate report on Corporate Governance along with the Auditors' Certificate on its compliance is given in Annexure VII.

30] DETAILS RELATING TO REMUNERATION OF DIRECTORS, KEY MANAGERIAL PERSONNEL AND EMPLOYEES:

The information required under Section 197 read with Rule 5 of Companies (Appointment and Remuneration of Managerial personnel) Rules, 2014 in respect of employees of the Company and Directors is furnished in Annexure – VIII. As per proviso to Section 136(1) of the said Act, these particulars will be made available to a shareholder on request.

31] DETAILS OF DIRECTORS OR KEY MANAGERIAL PERSONNEL APPOINTED OR RESIGNED DURING THE YEAR:

During the year under review Mr. Aditya Garware resigned as Managing Director w.e.f. 10th November, 2015 and now acts as Consultant to the Company.

Capt. K.P.Kekre, President (Operations) reached age of superannuation and consequently was relieved from the services. Capt. V.Baijal, joined the Company w.e.f. 1st February, 2016 as President – HSSE & Training and is also handling operations of the Company.

32] ACKNOWLEDGEMENT:

The Board wishes to thank the Office of Directorate General of Shipping, Mercantile Marine Department, The office of the Shipping Master, IRS, State Bank of India, State Bank of Travancore, and United Bank of India, for their continued support and co-operation during the year.

On Behalf of the Board

Place : Mumbai
Dated : 08.08.2016

ASHOK GARWARE
EXECUTIVE CHAIRMAN

Annexure I to The Directors' Report
Form No. MGT-9 EXTRACT OF ANNUAL RETURN
as on the financial year ended on 31st March, 2016

[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:

i)	CIN	L61100MH1976PLCO19229
ii)	Registration Date	20/09/1976
iii)	Name of the Company	GLOBAL OFFSHORE SERVICES LIMITED
iv)	Category / Sub-Category of the Company	-
v)	Address of the Registered Office and Contract details	101, Swapnabhoomi, 'A' Wing, S.K. Bole Road, Dadar (West), Mumbai – 400 028.
vi)	Whether listed Company	Yes / No
vii)	Name, Address and Contract details of Registrar and Transfer Agent, if any.	Big Share Services Pvt. Ltd E-2/3, Ansa Industrial Estate, Saki Vihar Road, Saki Naka, Andheri (E), Mumbai – 400 072. Tel: 40430200 / 40430365 Fax No. 28475207

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	To provide Offshore Support services to Exploration & Production Companies.	61100	100 %

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

Sr. No	Name and address of the Company	CIN/GLN	Holding/ Subsidiary / Associate	% of shares held	Applicable Section
1	Garware Offshore International Services Pte. Ltd	-	Wholly Owned Subsidiary	100%	2 (87) of the Companies Act, 2013
2	Global Offshore Services B.V.	-	Subsidiary Company	68%	- Do -

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity):
i) Category-wise Share Holding:

Category of Shareholders	No. of Shares held at the beginning of the year 01.04.2015				No. of Shares held at the end of the year 31.03.2016				% change during the year
	Demat	Physical	Total	% of Total shares	Demat	Physical	Total	% of Total shares	
A. Promoters / Persons Acting in Concert (PAC)									
(1) Indian									
a) Individual/ HUF	2403620	-	2403620	9.72	2351660	-	2351660	9.51	(0.21)
b) Central Govt.	-	-	-	-	-	-	-	-	-
c) State Govt.(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp	3279223	-	3279223	13.26	3240223	-	3240223	13.10	(0.16)
e) Banks/Fl	-	-	-	-	-	-	-	-	-
f) Any Other....	-	-	-	-	-	-	-	-	-
Sub-total (A) (1)	5682843	-	5682843	22.98	5591883	-	5591883	22.61	(0.37)
(2) Foreign									
a) NRIs- Individuals	-	-	-	-	-	-	-	-	-
b) Other – Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	2564500	-	2564500	10.37	2564500	-	2564500	10.37	-
d) Banks/Fl	-	-	-	-	-	-	-	-	-
e) Any Other...	-	-	-	-	-	-	-	-	-
Sub-total(A)(2):-	2564500	-	2564500	10.37	2564500	-	2564500	10.37	-
Total shareholding of Promoter / (PAC) (A)=(A)(1)+(A)(2)	8247343	-	8247343	33.35	8156383	-	8156383	32.98	(0.37)
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	20000	32900	52900	0.21	-	32900	32900	0.13	(0.08)
b) Banks/Fl	1312027	11550	1323577	5.35	1273059	11550	1284609	5.19	(0.16)
c) Central Govt.	-	160	160	0.00	-	160	160	0.00	0.00

Category of Shareholders	No. of Shares held at the beginning of the year 01.04.2015				No. of Shares held at the end of the year 31.03.2016				% change during the year
	Demat	Physical	Total	% of Total shares	Demat	Physical	Total	% of Total shares	
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	421781	-	421781	1.71	490836	-	490836	1.99	0.28
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others(specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(I) :	1753808	44610	1798418	7.27	1763895	44610	1808505	7.31	0.04
2. Non-Institutions	-	-	-	-	-	-	-	-	-
a) Bodies Corp.	-	-	-	-	-	-	-	-	-
i) Indian	2078357	22181	2100538	8.49	2470930	21056	2491986	10.08	1.59
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital upto Rs.1 lakh	2144504	1021409	3165913	12.80	2267260	991479	3258739	13.18	0.38
ii) Individual shareholders holding nominal share capital in excess of Rs.1 lakh	1485891	-	1485891	6.02	1605579	-	1605579	6.49	0.47
c) Others (specify)	188100	500	188600	0.76	221153	620	221773	0.90	0.14
- NRI	-	-	-	-	-	-	-	-	-
- Foreign Investor	7260928	-	7260928	29.36	6739547	-	6739547	27.25	(2.11)
- Trusts	481162	-	481162	1.95	446281	-	446281	1.81	(0.14)
Sub-total (B)(2)	13638942	1044090	14683032	59.38	13750750	1013155	14763905	59.71	0.33
Total Public Shareholding (B)=(B)(1)+(B)(2)	15392750	1088700	16481450	66.65	15514645	1057765	16572410	67.02	0.37
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A + B + C)	23640093	1088700	24728793	100	23671028	1057765	24728793	100	-

(ii) Shareholding of Promoters / PAC:

Sr. No.	Shareholder's 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	SUSHMA GARWARE	790041	3.20	-	781041	3.16	-	(0.04)
2	ADITYA GARWARE	778138	3.15	-	769138	3.11	-	(0.04)
3	ASHOK B. GARWARE	661372	2.68	-	660872	2.67	-	(0.01)
4	SHAH MANEESHA SHATUL	120988	0.49	-	104988	0.43	-	(0.06)
5	A. B. GARWARE HUF	32506	0.13	-	30506	0.12	-	(0.01)
6	SHEELA S. GARWARE	551	0.00	-	551	0.00	-	-
7	SHASHIKANT B GARWARE	551	0.00	-	551	0.00	-	-
8	ANITA C GARWARE	51	0.00	-	51	0.00	-	-
9	GARWARE MARINE IND.LTD	1485760	6.01	-	1473260	5.96	-	(0.05)
10	UNIVERSAL INVEST.CO P LTD	1390720	5.63	-	1386720	5.61	-	(0.02)
11	MAUVE TRADING & INVEST CO.P LTD	238218	0.96	-	232218	0.94	-	(0.02)
12	ADSU TRADING INVEST CO P LTD	94750	0.38	-	90750	0.37	-	(0.01)
13	MASU TRADING & INVEST.CO.P LTD	42050	0.17	-	38050	0.15	-	(0.02)
14	SHE SU TRADING & INVEST CO P LTD	20800	0.08	-	16800	0.07	-	(0.01)
15	GARWARE GOA NETS LTD	6925	0.03	-	2425	0.01	-	(0.02)
16	PRADIP S SHAH	15600	0.06	-	100	0.00	-	(0.06)
17	ASHESH CHANDARANA	3607	0.01	-	3607	0.01	-	-
18	SHYAMSUNDER V ATRE	50	0.00	-	50	0.00	-	-
19	KEYUR S. DAVE	100	0.00	-	100	0.00	-	-
20	NARENDRA S. SURVE	15	0.00	-	55	0.00	-	-
21	AJAY C GANDHI	50	0.00	-	50	0.00	-	-
22	RONDOR OVERSEAS LTD	1286250	5.20	-	1286250	5.20	-	-
23	CLEARWELL ENTERPRISES LTD	1278250	5.17	-	1278250	5.17	-	-
	TOTAL	8247343	33.35		8156383	32.98		(0.37)

Date wise Increase/ Decrease in Promoters / PAC Shareholding during the period 01.04.2015 to 31.03.2016.

Sr. No.	Name	Shareholding		Date	Increase / Decrease in shareholding	Reasons	Cumulative Shareholding during the period (01.04.2014-31.03.2016)	
		No. of shares at the beginning 01.04.2015	% of total shares of the company				No. of shares	% of total shares of the company
1.	Ashok Bhalchandra Garware	661372	2.68	10.07.15 21.08.15 09.10.15 02.11.15	2000 1500 (2000) (2000)	Market Pur / (Sale)	663372 664872 662872 660872	2.68 2.69 2.68 2.67
2.	Aditya Ashok Garware	778138	3.15	18.09.15 30.09.15 02.10.15 10.10.15 04.12.15	(3000) (1344) (656) (2000) (2000)	Market Pur / (Sale)	775138 773794 773138 771138 769138	3.13 3.13 3.12 3.12 3.11
3.	Sushma Ashok Garware	790041	3.20	25.09.15 30.09.15 02.10.15 23.10.15 04.12.15	(3900) (634) (466) (2000) (2000)	Market Pur / (Sale)	786141 785507 785041 783041 781041	3.18 3.17 3.17 3.17 3.16
4.	Maneesha Shatul Shah	120988	0.49	10.07.15 25.09.15 02.10.15 09.10.15 12.10.15 14.10.15 27.11.15 04.12.15	(6000) (4000) (487) (1513) (694) (1306) (739) (1261)	Market Pur / (Sale)	114988 110988 110501 108988 108294 106988 106249 104988	0.46 0.45 0.45 0.44 0.44 0.43 0.43 0.43
5.	A.B. Garware (HUF)	32506	0.13	09.10.15	(2000)	Market Pur / (Sale)	30506	0.12
6.	Garware Marine Industries Ltd.	1485760	6.01	31.07.15 07.08.15 21.08.15 11.09.15 30.09.15 02.10.15 16.10.15 25.03.16	(2000) (1000) (2000) (1000) (460) (1540) (2000) (2500)	Market Pur / (Sale)	1483760 1482760 1480760 1479760 1479300 1477760 1475760 1473260	6.00 6.00 5.99 5.98 5.98 5.98 5.97 5.96
7.	Universal Invest. services. Pvt.. Ltd.	1390720	5.63	09.10.15 14.10.15	(2000) (2000)	Market Pur / (Sale)	1388720 1386720	5.61 5.61
8.	Mauve Trading & Invest Co. P. Ltd.	238218	0.96	09.10.15 14.10.15 04.12.15	(2000) (2000) (2000)	Market Pur / (Sale)	236218 234218 232218	0.96 0.95 0.94
9.	Shesu Trading & Invest Co. P. Ltd.	94750	0.38	09.10.15 14.10.15	(2000) (2000)	Market Pur / (Sale)	92750 90750	0.38 0.37
10.	Masu Trading & Invest. Co. P. Ltd.	42050	0.17	09.10.15 14.10.15 16.10.15	(2000) (1000) (1000)	Market Pur / (Sale)	40050 39050 38050	0.16 0.16 0.15
11.	Shesu Trading & Invest Co. P. Ltd	20800	0.08	09.10.15 14.10.15 16.10.15	(2000) (1000) (1000)	Market Pur / (Sale)	18800 17800 16800	0.08 0.07 0.07
12.	Garware Goa Nets Ltd.	6925	0.03	09.10.15 25.03.16	(2000) (2500)	Market Pur / (Sale)	4925 2425	0.02 0.01
13.	Pradip Shantilal Shah	15600	0.06	10.04.15 15.05.15	(2000) (13500)	Market Pur / (Sale)	13600 100	0.05 0.00
14.	Narendra Shantaram Surve	15	0.00	11.09.15 06.11.15 20.11.15 27.11.15 11.12.15	(10) 200 (50) (50) (50)	Market Pur / (Sale)	5 205 155 105 55	0.00 0.00 0.00 0.00 0.00

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

Sr. No.	Name	Shareholding at the beginning of the year (01.04.2015)		Shareholding at the end of the year (31.03.2016)	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	IndiaStar (Mauritius) Ltd.	72,60,928	29.36	67,39,547	27.25
2.	General Insurance Corporation of India.	7,55,325	3.05	7,55,325	3.05
3.	Kemper Properties Holding Pvt. Ltd.	6,52,655	2.64	6,57,294	2.66
4.	Manoj Mittal	6,27,857	2.54	6,27,857	2.54
5.	United India Insurance Company Limited.	5,46,201	2.21	5,01,615	2.03
6.	Shri Krishna Welfare Trust.	4,81,162	1.95	4,46,280	1.80
7.	B. N. Mittal.	60,131	0.24	2,37,367	0.96
8.	Green Savvy Productions Pvt. Ltd.	0	0.00	2,03,241	0.82
9.	Ramesh Singhal	76,161	0.31	1,63,710	0.66
10.	Religare Finvest Ltd.	1,60,000	0.65	12,000	0.05
11.	Harshil Kantilal Kothari.	1,46,131	0.59	1,46,131	0.59
12.	Aamod Securities Pvt. Ltd.	1,25,757	0.51	86,118	0.35
13.	Orange Mauritius Investments Ltd.	1,25,000	0.51	0	0

(v) Shareholding of Directors and Key Managerial Personnel:

Sr. No.	Name	Shareholding at the beginning of the year i.e. 01.04.2015		Cumulative Shareholding during the year i.e. 31.03.2016	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	Mr. Ashok Garware	661372	2.68	660872	2.67
2.	Mr. Aditya A. Garware	778138	3.15	769138	3.11
3.	Mrs. Maneesha Shah	120988	0.49	104988	0.42
4.	Mr. Shamsunder S. Aggarwal	500	0.00	500	0.04
5.	Mr. J. C. Chopra	1000	0.00	1000	0.00
6.	Mr. A. K. Thanavala	100	0.00	100	0.00
7.	Mr. A. C. Chandarana	3607	0.01	3607	0.01
8.	Mr. N. Sengupta	10	0.00	10	0.00

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding / accrued but not due for payment. (Rs.in Lacs)

Particulars	Secured Loans	Unsecured Loans	Deposits	Total
At the beginning of the financial year				
i)) Principal	26,390.50	-	-	26,390.50
ii) Interest due but not paid (amt. funded)	75.33	-	-	75.33
iii) Interest accrued but not due	2.51	-	-	2.51
Total (i+ii+iii)	26,468.34	-	-	26,468.34
Change during the financial year				
* Addition	15,560.26	-	-	15,560.26
* Reduction	(5,519.50)	-	-	(5,519.50)
Net change	10,040.76	-	-	21,079.76
At the end of the financial year				
i) Principal	36,380.41	-	-	36,380.41
ii) Interest due but not paid (amt. funded)	128.69	-	-	128.69
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	36,509.10	-	-	36,509.10

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and / or Manager:

PARTICULARS	A B GARWARE (Rs.)	A A GARWARE (Rs.)
Salary	98,00,001	23,10,000
Leave Encashment	-	-
Ex-Gratia	-	-
Meal Coupons	30,000	-
Medical	1,04,828	2,16,250
PF	-	2,64,000
Monetary Value Of Perquisites	39,600	24,200
Stock Option	NIL	NIL
Sweat Equity	NIL	NIL
Commission	NIL	NIL
- as % of profit	NIL	NIL
- others, specify	NIL	NIL
Sitting Fees	NIL	25,000 *
Consultancy Fees	-	25,66,667 *
Total	99,74,429	54,06,117

* w.e.f. November 2015.

B. Remuneration to other Non-Executive Director :

Sr. No.	Name of Director	Sitting Fees	Commission	Others	Total (Rs.)
1.	Mrs. Maneesha S. Shah	1,20,000	-	-	1,20,000

C. Remuneration to other Directors :

Sr. No.	Name of Independent Director	Sitting Fees	Commission	Others	Total (Rs.)
1.	Mr. Shamsunder Aggarwal	2,12,500	-	-	2,12,500
2.	Mr. A. K. Thanavala	2,25,000	-	-	2,25,000
3.	Mr. J. C. Chopra	1,67,500	-	-	1,67,500
4.	Mr. S. Y. Mulani	1,40,000	-	-	1,40,000

D. Remuneration to Key managerial Personnel other than MD/Manager/WTD Director:

PARTICULARS	(*) A. DEVI	A. C. CHANDARANA	N. SENGUPTA
Salary	22,65,000	34,23,241	38,38,504
Leave Encashment	-	-	-
Ex-Gratia	-	-	-
Meal Coupons	-	-	30,000
Medical	10,000	-	-
PF	201,600	150,912	197,280
Monetary Value Of Perquisites	142,600	550,080	240,000
Stock Option	-	-	-
Sweat Equity	-	-	-
Commission	-	-	-
- as % of profit	-	-	-
- others, specify	-	-	-
Total	26,19,200	41,24,233	43,05,784

(*) Part of the year.

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of The Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority [Rd / Ncl1 / Court]	Appeal made, if any
A. COMPANY					
Penalty					
Punishment			NIL		
Compounding					
B. DIRECTORS					
Penalty					
Punishment			NIL		
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment			NIL		
Compounding					

ANNEXURE - II TO THE DIRECTORS' REPORT

Particulars of Loans, Guarantees and Investments made in Equity Shares under Section 186 of Companies Act, 2013 during the Financial Year 01st April, 2015 to 31st March, 2016.

Sr. No.	Date	Name of Party	Loans Amount in USD	Guarantee Amount in USD	Investment in Equity Amount in USD
1	12.06.2015	Global Offshore Services B.V.	-----	7,500,000	-----
2	29.10.2015	Global Offshore Services B.V.	50,000	-----	-----
3	09.11.2015	Global Offshore Services B.V.	2,00,000	-----	-----
4	03.12.2015	Global Offshore Services B.V.	50,000	-----	-----
5	17.12.2015	Global Offshore Services B.V.	50,000	-----	-----
6	11.01.2016	Global Offshore Services B.V.	50,000	-----	-----
7	25.01.2016	Global Offshore Services B.V.	50,000	-----	-----
8	11.02.2016	Global Offshore Services B.V.	1,00,000	-----	-----
9	15.03.2016	Global Offshore Services B.V.	1,00,000	-----	-----
TOTAL			650,000	7,500,000	-----

ANNEXURE - III TO THE DIRECTORS' REPORT

FORM NO. AOC.2

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

(Pursuant to clause (h) of sub-section (3) of Section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

1.	Details of contracts or arrangements or transactions not at arm's length basis.	
(a)	Name(s) of the related party and nature of relationship.	NIL
(b)	Nature of contracts / arrangements / transactions.	NIL
(c)	Duration of the contracts / arrangements / transactions.	NIL
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any.	NIL
(e)	Justification for entering into such contracts or arrangements or transactions.	NIL
(f)	Date(s) of approval by the Board.	NIL
(g)	Amount paid as advances, if any.	NIL
(h)	Date on which the special resolution was passed in general meeting as required under first proviso to section 188.	NIL

2.	Details of material contracts or arrangement or transactions at arm's length basis.	
(a)	Name(s) of the related party and nature of relationship.	NIL
(b)	Nature of contracts / arrangements / transactions.	NIL
(c)	Duration of the contracts / arrangements / transactions.	NIL
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any.	NIL
(e)	Date(s) of approval by the Board, if any.	NIL
(f)	Amount paid as advances, if any.	NIL

BY ORDER OF THE BOARD
For **GLOBAL OFFSHORE SERVICES LIMITED**

A.B. GARWARE
EXECUTIVE CHAIRMAN

ANNEXURE - IV TO THE DIRECTORS' REPORT
CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES DURING THE YEAR 2015-2016
FORMAT OF THE ANNUAL REPORT ON CSR ACTIVITIES TO BE INCLUDED
IN THE BOARD'S REPORT.

1	A Brief outline of the Company's CSR policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and project or programs.	The Company strives to actively contribute to the Social and Economic development of the community in which it operates. The Company will undertake all or any of the activities specified in Schedule VII to the Companies Act, 2013 as amended from time to time & other activities enumerated in its CSR policy.						
2	The Composition of the CSR Committee.	Mr. A.B. Garware Mr. S.S.Aggarwal Mr. J.C.Chopra						
3	Average net profit of the Company for last three financial years.	Rs. 3,491.67 Lacs						
4	Prescribed CSR Expenditure (two per cent, of the amount as in item 3 above)	Rs.69.83 Lacs						
5	Details of CSR spent during the financial year :							
	(a) Total amount to be spent for the financial year	Rs. 69.83 Lacs						
	(b) Amount unspent, if any	NIL						
	(c) Manner in which the amount spent during the financial year is detailed below :							
	(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
	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 was undertaken.	Amount outlay (budget) project or programs wise.	Amount spent on the projects or programs Sub-heads: (1) Direct expenditure on projects or programs. (2) Overheads:	Cumulative expenditure upto to the reporting period.	Amount spent: Direct or through implementing agency.
	1	Kasturba Gandhi National Memorial Trust.	Education, housing, meals etc.	In the State of Maharashtra	NIL	Rs.31.33 Lacs (Aggregate Donations)	31.33 Lacs	Direct.
	2	Neurology Foundation	To provide treatment to needy Children and adults suffering from debilitating neurological illness	In the State of Maharashtra	NIL	Rs.14.00 Lacs (Aggregate Donations)	14.00 Lacs	Direct.
	3	Women's India Trust.	Improving standard of living of disadvantaged women.	In the State of Maharashtra	NIL	Rs.13.00 Lacs (Aggregate Donations)	13.00 Lacs	Direct.
	4	Vision Multispeciality Hospital	Health Care	Goa	NIL	Rs.1.50 Lacs (Aggregate Donations)	1.50 Lacs	Direct.
	5	Apnalaya	Improvement in living conditions of slum area & education to children and adult	In the State of Maharashtra	NIL	Rs.5.00 Lacs (Aggregate Donations)	5.00 Lacs	Direct.
	6	Ummeed Child Development Center	Education and child development	In the State of Maharashtra	NIL	Rs.5.00 Lacs (Aggregate Donations)	5.00 Lacs	Direct.
						Total	69.83 Lacs	
6	In case the company has failed to spend the two per cent, of the average net profit of the last three financial years or any part thereof, the company shall provide the reasons for not spending the amount in its Board report : Not Applicable							
7	The CSR Committee confirms that the implementation and monitoring of CSR Policy, is in compliance with CSR objectives and Policy of the company.							

For GLOBAL OFFSHORE SERVICES LIMITED

A.B. GARWARE
EXECUTIVE CHAIRMAN

**ANNEXURE - V TO THE DIRECTORS' REPORT
FORM NO. MR-3**

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st March, 2016

(Pursuant to Section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel Rules) 2014

To,

The Members,

Global Offshore Services Limited

101, Swapnabhoomi, "A" Wing,
S.K. Bole Road, Dadar - (West),
Mumbai-400028

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Global Offshore Services Limited (CIN:L61100MH1976PLC019229)** (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conduct/statutory compliances and expressing my opinion thereon.

Based on my 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, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on **31st March, 2016** complied with the statutory provisions listed hereunder and also that the Company has proper Board-Processes and compliances- mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on **31st March, 2016** 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 thereunder 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, 1992 & 2015;
 - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009
(Not Applicable to the Company during the Audit period);
 - d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 **(Not Applicable to the Company during the Audit period);**
 - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 **(Not Applicable to the Company during the Audit period);**
 - f) The Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agent) Regulations, 1993;
 - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 **(Not Applicable to the Company during the Audit period);**
 - h) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') to the extent applicable during the Audit Period;
 - i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 **(Not Applicable to the Company during the Audit period);**
- (vi) Specific laws applicable as mentioned hereunder:
 - a) The Merchant Shipping Act, 1958;

b) The Seamen's Provident Fund Act

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

- (i) Secretarial Standards 1 and 2 issued by the Institute of Company Secretaries of India;
- (ii) The Listing Agreements entered into by the Company with the BSE Limited and National Stock Exchange of India Limited;

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

I further report that

The Board of Directors of the Company is duly constituted with proper balance of 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.

Resolutions have been approved by majority while the dissenting members', if any, views are captured and recorded as part of the minutes.

I 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.

I further report that during the audit period there were no instances of (i) Public/ Rights/ Preferential issue of Shares / Debentures/ Sweat Equity, (ii) Buy-back of securities, (iii) Redemption of Preference shares/ Debentures, (iv) Merger / Amalgamation / reconstruction etc. (v) Foreign technical collaborations.

Place: Mumbai

Date: August 01, 2016

Sd/-

CS Rajkumar R. Tiwari

Company Secretary in Practice

FCS No. 4227 C.P. No. 2400

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,

Global Offshore Services Limited

101, Swapnabhoomi, "A" Wing, S.K. Bole Road,

Dadar - (West), Mumbai-400028

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

1. Maintenance of secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I 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. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The Compliance of the Provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
6. 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.

Sd/-

CS Rajkumar R. Tiwari

Company Secretary in Practice

FCS No. 4227 C.P. No. 2400

Place: Mumbai

Date: August 01, 2016

ANNEXURE – VI TO THE DIRECTORS' REPORT

STATEMENT REGARDING CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO AS REQUIRED UNDER CLAUSE (M) OF SUB-SECTION (1) OF SECTION 134 OF THE COMPANIES ACT, 2013 AND THE COMPANIES (ACCOUNTS) RULES, 2014.

Item No.	Particulars	
A.	CONSERVATION OF ENERGY	
	(a) Steps taken and impact on conservation of Energy.	Being a Shipping Company, taking of energy Conservation steps does not arise and the impact is Not Applicable.
	(b) Steps taken by the Company for utilizing alternate sources of energy.	NIL
	(c) The capital investment on energy conservation on equipments	NIL
B.	TECHNOLOGY ABSORPTION	
	(i) Efforts made towards technology absorption.	NIL
	(ii) Benefits derived like Product improvement, cost reduction, product development or import substitution etc.	NIL
	(iii) In case of imported technology (imported during the last 5 years reckoned from the beginning of the financial year) following information may be furnished.	NIL
	a) Technology Imported.	
	b) Year of Import.	
	c) Has technology been fully absorbed?	
	d) If not fully absorbed, Areas where absorption has not taken place and reasons thereof.	
	(iv) Expenditure on R & D	NIL
C.	FOREIGN EXCHANGE EARNINGS AND OUTGO	
	(a) Foreign exchange earned in terms of actual inflow (on account of charter hire, earnings interest etc.).	Rs. 17,804.84 lacs
	(b) Foreign exchange outgo in terms of actual outflow. Operating expenses, Standby expenses, and interest payment etc.	Rs. 5,023.14 lacs

On Behalf of the Board

Place : Mumbai
Dated : 08.08.2016

ASHOK GARWARE
EXECUTIVE CHAIRMAN

ANNEXURE – VII TO THE DIRECTORS' REPORT

REPORT ON CORPORATE GOVERNANCE

1. BOARD OF DIRECTORS:

The Board of the Company comprises of Professionally Well-Qualified Individuals and consists of seven Members. Mr. Ashok Garware is the Executive Chairman and all other Directors are Non-Executive. Mr. Aditya Garware is the Vice Chairman of the Company.

During the year under review eight Board Meetings were held as detailed below. The maximum time gap between two Board Meetings did not exceed 120 days.

Date of the Meeting							
i)	17 th April, 2015	ii)	29 th May, 2015	iii)	11 th June, 2015	iv)	13 th August, 2015
v)	02 nd November, 2015	vi)	10 th November, 2015	vii)	13 th February, 2016	viii)	16 th March, 2016

Name of Director	No. of Board Meetings Attended	Attendance at last AGM	Category of Director	No. of Other Committee Directorship		No. of other Directorship	No. of shares held
				Chairman	Member		
Mr. Ashok Garware (Executive Chairman)	8	Yes	Promoter -Whole Time Director	-	-	6	660872
Mr. Aditya Garware (Vice-Chairman)*	5	Yes	Promoter - Non Whole Time Director	-	1	10	769138
Mrs. Maneesha Shah	5	No	Promoter - Non Whole Time Director	-	-	4	104988
Mr. Shamsunder Aggarwal	8	Yes	Independent Director	-	-	4	500
Mr. A.K. Thanavala	8	Yes	Independent Director	-	-	-	100
Mr. J.C. Chopra	6	Yes	Independent Director	-	-	3	1000
Mr. S. Y. Mulani	6	Yes	Independent Director	-	-	-	-

(*) Ceased to be Managing Director w.e.f. 10.11.2015.

Mr. Ashok B. Garware, Mr. Aditya A. Garware and Mrs. Maneesha Shah are related. None of the other Directors are related to each other.

As stipulated under SEBI (Listing Obligation and Disclosure Requirements) Regulation 2015, no Director is a Member of more than 10 Committees or a Chairman of more than 5 Committees across all the companies in which he is a Director. (Committees being Audit Committee and the Shareholders' Grievance Committee only).

2. AUDIT COMMITTEE:

Composition:

The Company's Board of Directors has constituted an Audit Committee comprising of Non- Executive and Independent Directors. The members of this Committee are well versed with finance & accounts / legal matters and general business practices.

Mr. J.C. Chopra was appointed as Member of Audit Committee at the Board Meeting held on 13th February, 2016.

The Company Secretary, President – Legal & Admin. acts as a Secretary to the Committee.

Terms of Reference:

The Committee's composition meets with requirements of Section 177 of Companies Act, 2013 and Regulation 18 of SEBI (Listing Obligations and Disclosure Requirement Regulation) 2015. Members of Audit Committee possess financial / accounting expertise / exposure.

i) Power of Audit Committee:

- To investigate any activity within its terms of reference.
- To seek information from any employee.
- To obtain outside legal or other professional advice.
- To secure attendance of outsiders with relevant expertise, if considered necessary.

ii) Role of Audit Committee:

- 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 of auditors of the company including payment of remuneration and other terms;
- Approval of payment to statutory auditors for any other services rendered by them;
- Reviewing (with the management if required), 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 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.

- e. Compliance with listing and other legal requirements relating to financial statements.
- f. Disclosure of any related party transactions.
- g. Qualifications in the draft audit report.
5. Reviewing, with the management, the quarterly financial statements before submission to the Board for approval;
6. 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 agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take steps in this matter;
7. Review and monitor the auditor's independence and performance, and effectiveness of audit process;
8. Approval or any subsequent modification of transactions of the Company with related parties;
9. Scrutiny of inter-corporate loans and investments;
10. Valuation of undertaking or assets of the Company, wherever necessary;
11. Evaluation of internal financial controls and risk management systems; &
12. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;

Meetings:

Four Audit Committee Meetings were held during the financial year 2015-2016 as detailed herein below: -

Date of Audit Committee Meetings	Name of the Members of Audit Committee & Attendance		
	Mr. A.K. Thanavala (Chairman)	Mrs. Maneesha Shah	Mr. Shamsunder Aggarwal
29.05.2015	√	√	√
13.08.2015	√	√	√
10.11.2015	√	√	√
13.02.2016	√	√	√

3. NOMINATION & REMUNERATION COMMITTEE:

The Nomination and Remuneration Committee of the Board of Directors comprises of three Independent Directors namely; Mr. A.K. Thanavala as Chairman, Mr. S.S. Aggarwal and Mr. J.C. Chopra as Committee Members.

The broad terms of reference of the Committee include :

- To lay down criteria and terms and conditions with regard to identifying persons who are qualified to become Directors (Executive and Non-Executive) and persons who may be appointed in Senior Management and Key Managerial positions and to determine their remuneration.
- To determine remuneration based on the Company's size and financial position and trends and practices on remuneration prevailing in peer companies, in the similar industry as that of the Company.
- To carry out evaluation of the performance of Directors, as well as Key Managerial and Senior Management Personnel.
- To reward personnel based on their effort, performance, dedication and achievement relating to the Company's operations.
- To retain, motivate and promote talent and to ensure long term sustainability of talented managerial persons so as to create competitive advantage.

Attendance During The Year:

Date of Meeting	Name of the Members of Committee & Attendance		
	Mr. A.K. Thanavala (Chairman)	Mr. J.C. Chopra	Mr. Shamsunder Aggarwal
03.11.2015	√	√	√
06.11.2015	√	√	√

REMUNERATION PAID TO NON-EXECUTIVE DIRECTORS:

- a] The Non Executive Directors were paid sitting fees of Rs.20,000/- for each meeting of the Board of Directors attended by them during the year under review.
- b] Mr. Aditya A. Garware was appointed as Consultant w.e.f. November 2015 and a Consultant fee of Rs.5.50 Lakhs per month is paid to him.
- c] Audit Committee, Compensation Committee and Credit / Borrowing Committee members are paid sitting fees of Rs,5,000/- for each meeting of the respective Committees.
- d] Members of all other Committees viz. Corporate Social Responsibility, Nomination & Remuneration Committee are paid Rs.2,500/- for each of the respective Committees.
- e] The total sitting fees paid to Non-Executive Directors are as follows :

Sr. No.	Name of the Director	Amount (Rs.)
1.	Mr. Aditya A. Garware	25,000/-*
2.	Mrs. Maneesha S. Shah	1,20,000/-
3.	Mr. Shamsunder Aggarwal	2,12,500/-
4.	Mr. A.K. Thanavala	2,25,000/-
5.	Mr. J.C. Chopra	1,67,500/-
6.	Mr. S.Y. Mulani	1,40,000/-

*w.e.f. November, 2015

- f] Professional fees of Rs.3,15,000/- was paid to Mulani & Co., Proprietary firm of Mr. S. Y. Mulani, Director for handling legal matters of the Company.

Kindly refer to the Company's web site www.globaloffshore.in for the Nomination & Remuneration Policy.

REMUNERATION PAID TO EXECUTIVE DIRECTORS:

Mr. Ashok Garware and Mr. Aditya Garware were paid remuneration as details given below:

(Rs. in lacs)

Particulars	Mr. Ashok Garware Rs. Lacs	Mr. Aditya Garware Rs. Lacs	Total Rs. Lacs
Salary	98.00	(*) 23.10	121.10
Consultancy Fees	-----	(*) 25.67	25.67
Sitting Fees.	-----	0.25	0.25
Monetary value of Perquisites	1.74	2.40	4.14
Contribution to P.F.	-----	2.64	2.64
Total	99.74	54.06	153.80

(*) Part of the year.

4. STAKEHOLDERS GRIEVANCE COMMITTEE:

Mr. S.S. Aggarwal acts as a Chairman of the Committee.

Mr. A.C. Chandarana – Company Secretary, President – Legal & Admin. acts as a Compliance Officer.

No. of Shareholders complaints received during the year : 86

No. of complaints not solved to the satisfaction of the Shareholders : NIL

No. of pending complaints: NIL

5. GENERAL BODY MEETINGS:

The details of the date, time and location for the last three Annual General Meetings (AGM) are as follows:

Financial Year	Date	Time	Location
2014 -2015	29 th September, 2015	9:30 A.M.	"Garware Sabhagriha", F.P.H. Building, Lala Lajpatrai Marg, Haji Ali, Mumbai 400 034.
2013 -2014	25 th September, 2014	9.30 A.M.	"Garware Sabhagriha", F.P.H. Building, Lala Lajpatrai Marg, Haji Ali, Mumbai 400 034.
2012 -2013	2 nd September, 2013	9:30 A.M.	"Garware Sabhagriha", F.P.H. Building, Lala Lajpatrai Marg, Haji Ali, Mumbai 400 034.

The details of Special Resolutions passed in previous three Annual General Meeting are as follows :

a] At the AGM held on 29.09.2015:

NIL

b] At the AGM held on 25.09.2014:

- Re-appointment of Mr. Aditya A. Garware as Vice Chairman & Managing Director for a period of 5 years w.e.f. 01.02.2014.
- Authority to Board of Directors to mortgage and or charge any Vessels, other movable and immovable properties both present and future of the whole and substantially the whole of the undertaking of the Company etc. under Section 180(1)(a) of the Companies Act, 2013.
- Authority to Board of Directors to borrow monies in excess of the aggregate of paid up share capital and free reserves etc. under Section 180(1)(c)) of the Companies Act, 2013.
- Alteration of Articles of Association of the Company.

c] At the AGM held on 02.09.2013:

NIL

Postal Ballot:

- No Resolution was passed through Postal Ballot process at these meetings. Further there is no item on the agenda of the ensuing Annual General Meeting that needs approval by postal ballot.
- Special Resolution under Section 186 of the Companies Act, 1956 was passed during the year authorizing Board of Directors to grant loans, guarantees and subscription, purchase, the securities of any other body Corporate upto Rs.2500/- crores. The said Resolution was passed by vast majority i.e. approved by 99.12% of the votes cast (i.e. out of total votes cast for 16164896 shares, 16021513

shares voted in favour and 143333 shares voted against and 50 shares votes were invalid). Mr. S.M. Korde – Practicing Company Secretary acted as Scrutiniser for the Postal Ballot process.

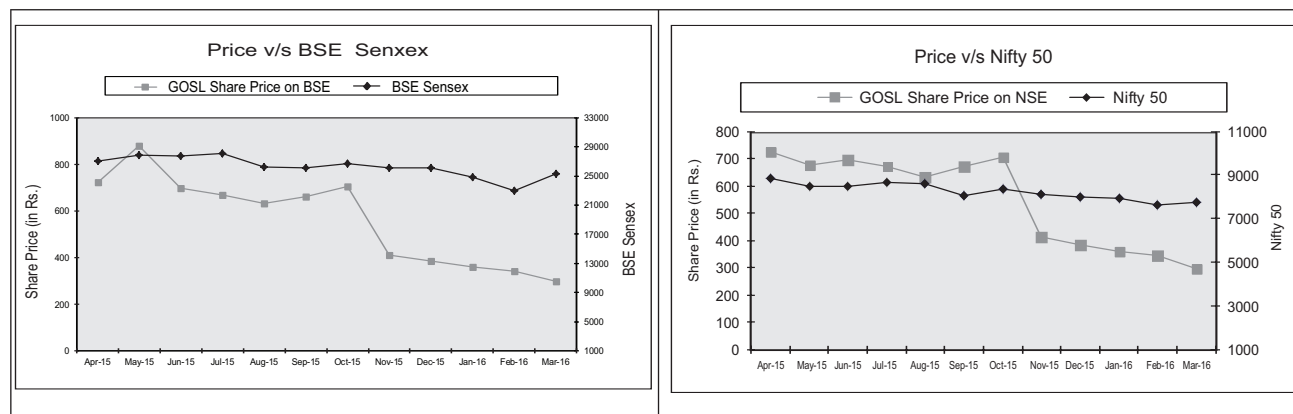
6. DISCLOSURE:

- a] There were no related Party Transactions, which had potential conflict with the interest of the Company at large.
- b] There has been no instance of non-compliance by the Company on any matter related to capital markets during the last three years and no penalty or strictures have been imposed on the Company by the Stock Exchanges or SEBI or any statutory authority.
- c] No person has been denied access to the Audit Committee to report concerns about unethical behaviour under the Whistle Blower Policy.
- d] The statutory Auditors certificate on compliance of the Corporate Governance requirement is enclosed.
- e] Weblinks :
 - i] Policy for determining "material" subsidiaries is disclosed at: www.globaloffshore.in.
 - ii] Policy on dealing with related party transactions is disclosed at: www.globaloffshore.in.
- f] Disclosure of Commodity Price risk and Commodity hedging activities: Not Applicable.
- g] There are no Shares of the Company in Demat Suspense Account / Unclaimed Suspense Account.
- h] The Company has complied with Corporate Governance Requirements specified in Regulations 17 to 20, 22 to 27, 46 and Schedule V of SEBI (Listing Obligation and Disclosure Requirements) Regulation 2015.

7. SHARE PRICE – HIGH AND LOW ON THE BOMBAY STOCK EXCHANGE LTD. (BSE) & NATIONAL STOCK EXCHANGE OF INDIA LTD. (NSE) FOR THE YEAR ENDED 31ST MARCH, 2016.

Month	BSE		NSE	
	HIGH	LOW	HIGH	LOW
April 2015	724.50	495.05	723.70	497.15
May 2015	878.00	524.15	678.00	522.00
June 2015	698.40	549.00	697.50	546.35
July 2015	669.50	550.00	671.00	549.95
August 2015	633.70	475.00	633.00	465.00
September 2015	660.60	566.00	669.50	563.70
October 2015	704.80	376.05	704.90	377.40
November 2015	411.95	345.70	412.00	350.00
December 2015	384.85	332.25	384.60	327.00
January 2016	359.00	280.50	359.00	271.00
February 2016	343.40	258.05	345.00	258.00
March 2016	298.00	175.00	295.85	174.00

Performance of share price in comparison with BSE Sensex & Nifty 50



8. GENERAL SHAREHOLDER INFORMATION:

38TH AGM :	
Date	30 th September, 2016
Time Venue	9:30 A.M. Garware Sabhagriha", F.P.H. Building, 5 th Floor, Lala Lajpatrai Marg, Haji Ali, Mumbai - 400034
Financial Year	The Company follows April-March as its financial year. The Unaudited results for every quarter/s June, Sept. Dec. are declared within 45 days of the end of the quarter. The Audited Results for the last quarter is declared within 60 days of the end of the financial year.
Date of Book closure/Record Date	27.09.2016 to 30.09.2016 (both days inclusive)
Dividend Payment Date	N.A.

Listing on Stock Exchanges	The Company's shares are presently listed on the Bombay Stock Exchange Ltd. (BSE), The National Stock Exchange of India Limited (NSE). The Company has paid Listing fees for the year 2016-17 for both the Exchanges.
Stock Code	1. Bombay Stock Exchange Ltd. 501848 2. The National Stock Exchange of India Ltd. GLOBOFFS
Demat ISIN Number for NSDL & CDSL:	INE 446C01013
Registrar and Transfer Agents	Bigshare Services Pvt. Ltd. E-2/3, Ansa Industrial Estate, Saki Vihar Road, Saki Naka, Andheri (East), Mumbai – 400 072 Tel : 022 2847 0652 / 4043 0200 Fax 022 2847 5207 Email: info@bigshareonline.com Website: www.bigshareonline.com
Auditors' Certificate on Corporate Governance	As required under the provisions of SEBI (Listing Obligation and Disclosure Requirements) Regulation 2015, the Auditors' Certificate is given as an annexure to this Report.
Distribution of Shareholding & Category-wise distribution	Please Refer to Annexure A
Dematerialisation of shares and liquidity	As on 31 st March, 2016, 95.73% of total paid up Equity Capital has been Dematerialised. 100% of the shares held by Promoters are in demat mode.
Share Transfer System.	Fortnightly.
The Quarterly Unaudited Financial Results were published in	English – Business Standard Marathi – Lokmat Website : www.globaloffshore.in
GDRS / ADRS	Not Applicable
Plant Location	Not Applicable
Address for Correspondence	Global Offshore Services Ltd. 101, Swapnabhoomi, "A" Wing, S.K. Bole Road, Dadar (West), Mumbai – 400 028 Tel : 022-2423 4000 Fax: 022-2436 2764 Email : info@globaloffshore.in
Email address for Investor Complaints	investorredressal@globaloffshore.in / secretarial@globaloffshore.in

9. CODE OF CONDUCT:

The Company has prescribed and affirmed Code of Conduct for the Board of Directors and Senior Management of the Company.

A Declaration duly signed by Chairman is obtained by the Company.

10. CEO/ CFO CERTIFICATION:

The Company has obtained, a Certificate Pursuant to Provision of Part D of Schedule V of SEBI (Listing Obligation and Disclosure Requirements) Regulation 2015 from the Executive Chairman and Chief Financial Officer,

On Behalf of the Board

ASHOK GARWARE
EXECUTIVE CHAIRMAN

Place: Mumbai
Date: 08.08.2016

ANNEXURE "A"

THE DISTRIBUTION OF EQUITY SHAREHOLDING AS ON

31ST MARCH, 2016 IS AS FOLLOWS:

No. of Equity Shares Held	No. of Shareholders	% of Total Shareholders	No. of Shares	% of Total Paid Up Capital
1 - 5000	20436	99.25	3190521	12.90
5001 - 10000	71	0.35	528610	2.14
10001 - 20000	29	0.14	400424	1.62
20001 - 30000	5	0.02	127000	0.51
30001 - 40000	4	0.02	139756	0.56
40001 - 50000	5	0.02	227092	0.92
50001 - 100000	17	0.08	1267951	5.13
100001 - 500000	12	0.06	2591942	10.48
500001 - 1000000	6	0.03	4091470	16.55
1000001 - 5000000	4	0.02	5424480	21.94
5000001 - 10000000	1	0.01	6739547	27.25
TOTAL	20590	100.00	24728793	100.00

SHAREHOLDING PATTERN AS ON 31ST MARCH, 2016 IS AS FOLLOWS :

Sr. No.	Category	No. of Shares Held	% of Total Paid up Capital
A)	Promoters / PAC Holding		
	• Individuals/HUFs	23,51,660	9.51
	• Bodies Corporate (Holding Co./Subsidiaries & Affiliates)	32,40,223	13.10
	• Foreign Promoters/Bodies Corporate / PAC	25,64,500	10.37
	Total – Promoters Holding	81,56,383	32.98
B)	Non-Promoters Holding		
	1. Institutional Investors :		
	a. UTI	2,700	0.01
	b. GIC & Subsidiaries	12,56,940	5.08
	c. Banks	27,669	0.11
	d. State Government	160	0.00
	e. Mutual Funds	30,200	0.12
	Sub Total	13,17,669	5.32
	2. Foreign Holding :		
	a. FII's/Foreign Investors	72,30,383	29.24
	b. NRIs	2,21,773	0.90
	Sub Total	74,52,156	30.14
	3. Other Bodies Corporates	24,91,986	10.08
	4. Indian Public	48,64,318	19.68
	5. Others-Trusts	4,46,281	1.80
	Sub Total	78,02,585	31.56
	Total – Non Promoters Holding	1,65,72,410	67.02
	Grand Total	2,47,28,793	100.00

NOTE :

Total Foreign Shareholding (NRIs) is 1,00,16,656 shares i.e. 40.51%.

Auditor's Certificate on Compliance with the conditions of Corporate Governance under SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

To,

The Members,

Global Offshore Services Limited

We have examined the compliance of condition of Corporate Governance by Global Offshore Services Ltd. for the year ended 31st March, 2016 as stipulated in Regulation 17, 18, 19, 20, 22, 23, 24, 25, 26, 27 and 46 and Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (collectively referred to as "SEBI Listing Regulations, 2015).

The compliance of conditions of Corporate Governance is the responsibility of the Company's management. Our examination was carried out in accordance with the Guidance Note on Certification of Corporate Governance, issued by the Institute of Chartered Accountants of India and was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the 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 the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

We 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.

For Raman S. Shah & Associates
Chartered Accountants
Firm Reg. No.119891W

Santosh A. Sankhe
Partner
Membership No. :100976

Place : Mumbai
Date : 08.08.2016

AUDITORS' REPORT

TO THE MEMBERS OF M/S. GLOBAL OFFSHORE SERVICES LIMITED.

Report on the Financial Statements

We have audited the accompanying financial statements of **M/S GLOBAL OFFSHORE SERVICES LIMITED** ("the Company"), which comprise the Balance Sheet as at March 31, 2016, and the Statement of Profit for the year ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flow of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Companies Act, 2013, read with rule 7 of the Companies(Accounts) Rules 2014. 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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

Opinion

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 Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India.

- (i) In the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2016;
- (ii) In the case of Statement of Profit & Loss, of the "profit" for the year ended on that date;
- (iii) In the case of the cash flow statement, of the cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

As required by the Companies (Auditors' Report) Order 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure A, statement on the matters specified in paragraphs 3 and 4 of the Order.

As required under provisions of section 143(3) of the Companies Act, 2013, we report that:

- (a) We have sought and obtained all the information and explanation which to the best of our knowledge and belief were necessary for the purpose of our audit;
- (b) In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
- (c) The Balance Sheet, Statement of Profit and Loss dealt with by this report are in agreement with the books of account;
- (d) In our opinion, the aforesaid financial statements comply with the accounting standards specified under section 133 of the Companies Act, 2013, read with rule 7 of the Companies(Accounts) Rules 2014.
- (e) On the basis of written representations received from the directors as on March 31, 2016, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2016, from being appointed as a director in terms of sub-section (2) of section 164 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 B'; and
- (g) with respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - a) The Company has disclosed the impact of pending litigations on its financial position in its financial statements.
 - b) The Company does not have any long-term contracts including derivative contracts for which there could be any material foreseeable losses and hence, the question of making provision for such losses does not arise.
 - c) There has been no delay in transferring the amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For RAMAN S. SHAH & ASSOCIATES
Chartered Accountants
Firm Reg. No. 119891W

PLACE : Mumbai
DATE : 30th May, 2016

SANTOSH A. SANKHE
Partner
M.No.100976

ANNEXURE A TO INDEPENDENT AUDITORS' REPORT

REFERRED TO IN PARAGRAPH OF OUR REPORT OF EVEN DATE

The Annexure referred to in our Independent Auditors' Report to the members of the Company on the financial statements for the year ended 31 March, 2016 we report that:

1. In respect of its Fixed Assets

- The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets on the basis of available information.
- The Company has a regular program of physical verification of its fixed assets by which fixed assets are verified in a phased manner over a period. In accordance with this program, certain fixed assets were verified during the year and no material discrepancies were noticed on such verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets.
- According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company

2. In respect of its Inventories

- As explained to us, inventories have been physically verified by the management at regular intervals during the year.
- In our opinion and according to the information & explanations given to us, the procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.
- The Company has maintained proper records of inventories. As explained to us, there was no material discrepancies noticed on physical verification of inventory as compared to the book records.

3. The Company has granted loans to one subsidiary Company covered in the register maintained under Section 189 of the Companies Act, 2013 ('the Act').

- In our opinion, the rate of interest and other terms and conditions on which the loans had been granted to the bodies corporate listed in the register maintained under Section 189 of the Act were not, prima facie, prejudicial to the interest of the Company.
- In the case of the loans granted to the bodies corporate listed in the register maintained under Section 189 of the Act, the borrowers have been regular in the payment of the principal and interest as stipulated.
- There are no overdue amounts in respect of the loan granted to a body corporate listed in the register maintained under Section 189 of the Act.

4. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Section 185 and 186 of the Act, with respect to the loans and investments made.

5. The Company has not accepted any deposits from the public.

6. The Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act, for any of the services rendered by the Company.

- According to the records of the Company, the Company is generally regular in depositing the undisputed statutory dues including income-tax, service tax and other applicable statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of income tax, service tax and other applicable statutory dues were in arrears as at 31st March, 2016 for a period of more than six months from the date they became payable. As explained to us, the Company did not have any dues on account of provident fund employees' state insurance, sales tax, duty of customs, duty of excise and value added tax, cess.
- According to the information and explanation given to us, there are no dues of sales tax, service tax, custom duty, excise duty which have not been deposited on account of any dispute. However, according to information and explanations given to us, the following dues of income tax have not been deposited by the Company on account of disputes.

Sr. No.	Name of the Statute	Nature of Dues	Amount (in Rs.)	Period to which the amount relates	Forum where dispute is pending
1)	Income Tax Act, 1961	Income Tax	26,91,230	FY 2010-2011	ITAT, Mumbai
2)	Income Tax Act, 1961	Income Tax	2,73,390	FY 2012-2013	CIT Appeals

8. According to the information and explanation given to us, the Company has not defaulted in repayment of dues to a financial institution or bank.

9. The term loans raised by the Company during the year have been applied for the purpose for which they were obtained.

10. According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.

11. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has paid / provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.

12. In our opinion and according to the information and explanations given to us, the Company is not a nidhi Company. Accordingly, paragraph 3(xii) of the Order is not applicable

13. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with related parties are in compliance with Sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.

14. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.

15. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with them. Accordingly, paragraph 3(xv) of the Order is not applicable.
16. The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act 1934

For RAMAN S. SHAH & ASSOCIATES
Chartered Accountants
Firm Reg. No. 119891W

SANTOSH A. SANKHE
Partner
M.No.100976

PLACE : Mumbai
DATE : 30th May, 2016

ANNEXURE - B TO THE AUDITORS' REPORT

Report on the Internal Financial Controls 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 **GLOBAL OFFSHORE SERVICES LIMITED** ("the Company") as of 31 March 2016 in conjunction with our audit of the 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 ('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 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 Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting 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") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the ICAI. 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 judgment, 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 expenditure 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, 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 31 March, 2016 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 ICAI.

For RAMAN S. SHAH & ASSOCIATES
Chartered Accountants
Firm Reg. No. 119891W

SANTOSH A. SANKHE
Partner
M.No.100976

PLACE : Mumbai
DATE : 30th May, 2016

Balance Sheet as at 31st March, 2016

	Note	As at 31st March, 2016 Rs. In Lacs	As at 31st March, 2015 Rs. In Lacs
I. EQUITY & LIABILITIES			
Shareholders Funds			
Share Capital	2	2,472.88	2,472.88
Reserves & Surplus	3	38,609.65	35,447.15
		41,082.53	37,920.03
Non- Current Liabilities			
Long Term Borrowings	4	31,425.39	21,778.13
Long Term Provisions	5	41.93	37.93
Long Term Liabilities	6	33.48	33.48
		31,500.80	21,849.54
Current Liabilities			
Short Term Borrowings	7	3,722.57	3,427.48
Trade Payables	8	616.51	1,116.46
Other Current Liabilities (including loan repayments due within 1 year)	9	6,212.25	5,344.75
Short Term Provisions	10	47.73	1,177.04
		10,599.06	11,065.73
TOTAL :		83,182.39	70,835.30
II. ASSETS			
Non-Current Assets			
Fixed Assets			
Tangible Assets	11	54,480.00	40,343.22
Tangible Assets (Capital-work in progress)		-	465.76
Intangible Assets	11	-	0.79
		54,480.00	40,809.77
Non-Current Investments	12	20,494.83	20,494.83
Current Assets			
Inventories	13	3,152.14	3,161.49
Trade Receivables	14	2,801.62	2,567.41
Cash and Bank Balances	15	946.28	1,592.06
Short Term Loans & Advances	16	1,299.52	2,209.74
Other Current Assets	17	8.00	-
		8,207.56	9,530.70
TOTAL :		83,182.39	70,835.30

See accompanying notes forming part of the financial statements 1 to 24

As per our report of even date attached
For RAMAN S. SHAH & ASSOCIATES
Chartered Accountants - Firm Reg. No. 119891W

For and on behalf of the Board

Santosh A. Sankhe
Partner
Membership No. 100976

Ashok Garware
Executive Chairman

Aditya Garware
Vice Chairman

A. K. Thanavala
Director

P. S. Shah
GM - Finance & Accounts

N. T. Sengupta
Chief Financial Officer

A. C. Chandarana
Company Secretary &
President - Legal & Admn.

Place : Mumbai
Date : 30th May, 2016

Place : Mumbai
Date : 30th May, 2016

Profit & Loss Statement for the year ended 31st March, 2016

	Note	Year Ended 31st March, 2016 Rs. In Lacs	Year Ended 31st March, 2015 Rs. In Lacs
INCOME :			
I. Revenue from operations			
Charter Hire	18	15,860.70	7,889.46
Other Operating Revenue		118.13	1,102.09
		15,978.83	8,991.55
II. Other Income	19	42.43	150.44
TOTAL REVENUE (I)		16,021.26	9,141.99
EXPENSES :			
Fleet Operating Expenses	20	4,508.14	1,354.03
Employee Benefit Expenses	21	2,612.66	2,198.82
Finance Costs	22	1,825.52	924.75
Depreciation and Amortisation Expenses		2,238.68	1,336.48
Other Expenses	23	1,813.50	1,074.65
TOTAL EXPENSES (II)		12,998.50	6,888.73
Profit Before Tax (I - II)		3,022.76	2,253.26
Less : Tax Expense			
Current Tax		20.00	185.22
Tax of Earlier Years		1.45	-
Profit for the Year		3,001.31	2,068.04
Earning Per Equity Share	24(F)		
Basic Earning Per Share		12.14	8.36
Diluted Earning Per Share		12.14	8.36

See accompanying notes forming part of the financial statements 1 to 24

As per our report of even date attached
For RAMAN S. SHAH & ASSOCIATES
Chartered Accountants - Firm Reg. No. 119891W

For and on behalf of the Board

Santosh A. Sankhe
Partner
Membership No. 100976

Ashok Garware
Executive Chairman

Aditya Garware
Vice Chairman

A. K. Thanavala
Director

P. S. Shah
GM - Finance & Accounts

N. T. Sengupta
Chief Financial Officer

A. C. Chandarana
Company Secretary &
President - Legal & Admn.

Place : Mumbai
Date : 30th May, 2016

Place : Mumbai
Date : 30th May, 2016

Cash Flow Statement for the year ended 31st March, 2016

PARTICULARS	Year Ended 31st March, 2016 (Rs. in Lacs)	Year Ended 31st March, 2015 (Rs. in Lacs)
A. Cash Flow arising from Operating Activities :		
Net profit before tax and extraordinary items	3,022.76	2,253.26
Add/(Less) :		
a) Depreciation charges (Net)	2,238.68	1,336.48
b) Interest charges	1,825.52	924.75
c) Interest Income	(42.32)	(148.66)
d) (Profit) / Loss on sale of Assets (net)	(0.11)	(799.09)
e) Taxes (Paid) / Refund received	(336.08)	52.85
	<u>3,685.69</u>	<u>1,366.33</u>
Operating Profit before working capital changes	6,708.45	3,619.59
Add/(Less) :		
a) Increase/(Decrease) in Operational Liabilities	(17.87)	(854.55)
b) (Increase)/Decrease in Operational Assets	(106.34)	1,699.43
	<u>(124.21)</u>	<u>844.88</u>
Net cashflow from operating Activity (A)	6,584.24	4,464.47
B. Cash Flow arising from Investing Activities :		
(i) Outflow on account of investing activity		
a) Acquisition of fixed assets (Net)	(15,924.14)	(12,633.77)
b) (Increase)/Decrease in Loan to subsidiaries	(15.28)	1,659.44
c) Money Invested in Securities	-	(4,907.20)
	<u>(15,939.42)</u>	<u>(15,881.53)</u>
(ii) Inflow on account of investing activity		
a) Sale of Fixed assets (Net)	15.34	14,873.76
b) Interest Income	34.32	150.67
	<u>49.66</u>	<u>15,024.43</u>
Net cashflow from investing Activity (B)	(15,889.76)	(857.10)
C. Cash Flow arising from Finance Activities :		
Outflow on account of Financing activity		
a) Dividend Paid	(12.11)	(294.00)
b) Interest on loan paid during the year	(1,774.67)	(897.01)
c) Loans Repaid (net of receipts)	10,151.43	(797.40)
d) Short term borrowings	295.09	(350.59)
	<u>8,659.74</u>	<u>(2,339.00)</u>
Net cashflow from financing Activity (C)	8,659.74	(2,339.00)
Net increase in cash / cash equivalent [A + B + C]	(645.78)	1,268.37
Add : Cash / Cash equivalents at the beginning of the year	1,592.06	323.69
Cash / Cash equivalents at the end of the year	946.28	1,592.06
Notes to cash flow statement :		
(1) Method of preparation of cash flow statement :		
Cash flow statement has been prepared under Indirect method as set out in the Accounting Standard 3 on Cash Flow Statement, issued by the Institute of Chartered Accountants of India.		
(2) Components of cash flow :		
Cash and Cash Equivalents	176.09	1,310.53
Other Bank Balances	770.19	281.53
	<u>946.28</u>	<u>1,592.06</u>

As per our report of even date attached
For RAMAN S. SHAH & ASSOCIATES
Chartered Accountants - Firm Reg. No. 119891W

For and on behalf of the Board

Santosh A. Sankhe
Partner
Membership No. 100976

Ashok Garware
Executive Chairman

Aditya Garware
Vice Chairman

A. K. Thanavala
Director

P. S. Shah
GM - Finance & Accounts

N. T. Sengupta
Chief Financial Officer

A. C. Chandarana
Company Secretary &
President - Legal & Admn.

Place : Mumbai
Date : 30th May, 2016

Place : Mumbai
Date : 30th May, 2016

To,
The Board Of Directors,
GLOBAL OFFSHORE SERVICES LIMITED,
Mumbai.

We have examined the attached cash flow statement of GLOBAL OFFSHORE SERVICES LIMITED for the year ended 31st March, 2016. The statement has been prepared by the Company in accordance with the requirement of clause 32 of the listing agreement with the stock exchange and is based on and in agreement with corresponding profit and loss account and balance sheet of the Company covered by our report of the even date, to the members of the Company.

As per our report of even date attached

For RAMAN S. SHAH & ASSOCIATES
CHARTERED ACCOUNTANTS
Firm Registration No. 119891W

Santosh A. Sankhe
(Partner)
M. No. 100976

Place : Mumbai
Date : 30th May, 2016

Notes on Financial Statements for the Year ended 31st March, 2016

Note : 1

Significant Accounting Policies

I. Accounting Convention :

The financial statements are prepared under the historical cost convention and as a going concern, in accordance with, generally accepted accounting principles in India, the Accounting Standards issued by The Institute of Chartered Accountants of India and provisions of the Companies Act, 2013.

II. Use of Estimates :

The preparation of financial statements in conformity with generally accepted accounting principles requires the management to make estimates and assumptions that affect the reported balances of assets and liabilities as at the date of financial statements and reported amounts of income and expenses during the period. Management believes that the estimates used in the preparation of financial statements are prudent and reasonable. Actual results could differ from the estimates.

III. Fixed Assets :

Fixed assets are stated at cost less accumulated depreciation. Cost includes expenses related to acquisition and financing costs on borrowings during construction period. Further, additions or extensions of a capital nature are added to the cost of vessel as and when incurred.

IV. Depreciation of Assets :

(a) On fleet :

Depreciation has been arrived at on straight line method at the rate arrived at so as to provide 95% of the total cost of each vessel over its balance economic useful life. For this purpose the economic useful life of vessels is estimated as 28 years.

Any additions or extensions to existing vessels which forms an integral part of the vessels is depreciated by 95% over the remaining useful life of the vessels, in accordance with the requirement of para. 24 of Accounting Standard 6 (Revised) - Depreciation Accounting, issued by The Institute of Chartered Accountants of India.

(b) On Motor Vehicles :

Depreciation is arrived at on straight line method at 25% p.a. of the cost, based on the estimated useful life of 4 (four) years for the motor vehicles.

(c) On Other Assets :

Depreciation on other assets is charged in the accounts on the Straight Line method at the rates prescribed under Schedule II of the Companies Act, 2013.

V. Accounting for Investments :

Long term investments are valued at cost.

VI. Valuation of Inventories :

(a) The Stock of stores and spares including on board the ships is valued at cost. (FIFO Basis)

(b) The Stock of fuel, lubes and diesel oil owned by the Company is valued at cost. (FIFO Basis)

VII. Revenue Recognition :

Time Charter earnings are recognized on accrual basis.

VIII. Operating Expenses :

Expenses charged to Profit and Loss account are recognised on accrual basis.

IX. Employee Benefits :

Defined Contribution Plan

Employee benefits in the form of Provident Fund which is a defined contribution scheme, is charged to the Profit and Loss account during the year when the contribution accrues.

Notes on Financial Statements for the Year ended 31st March, 2016

Defined Benefit Plan

The liability for gratuity, a defined benefit obligation, is accrued and provided for on the basis of actuarial valuation, using the projected unit credit method as at the Balance Sheet date.

Other Long Term Benefits

Long term compensated absences are provided on the basis of estimates for due period upto the Balance Sheet date.

Actuarial gains and losses comprising of experience adjustments and the effects of changes in actuarial assumptions are recognised in the Profit and Loss account for the year as income or expense.

X. Foreign Exchange Transaction :

- (a) Transactions in foreign currency are recorded at the standard exchange rates determined monthly. Monetary assets and liabilities denominated in foreign currency, remaining unsettled at the period end are re-stated at closing rates. The difference in translation of monetary assets and liabilities and realised gains and losses on foreign currency transactions (including those relating to acquisition of depreciable assets) is recognised in the Profit and Loss Account.
- (b) Forward exchange contracts entered into to hedge foreign currency risks of firm commitments or highly probable forecast transactions, forward rate options, currency and interest rate swaps and commodity future contracts, that qualify as cash flow hedges are recorded in accordance with the principles of hedge accounting enunciated in Accounting Standard (AS) 30 - Financial Instruments: Recognition and Measurement. The gain or loss on designated hedging instruments that qualify as effective hedges is recorded in the Hedging Reserve Account and is recognised in the statement of Profit and Loss in the same period or periods during which the hedged transaction affects Profit and Loss.

Accordingly the Company has designated borrowings in foreign currency (relating to acquisition of depreciable assets) as hedge instruments to cover its foreign currency risks of its firm commitments and highly probable forecast transactions of revenue streams and the same are accounted as cash flow hedge.

XI. Borrowing Cost :

Borrowing costs directly attributable to borrowed funds raised to meet any financial obligation on account of acquisition or other value added cost of any qualifying assets (Fixed Assets) incurred uptill the date of cessation of substantial activities necessary to prepare the qualifying asset for its intended use, is capitalised.

XII. Provisions & Contingent Liabilities :

- (a) Provisions are recognised in the accounts for present probable obligations arising out of past events that require outflow of resources, the amount of which can be reliably estimated.
- (b) Contingent liabilities are disclosed in respect of possible obligation that arise from past events but their existence is confirmed by occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company, unless the likelihood of an outflow of resources is remote.
- (c) Contingent assets are not recognised in the accounts, unless there is virtual certainty as to its realisation.

XIII. Provision for Taxation :

Provision of current income-tax is made on the basis of the assessable income under the income tax Act, 1961. Income from shipping activities is assessed on the basis of deemed tonnage income of the Company.

Minimum Alternative Tax (MAT) Credit is recognised as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period.

XIV. Prior Period Items/ Extra Ordinary Items :

Prior period items & extra ordinary items, if any, are disclosed separately in the notes to accounts.

XV. Impairment of Assets :

The Company reviews the carrying values of tangible assets for any possible impairment at each Balance Sheet date. Impairment loss, if any, is recognised in the year in which impairment takes place.

Notes on Financial Statements for the Year ended 31st March, 2016

Note : 2 Share Capital	As At 31st March, 2016		As At 31st March, 2015	
	Number	Rs. In Lacs	Number	Rs. In Lacs
A Authorised Capital :				
Equity Share Capital :				
Equity Shares of Rs. 10/- each	3,20,00,000	3,200.00	3,20,00,000	3,200.00
Preference Share Capital :				
Cumulative Redeemable Preference Shares of Rs. 100/- each	1,50,000	150.00	1,50,000	150.00
Cumulative Convertible Preference Shares of Rs. 100/- each	1,50,000	150.00	1,50,000	150.00
Total	3,23,00,000	3,500.00	3,23,00,000	3,500.00
B Issued, Subscribed & Paid Up Capital :				
Equity Share Capital :				
Equity Shares of Rs. 10/- each, fully paid up	2,47,28,793	2,472.88	2,47,28,793	2,472.88
Total	2,47,28,793	2,472.88	2,47,28,793	2,472.88

a) Reconciliation of Equity Shares Outstanding

Particulars	Current Year		Previous Year	
	Number	Rs. In Lacs	Number	Rs. In Lacs
Shares outstanding at 1st April	2,47,28,793	2,472.88	2,47,28,793	2,472.88
Shares Issued during the year	-	-	-	-
Shares outstanding at 31st March	2,47,28,793	2,472.88	2,47,28,793	2,472.88

b) Details of shareholders holding more than 5% shares

Name of Shareholder	As at 31st March, 2016		As at 31st March, 2015	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
India Star (Mauritius) Ltd.	67,39,547	27.25%	72,60,928	29.36%
Garware Marine Industries Ltd.	14,73,260	5.96%	14,85,760	6.01%
Universal Investments Services Pvt Ltd.	13,86,720	5.61%	13,90,720	5.63%
Rondor Overseas Ltd.	12,86,250	5.20%	12,86,250	5.20%
Clearwell Enterprises Ltd.	12,78,250	5.17%	12,78,250	5.17%
Total	1,21,64,027	49.19%	1,27,01,908	51.37%

Note : 3 Reserves & Surplus	As At 31st March, 2016		As At 31st March, 2015	
	Rs. In Lacs		Rs. In Lacs	
A Securities Premium Account				
As per last balance sheet	8,659.78		8,659.78	
Add : On Account of fresh issue	-	8,659.78	-	8,659.78
B Tonnage Tax Reserves U/s. 115VT of Income Tax Act				
As per last balance sheet	460.00		5,035.00	
Add : Transfer from Profit & Loss A/c	610.00		460.00	
Less : Transfer to tonnage tax reserve (utilised)	(460.00)	610.00	(5,035.00)	460.00
C Tonnage Tax Reserve (Utilised)				
As per last balance sheet	6,807.00		1,772.00	
Add : Transfer from Tonnage Tax Reserve	460.00	7,267.00	5,035.00	6,807.00
D General Reserves				
As per last balance sheet	8,190.09		8,190.09	
Add : Transfer from Profit & Loss A/c	-	8,190.09	-	8,190.09
E Foreign Exchange Hedge Reserve				
As per last balance sheet	(3,897.09)		(5,425.19)	
Add/(Less) : (Created) / Reversed During the Year	161.19	(3,735.90)	1,528.10	(3,897.09)

Notes on Financial Statements for the Year ended 31st March, 2016

Note : 3	As At 31st March, 2016	As At 31st March, 2015
Reserves & Surplus	Rs. In Lacs	Rs. In Lacs
F Profit & Loss Account		
As per last balance sheet	15,227.37	13,619.33
Add : Profit for the year	3,001.31	2,068.04
	18,228.68	15,687.37
Less : Appropriations		
Transfer to Tonnage Tax Reserve	610.00	460.00
	610.00	460.00
Total	17,618.68	15,227.37
	38,609.65	35,447.15

Note : 4	As At 31st March, 2016	As At 31st March, 2015
Long Term Borrowings	Rs. In Lacs	Rs. In Lacs
Secured Loans from Banks		
Foreign Currency Loans for Acquisition/Modification of Vessels	30,709.07	20,922.65
Other Foreign Currency Term Loans	702.89	814.12
Car Finance Rupee Loans	13.43	41.36
Total	31,425.39	21,778.13

Security:

4.1 Term loans for acquisition/modification of vessels

Four term loans are secured by way of first charge on the respective vessels (3 AHTSVs and 1 PSVs). Additionally, one of these loans is also secured by way of receivables upto the limit of monthly principal and interest of the vessel financed and by second charge on Company's office premises.

One term loan is secured by way of first charge on the respective vessel (AHTSV) and 2nd charge on a Platform Supply Vessel.

One term loan is secured by way of first charge on the respective vessel (PSV) and 2nd charge on a Anchor Handling Tug cum Supply Vessel.

4.2 Other Term Loans

Foreign Currency Loans :

One Corporate loan is secured by way of receivables from the operations of one Anchor Handling Tug cum Supply Vessel to the extent of the monthly principal and interest and by extension of first charge on Company's office premises.

4.3 Car Finance Loans

Car loans availed from banks are secured against respective motor cars against which the finances are availed.

4.4 Maturity profile of Secured Loans (including current maturities) are as set out below :

	Rs. In lacs			
Particulars	within 1 year	1-2 years	2-3 years	Beyond 3 years
Foreign Currency Loans for Acquisition of Vessels	4,774.11	4,481.76	5,010.54	21,216.76
Other Foreign Currency Term Loans	159.14	645.42	57.47	-
Car Finance Rupee Loans	21.77	13.43	-	-

4.5 The Foreign currency loans are at interest rates varying from LIBOR+300 bps points to LIBOR+500 bps points per annum. The Rupee car loans are at interest rates between 9.5% to 11.25% per annum.

Note : 5	As At 31st March, 2016	As At 31st March, 2015
Long Term Provisions	Rs. In Lacs	Rs. In Lacs
Provision for employee benefits		
Retirement and Other Benefits	41.93	37.93
Total	41.93	37.93

Notes on Financial Statements for the Year ended 31st March, 2016

Note : 6	As At 31st March, 2016	As At 31st March, 2015
Long Term Liabilities	Rs. In Lacs	Rs. In Lacs
Security Deposit	33.48	33.48
Total	33.48	33.48

Note : 7	As At 31st March, 2016	As At 31st March, 2015
Short Term Borrowings	Rs. In Lacs	Rs. In Lacs
Secured Working Capital Facility From Banks		
Foreign Currency	2,891.04	2,891.04
Rupee	831.53	536.44
Total	3,722.57	3,427.48

7.1 Working Capital Facility from United Bank of India is secured by hypothecation of Tangible Assets such as stocks of stores and spares on board the vessel and book debts at an interest rate of 12.40% p.a.

7.2 Working Capital Facility from State Bank of Travancore is secured by pari passu first charge on all current assets including stores, spares and book debts at an interest rate of 12.95% p.a.

Note : 8	As At 31st March, 2016	As At 31st March, 2015
Trade Payables	Rs. In Lacs	Rs. In Lacs
Micro, Small and Medium Enterprises	-	-
Others	616.51	1,116.46
Total	616.51	1,116.46

8.1 As per the information available with the Company, there are no Micro and Medium Enterprises, as defined in the Micro, Small, Medium Enterprise Development Act, 2006 to whom the Company owes on account of principal amount together with the interest and accordingly no additional disclosures are required.

Note : 9	As At 31st March, 2016	As At 31st March, 2015
Other Current Liabilities	Rs. In Lacs	Rs. In Lacs
Current Maturities of Long Term Debts (Refer note no.4.4)	4,955.02	4,612.03
Interest Accrued and due on Borrowings (Amount Funded)	128.69	75.33
Interest Accrued but not due on Borrowings	-	2.51
Unclaimed Dividends (To be credited to the Investor Education & Protection Fund as and when due)	66.58	78.69
Duties and Taxes Payable	321.05	189.46
Other Payables (including charter hire charges)	740.91	386.73
Total	6,212.25	5,344.75

Note : 10	As At 31st March, 2016	As At 31st March, 2015
Short Term Provisions	Rs. In Lacs	Rs. In Lacs
Retirement and Other Benefits	27.73	35.43
Provision for Taxation	20.00	1,141.61
Total	47.73	1,177.04

Notes on Financial Statements for the Year ended 31st March, 2016

NOTE : 11

Fixed Assets

Particulars	Tangible Assets								Intangible Assets	
	Fleet	Office Premises	Furniture & Fixtures	Office Equipment	Motor Vehicles	Computers	Total	Previous Year	Software	Previous Year
GROSS BLOCK										
As at 1 April, 2015	49,883.24	1,366.95	129.18	42.31	244.23	60.55	51,726.46	56,855.60	16.85	16.85
Additions during the year	16,386.43	-	-	0.15	-	3.31	16,389.90	12,168.02	-	-
Deductions	(3,603.53)	-	(9.35)	(0.84)	(12.49)	(2.85)	(3,629.06)	(17,297.16)	-	-
As at 31 March, 2016	62,666.14	1,366.95	119.83	41.62	231.74	61.01	64,487.30	51,726.46	16.85	16.85
ACCUMULATED DEPRECIATION										
As at 1 April, 2015	10,993.27	113.90	50.62	32.78	134.27	58.40	11,383.24	13,274.62	16.06	10.72
Charges for the year	2,135.67	21.60	12.27	8.06	57.68	2.61	2,237.89	1,331.13	0.79	5.34
Deductions	(3,604.75)	-	(2.47)	(0.34)	(3.42)	(2.85)	(3,613.83)	(3,222.49)	-	-
As at 31 March, 2016	9,524.19	135.50	60.42	40.50	188.53	58.16	10,007.30	11,383.24	16.85	16.06
NET BLOCK										
As at 31 March, 2016	53,141.95	1,231.45	59.41	1.12	43.21	2.85	54,480.00	40,343.22	-	0.79
As at 31 March, 2015	38,889.98	1,253.05	78.57	9.53	109.95	2.16	40,343.22		0.79	

Note : 12

Investments

Long Term - Non Trade

(Valued at cost and fully paid up)

Equity Shares :

A Quoted

Garware Marine Industries Limited

(1,29,330 Equity Shares of Rs. 10/- each)

(Market Value Rs. 19.18 lacs, Previous Year Rs.40.12 lacs)

37.68

37.68

B Unquoted

(a) Wholly Owned Subsidiary

Garware Offshore International Services Pte Limited

(48,70,001 Equity Shares of US\$ 1 each; Previous Year

48,70,001 Equity Share of US\$ 1 each)

2,273.58

2,273.58

(b) Subsidiary Company

Global Offshore Services B. V.

(1,92,55,381 Equity Shares of EURO 1 each; Previous

Year 1,92,55,381 Equity Share of EURO 1 each)

18,183.57

18,183.57

Total

20,494.83

20,494.83

Note : 13

Inventories

Stock of Stores, Spares & Consumables (At Cost)

3,152.14

3,161.49

Total

3,152.14

3,161.49

Notes on Financial Statements for the Year ended 31st March, 2016

Note : 14	As At 31st March, 2016	As At 31st March, 2015
Trade Receivables (Unsecured and Considered good)	Rs. In Lacs	Rs. In Lacs
Debts outstanding for more than six months	314.15	16.12
Other Debts	2,487.47	2,551.29
Total	2,801.62	2,567.41
Note : 15	As At 31st March, 2016	As At 31st March, 2015
Cash and Bank Balances	Rs. In Lacs	Rs. In Lacs
Cash and Cash Equivalents		
(a) Current Accounts	167.63	1,305.32
(b) Cash On Hand	8.46	5.21
	176.09	1,310.53
Other Bank Balances		
(a) Unpaid Dividend Accounts	66.58	78.69
(b) Margin Money	703.61	202.84
	770.19	281.53
Total	946.28	1,592.06
Note : 16	As At 31st March, 2016	As At 31st March, 2015
Short Term Loans & Advances	Rs. In Lacs	Rs. In Lacs
(Unsecured and Considered Good)		
Advances recoverable in cash or in kind or for the value to be received	432.03	529.69
Advance Income Tax	489.24	1,296.21
Loan to Subsidiaries	364.87	349.59
Deposits	2.88	2.95
Balance with customs, port trust, other government authorities & courts of law	10.50	31.30
Total	1,299.52	2,209.74
Note : 17	As At 31st March, 2016	As At 31st March, 2015
Other Current Assets	Rs. In Lacs	Rs. In Lacs
Income receivable	8.00	-
Total	8.00	-
Note : 18	For the Year Ended	For the Year Ended
Charter Hire	31st March, 2016	31st March, 2015
	Rs. In Lacs	Rs. In Lacs
Gross Charter Hire	17,755.63	8,676.45
Less : Service Tax	1,894.93	786.99
Total	15,860.70	7,889.46
Note : 19	For the Year Ended	For the Year Ended
Other Income	31st March, 2016	31st March, 2015
	Rs. In Lacs	Rs. In Lacs
Interest Income (Gross) (Tax Deducted at source Rs. 3.68 lacs, Previous Year Rs. 2.17 lacs)	42.32	148.66
Profit on sale of Assets	0.11	1.78
Total	42.43	150.44

Notes on Financial Statements for the Year ended 31st March, 2016

Note : 20 Fleet Operating Expenses	For the Year Ended 31st March, 2016 Rs. In Lacs	For the Year Ended 31st March, 2015 Rs. In Lacs
Travelling Expenses	54.61	66.96
Fuel, Oil & Water	421.15	345.70
Port & Canal dues	50.91	37.67
Repairs	126.87	110.95
Stores & Victualling	212.77	186.85
Insurance Charges & Protecting Club Fees	211.58	160.26
Telecommunication Charges	124.29	95.36
Charter Hire Charges	2,943.26	88.37
Professional Fees	110.03	21.74
Brokerage & Commission	17.40	44.34
Sundry Operating expenses	235.27	195.83
Total	4,508.14	1,354.03
Note : 21 Employee Benefit Expense	For the Year Ended 31st March, 2016 Rs. In Lacs	For the Year Ended 31st March, 2015 Rs. In Lacs
Floating Staff :		
Salaries, Allowances & Compensation	236.53	181.86
Contractual Payments	1,644.06	1,237.79
Contribution to Provident & Other Funds	38.64	19.14
	1,919.23	1,438.79
Shore Staff :		
Salaries, Allowances, Bonus & Ex-gratia	641.88	697.81
Contribution to Provident & Other Funds	27.08	34.28
Gratuity Fund Contribution	18.13	22.09
Staff welfare expenses	6.34	5.85
	693.43	760.03
Total	2,612.66	2,198.82
Note : 22 Finance Cost	For the Year Ended 31st March, 2016 Rs. In Lacs	For the Year Ended 31st March, 2015 Rs. In Lacs
Interest Expenses	1,814.58	914.11
Finance Charges	10.94	10.64
Total	1,825.52	924.75

Notes on Financial Statements for the Year ended 31st March, 2016

Note : 23 Other Expenses	For the Year Ended 31st March, 2016 Rs. In Lacs	For the Year Ended 31st March, 2015 Rs. In Lacs
Rent	13.33	18.41
Travelling Expenses	114.49	50.92
Auditors' Remuneration	14.72	13.72
Telephone charges	22.77	21.66
Legal and Professional fees	209.52	119.28
Bank Charges	53.63	20.92
Directors' fees	8.90	6.80
Insurance Charges	7.06	8.01
Rates & Taxes	6.80	2.85
Repairs - Office	6.66	8.10
Contribution towards Corporate Social Responsibility	69.83	77.00
Miscellaneous Expenses	204.83	197.65
Loss on foreign currency transactions and translations	1,080.94	529.33
Total	1,813.50	1,074.65

Note : 24 Additional Information to financial statements	For the Year Ended 31st March, 2016 Rs. In Lacs	For the Year Ended 31st March, 2015 Rs. In Lacs
A. Payments to Auditor		
For Statutory Audit	14.00	13.00
For Taxation Matters	0.60	0.60
Reimbursement of Expenses	0.12	0.12
Total	14.72	13.72

- B.** Consequent to Schedule II of The Companies Act, 2013, becoming applicable with effect from April 01, 2014, depreciation for the year ended March 31, 2016, has been provided on the basis of the useful life and residual values as prescribed in Schedule II; except in case of certain types of assets where, based on past experience, the Company has adopted useful life and residual values other than those prescribed in Schedule II. In the case of the fleet, the Company has adopted useful life that is higher than prescribed in Schedule II, resulting in a lower charge of depreciation and in the case of motor cars it has adopted useful life that is lower than prescribed in Schedule II, resulting in higher charge of depreciation. The net impact of these changes is that the depreciation charge for the year ended is lower by Rs. 1,136.78 lacs.

C. Information Pursuant to Para 5 of Part - II of Revised Schedule III of the Companies Act, 2013 :

(a) Value of imports calculated on C.I.F. basis :

Particulars	For the Year Ended 31st March, 2016 Rs. In Lacs	For the Year Ended 31st March, 2015 Rs. In Lacs
Raw Materials	N.A.	N.A.
Components & Spare Parts	442.41	492.34

(b) Expenditure in foreign currency :

Particulars	For the Year Ended 31st March, 2016 Rs. In Lacs	For the Year Ended 31st March, 2015 Rs. In Lacs
Professional and Consultancy Fees	53.29	54.71
Interest Charges	1,601.69	873.98
Other Matters	2,925.75	1,218.25

Notes on Financial Statements for the Year ended 31st March, 2016

- (c) Value of the imported and indigenous Raw Materials, Stores and Spares consumed and percentage of each to the total consumption :

Particulars	%(2015-16)	%(2014-15)	2015-16	2014-15
Raw Materials :				
Imported Goods	N.A.	N.A.	N.A.	N.A.
Indegenous Goods	N.A.	N.A.	N.A.	N.A.
Stores, Spares & Consumables :				
Imported Goods	36.27%	26.75%	32.45	23.89
Indegenous Goods	63.73%	73.25%	57.02	65.42
	100.00%	100.00%	89.47	89.31

Particulars	For the Year Ended 31st March, 2016 Rs. In Lacs	For the Year Ended 31st March, 2015 Rs. In Lacs
(d) Amount remitted during the year in foreign currencies on account of dividends :	Nil	Nil

- (e) Earnings in foreign exchange classified under the following heads :

Particulars	For the Year Ended 31st March, 2016 Rs. In Lacs	For the Year Ended 31st March, 2015 Rs. In Lacs
Interest Income	6.91	74.42
Reimbursement of fuel	42.30	304.77
Charter Hire Income (Gross)	17,755.63	8,676.45
Total	17,804.84	9,055.64

D. Related Party Disclosure

- a) Subsidiary Companies

Garware Offshore International Services Pte. Ltd., Singapore (Wholly Owned Subsidiary)

Global Offshore Services B.V., Netherlands (Subsidiary)

Other related parties with whom transactions have taken place during the year.

Key Management Personnel

Ashok B. Garware - Executive Chairman

Aditya A. Garware - Vice Chairman

- b) Transactions with related parties for the year ended 31st March, 2016 :

Rs. In Lacs

Nature of Transactions	Subsidiary Companies	Key Managerial Personnel	Other Related Parties	TOTAL
(1) Charter Hire Charges				
Garware Offshore International Services Pte Ltd.	182.35	-	-	182.35
(2) Reimbursement of expenses (Net):				
Garware Offshore International Services Pte Ltd.	(71.92)	-	-	(71.92)
Global Offshore Services B.V.	31.19	-	-	31.19
(3) Interest Income				
Garware Offshore International Services Pte Ltd.	2.10	-	-	2.10
Global Offshore Services B.V.	4.82	-	-	4.82
(4) Loan given /(Repayment)				
Garware Offshore International Services Pte Ltd.	(349.59)	-	-	(349.59)
Global Offshore Services B.V.	368.23	-	-	368.23

Notes on Financial Statements for the Year ended 31st March, 2016

Rs. In Lacs

Nature of Transactions	Subsidiary Companies	Key Managerial Personnel	Other Related Parties	TOTAL
(5) Remuneration				
Ashok B. Garware	-	99.74	-	99.74
Aditya A. Garware	-	28.14	-	28.14
(6) Sitting Fees				
Aditya A. Garware	-	0.25	-	0.25
(7) Consultancy Fees				
Aditya A. Garware	-	25.67	-	25.67
Total	167.18	153.80	-	320.98

Outstandings as at 31st March, 2016

Rs. In Lacs

Nature of Transactions	Subsidiary Companies	Key Managerial Personnel	Other Related Parties	TOTAL
(1) Reimbursement of expenses (Net)				
Garware Offshore International Services Pte Ltd.	1.88	-	-	1.88
Global Offshore Services B.V.	106.48	-	-	106.48
(2) Interest Income				
Garware Offshore International Services Pte Ltd.	0.89	-	-	0.89
Global Offshore Services B.V.	32.94	-	-	32.94
(3) Receivables				
Global Offshore Services B.V.	364.87	-	-	364.87
(4) Remuneration				
Ashok B. Garware	-	8.00	-	8.00
(5) Consultancy Fees				
Aditya A. Garware	-	5.50	-	5.50
Total	507.06	13.50	-	520.56

E. Disclosure pursuant to Accounting Standard (AS) 15 (Revised) - "Employee Benefits"

A) Defined Contribution Plans :

The Company has recognised the following amounts in the Profit and Loss account for the year :

Particulars	31st March, 2016 Rs. In Lacs	31st March, 2015 Rs. In Lacs
Contribution to Employees Provident Fund	24.92	31.24
Contribution to Seamen's Provident Fund	19.28	5.48
Total	44.20	36.72

B) Defined Benefit Plans :

Valuations in respect of Gratuity liability have been carried out by an independent actuary, as at the Balance Sheet date on Projected Unit Credit method, based on the following assumptions :

Particulars	31st March, 2016 Rs. In Lacs	31st March, 2015 Rs. In Lacs
Actuarial Assumption for the year		
a) Discount Rate (p.a.)	7.95%	7.95%
b) Rate of Return on Plan Assets	7.95%	7.95%
c) Salary Escalation rate	5.00%	5.00%
d) Attrition rate	2.00%	2.00%

Notes on Financial Statements for the Year ended 31st March, 2016

(i) Change in Benefit Obligation

Particulars	31st March, 2016 Rs. In Lacs	31st March, 2015 Rs. In Lacs
Liability at the beginning of the year	90.74	109.22
Interest Cost	7.21	9.86
Current Service Cost	8.96	7.03
Benefit Paid directly	(5.72)	-
Benefit Paid from fund	(22.76)	(43.87)
Actuarial (gain)/loss on obligations	3.55	8.50
Liability at the end of the year	81.98	90.74

(ii) Fair value of Plan Assets :

Particulars	31st March, 2016 Rs. In Lacs	31st March, 2015 Rs. In Lacs
Fair Value of Plan Assets at the beginning of the year	25.67	58.65
Expected Return on Plan Assets	2.04	5.10
Employer's contribution	19.82	7.58
Benefits Paid	(22.76)	(43.87)
Actuarial gain/(loss) on Plan Assets	(0.45)	(1.79)
Fair value of Plan Assets at the end of the year	24.32	25.67

(iii) Actual Return on Plan Assets:

Particulars	31st March, 2016 Rs. In Lacs	31st March, 2015 Rs. In Lacs
Expected Return on Plan Assets	2.04	5.10
Actuarial gain/(loss) on Plan Assets	(0.45)	(1.79)
Actual Return on Plan Assets	1.59	3.31

(iv) Amount Recognised in the Balance Sheet :

Particulars	31st March, 2016 Rs. In Lacs	31st March, 2015 Rs. In Lacs
Liability at the end of the year	81.98	90.74
Fair Value of Plan Assets at the end of the year	24.32	25.67
Amount Recognised in Balance sheet	57.66	65.07

(v) Expenses recognised in the Profit & Loss Account :

Particulars	31st March, 2016 Rs. In Lacs	31st March, 2015 Rs. In Lacs
Current Service Cost	8.96	7.03
Interest Cost	7.21	9.86
Expected Return on Plan Assets	(2.04)	(5.10)
Net Actuarial (gain) / loss to be recognised	4.00	10.29
Expenses recognised in the Profit & Loss Account	18.13	22.08

C) Other Long Term Benefits

The charge recognised in the Profit & Loss Account for Leave Encashment for the year is Rs. 12.54 Lacs (Previous Year 29.83 Lacs) and the closing liability is Rs. 12.00 Lacs (Previous Year Rs. 10.79 Lacs)

Notes on Financial Statements for the Year ended 31st March, 2016

F. Earning Per Share :

Particulars	31st March, 2016 Rs. In Lacs	31st March, 2015 Rs. In Lacs
(A) Basic Earning Per Share		
<u>Working for Computing Earning Per Share</u>		
Profit before Taxation	3,022.76	2,253.26
(Less) : Provision for Taxation	21.45	185.22
(A)	3,001.31	2,068.04
<u>Weighted Average No. of Equity Share Capital</u>		
Equity Share At The Beginning Of The Year	247.29	247.29
(+) Fresh Issue During The Year	-	-
(B)	247.29	247.29
Basic Earning Per Share (A / B)	12.14	8.36
(B) Diluted / (Loss) Earning Per Share		
<u>Diluted Earning for Computing Diluted Earning Per Share</u>		
Profit before Taxation	3,022.76	2,253.26
(Less) : Provision for Taxation	21.45	185.22
Adjusted Net Profit for the Current Year (A)	3,001.31	2,068.04
<u>Weighted Average No. of Equity Share Capital</u>		
Equity Share At The Beginning Of The Year	247.29	247.29
(+) Fresh Issue During The Year(In Weighted Average for time)	-	-
(B)	247.29	247.29
Diluted / (Loss) Earning Per Share (A / B)	12.14	8.36

Note :

Earnings per share is calculated by dividing the profit attributable to the equity shareholders by the weighted average number of equity shares outstanding during the Year.

G. Contingent Liabilities :

Particulars	31st March, 2016 Rs. In Lacs	31st March, 2015 Rs. In Lacs
Guarantees given by the Banks	1,846.29	1,993.82
(Counter Guarantees given by the Company)		
Total	1,846.29	1,993.82

The Company has given Guarantees of Rs. 38,221.08 lacs to Banks on behalf of its Subsidiaries for outstanding loans installments.

The Company has given Guarantees to Vessel Owners against the Bare Boat Charter of vessels by its subsidiary - the financial effect of which can not be determined/estimated.

H. Segment Reporting :

The Company is engaged in only one type of business i.e. charter of offshore support vessels and there are no separate reportable segment as per Accounting Standards AS-17 "Segment Reporting".

I. Previous year's figures have been regrouped / reclassified, to correspond with the current year's classification / disclosure.

As per our report of even date attached
For **RAMAN S. SHAH & ASSOCIATES**
Chartered Accountants - Firm Reg. No. 119891W

For and on behalf of the Board

Santosh A. Sankhe
Partner
Membership No. 100976

Ashok Garware
Executive Chairman

Aditya Garware
Vice Chairman

A. K. Thanavala
Director

P. S. Shah
GM - Finance & Accounts

N. T. Sengupta
Chief Financial Officer

A. C. Chandarana
Company Secretary &
President - Legal & Admn.

Place : Mumbai
Date : 30th May, 2016

Place : Mumbai
Date : 30th May, 2016

Independent Auditors' Report on consolidated financial statements

To the Board of Directors of **GLOBAL OFFSHORE SERVICES LIMITED**

We have audited the accompanying consolidated financial statements of **GLOBAL OFFSHORE SERVICES LIMITED** ('the Company') and its subsidiaries, which comprise the consolidated balance sheet as at 31 March 2016, the consolidated statement of profit and loss and consolidated cash flows statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Consolidated Financial Statements

The Company's board of directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ('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 and consolidated cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act, read with rule 6 of the Companies (Accounts) Rules, 2014. 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; for 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 accounting records, relevant to the preparation and presentation of the consolidated 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 Holding Company, as aforesaid.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit.

While conducting the audit, we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the consolidated financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the consolidated financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

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 Other Matters paragraph below, is sufficient and appropriate to provide a basis for our qualified audit opinion on the consolidated financial statements

Basis for Qualified Opinion

- a. The sundry creditors are carried in the Consolidated Balance Sheet at Rs. 2,563.55 lacs (As at 31st March, 2015: Rs. 1,342.30 lacs). In one of the subsidiaries of the Holding Company, We have audited the financial statements of the subsidiary namely **GLOBAL OFFSHORE SERVICES B.V. AMSTERDAM** which has reported that short term trade creditors were Rs. 1,554.98 lacs (as at 31st March, 2015 RS. 350.80 lacs) for which no confirmation has been received, Consequently we were unable to determine the completeness of these liabilities to that extent.
- b. The other auditor of **GARWARE OFFSHORE INTERNATIONAL SERVICES PTE. LTD.** has reported that
 - (i) we are unable to attend the physical inventory count at the year-end to determine the actual quantity of the consumable inventory amounting to Rs. 298.74 lacs included in the financial statement due to impracticability to attend the physical inventory counting after year end. There was also no alternative procedure that we could have adopted for our audit purpose.
 - (ii) Recognition of the deferred expenditures in other receivables amounting to 265.59 lacs and the related amortization in charter expenses and other operating expenses amounting to 165.23 lacs were included in the financial statement is not in accordance with FRS1, Presentation of Financial Statement.

Qualified Opinion

In our opinion and to the best of our information and according to the explanations given to us, except for the effects of the matter described in the Basis for Qualified Opinion paragraph above, the aforesaid consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles

generally accepted in India, of the consolidated state of affairs of the Group, at 31st March, 2016, and their consolidated profit and their consolidated cash flows for the year ended on that date.

Other Matters

We did not audit the financial statements of one foreign subsidiaries whose financial statements reflect the share of total assets of Rs. 1608.87 lakhs as at March 31, 2016, the share of total revenues of Rs. 3318.17 lakhs and net cash flows amounting to Rs. 56.22 lakhs for the year ended on that date, as considered in the consolidated financial statements. The consolidated financial statements also include the share of net loss of Rs. 1123.60 lakhs. for the year ended 31st March, 2016, 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 sub-sections (3) and (11) 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.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements certified by the Management.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, based on the comments in the auditors' reports of the company and on the auditors' report issued in accordance with the Order on subsidiary companies incorporated in India, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report, to the extent applicable, that:
 - (a) We have sought and, except for the possible effect of the matter described in sub-paragraph (a) & (b) of the Basis for Qualified Opinion above, 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, except for the effect of the matters described in the Basis for Qualified Opinion paragraph above, 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, and the Consolidated Cash Flow Statement 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, except for the effect of the matters described in the Basis for Qualified Opinion paragraph above, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - (e) On the basis of the written representations received from the directors of the Holding Company as on 31st March, 2016 taken on record by the Board of Directors of the Holding Company and the reports of the other statutory auditors of its subsidiary companies, none of the directors of the Group's companies, is disqualified as on 31st March, 2016 from being appointed as a director in terms of Section 164 (2) of the Act.
 - (f) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. Except for the possible effect of the matter described in sub-paragraph (a) & (b) of the Basis of Qualified Opinion above, there were no pending litigations which would impact the consolidated financial position of the Group,
 - ii. Except for the possible effect of the matter described in sub-paragraph (a) & (b) of the Basis of Qualified Opinion above, the Group, not have any material foreseeable losses 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 Holding Company, and its subsidiary companies.

For RAMAN S. SHAH & ASSOCIATES
Chartered Accountants
Firm Reg. No. 119891W

SANTOSH A. SANKHE
Partner
M.No.100976

PLACE : Mumbai
DATE : 30th May, 2016

Consolidated Balance Sheet as at 31st March, 2016

	Note	As at 31st March, 2016 Rs. In Lacs	As at 31st March, 2015 Rs. In Lacs
I. EQUITY & LIABILITIES			
Shareholders Funds			
Share Capital	2	2,472.88	2,472.88
Reserves & Surplus	3	44,191.12	43,524.55
		46,664.00	45,997.43
Minority Interest payable		12,277.27	12,946.62
Non- Current Liabilities			
Long Term Borrowings	4	93,194.12	86,245.30
Long Term Provisions	5	34.34	37.93
Long Term Liabilities	6	33.48	33.48
		93,261.94	86,316.71
Current Liabilities			
Short Term Borrowings	7	5,731.76	4,486.26
Trade Payables	8	2,563.55	1,342.30
Other Current Liabilities (including loan repayments due within 1 year)	9	18,945.92	14,594.77
Short Term Provisions	10	91.72	1,206.19
		27,332.95	21,629.52
TOTAL :		179,536.16	166,890.28
II. ASSETS			
Non-Current Assets			
Fixed Assets			
Tangible Assets	11	158,382.44	142,704.66
Tangible Assets (Capital-work in progress)		-	465.76
Intangible Assets	11	-	0.80
		158,382.44	143,171.22
Non-Current Investments	12	37.68	37.68
Current Assets			
Inventories	13	4,839.46	4,691.67
Trade Receivables	14	7,313.22	4,363.31
Cash and Bank Balances	15	4,971.41	7,391.04
Short Term Loans & Advances	16	3,950.16	7,235.36
Other Current Assets	17	41.79	-
		21,116.04	23,681.38
TOTAL :		179,536.16	166,890.28

See accompanying consolidated notes forming part of the financial statements 1 to 24

As per our report of even date attached

For and on behalf of the Board

For RAMAN S. SHAH & ASSOCIATES

Chartered Accountants - Firm Reg. No. 119891W

Santosh A. Sankhe
Partner
Membership No. 100976

Ashok Garware
Executive Chairman

Aditya Garware
Vice Chairman

A. K. Thanavala
Director

P. S. Shah
GM - Finance & Accounts

N. T. Sengupta
Chief Financial Officer

A. C. Chandarana
Company Secretary &
President - Legal & Admn.

Place : Mumbai
Date : 30th May, 2016

Place : Mumbai
Date : 30th May, 2016

Consolidated Profit & Loss Statement for the year ended 31st March, 2016

		Year Ended 31st March, 2016 Rs. In Lacs	Year Ended 31st March, 2015 Rs. In Lacs
INCOME :	Note		
I. Revenue from operations			
Charter Hire	18	36,644.76	38,142.33
Other Operating Revenue		561.99	1,727.07
		37,206.75	39,869.40
II. Other Income	19	66.94	889.10
TOTAL REVENUE (I)		37,273.69	40,758.50
EXPENSES :			
Fleet Operating Expenses	20	17,898.33	14,879.24
Employee Benefit Expenses	21	6,007.90	6,223.34
Finance Costs	22	6,155.43	5,381.73
Depreciation and Amortisation Expenses		7,063.08	6,584.47
Other Expenses	23	2,663.05	1,973.98
TOTAL EXPENSES (II)		39,787.79	35,042.76
Profit Before Tax (I - II)		(2,514.10)	5,715.74
Less : Tax Expense			
Current Tax		23.29	187.59
Tax of Earlier Years		1.45	9.84
		24.74	197.43
Profit for the Year		(2,538.84)	5,518.31
Less Minority Interest		(1,413.31)	1,079.45
Profit for the year attributable to Equity shareholders of Global Offshore Services Limited		(1,125.53)	4,438.86
Earning Per Equity Share	24(F)		
Basic Earning Per Share		(4.55)	17.95
Diluted Earning Per Share		(4.55)	17.95

See accompanying consolidated notes forming part of the financial statements 1 to 24

As per our report of even date attached

For RAMAN S. SHAH & ASSOCIATES

Chartered Accountants - Firm Reg. No. 119891W

For and on behalf of the Board

Santosh A. Sankhe
Partner
Membership No. 100976

Ashok Garware
Executive Chairman

Aditya Garware
Vice Chairman

A. K. Thanavala
Director

P. S. Shah
GM - Finance & Accounts

N. T. Sengupta
Chief Financial Officer

A. C. Chandarana
Company Secretary &
President - Legal & Admn.

Place : Mumbai
Date : 30th May, 2016

Place : Mumbai
Date : 30th May, 2016

Consolidated Cash Flow Statement for the year ended 31st March, 2016

PARTICULARS	Year Ended 31st March, 2016 (Rs. in Lacs)	Year Ended As At 31st March, 2015 (Rs. in Lacs)
A. Cash Flow arising from Operating Activities :		
Net profit before tax and extraordinary items	(2,514.10)	5,715.74
Add/(Less) :		
a) Depreciation charges (Net)	7,063.08	6,584.47
b) Interest charges	6,155.43	5,381.73
c) Interest Income	(66.82)	(116.16)
d) (Profit) / Loss on sale of Asset (net)	(0.11)	(655.12)
e) Taxes (Paid) / Refund received	(318.26)	103.52
	12,833.32	11,298.44
Operating Profit before working capital changes	10,319.22	17,014.18
Add/(Less) :		
a) Increase /(Decrease) in Operational Liabilities	765.17	(3,517.62)
b) (Increase)/Decrease in Operational Assets	(633.44)	(2,479.10)
	131.73	(5,996.72)
Net cashflow from operating Activity (A)	10,450.95	11,017.46
B. Cash Flow arising from Investing Activities :		
(i) Outflow on account of investing activity		
Acquisition of fixed assets (Net)	(16,347.81)	3,818.09
(ii) Inflow on account of investing activity		
a) Sale of Fixed assets (Net)	15.34	-
b) Interest Income	25.04	182.77
	40.38	182.77
Net cashflow from investing Activity (B)	(16,307.43)	4,000.86
C. Cash Flow arising from Finance Activities :		
(i) Inflow on account of Financing activity		
Shares & Warrants Issued at premium	-	1,622.22
Short / Long term borrowings - Receipt / (Payment)	11,779.21	(6,701.69)
	11,779.21	(5,079.47)
(ii) Outflow on account of Financing activity		
a) Dividend Paid	(12.11)	(344.43)
b) Interest on loan paid during the year	(4,763.39)	(5,560.23)
	(4,775.50)	(5,904.66)
Net cashflow from financing Activity (C)	7,003.71	(10,984.13)
Net increase in cash / cash equivalent [A + B + C]	1,147.23	4,034.19
Effect of Exchange rate changes on cash	(3,566.86)	(2,088.79)
Add : Cash / Cash equivalents at the beginning of the year	7,391.04	5,445.64
Cash / Cash equivalents at the end of the year	4,971.41	7,391.04
Notes to cash flow statement :		
(1) Method of preparation of cash flow statement :		
Cash flow statement has been prepared under Indirect method as set out in the Accounting Standard 3 on Cash Flow Statement, issued by the Institute of Chartered Accountants of India.		
(2) Components of cash flow :		
Cash and Cash Equivalents	2,293.97	5,026.13
Other Bank Balances	2,677.44	2,364.91
	4,971.41	7,391.04

As per our report of even date attached
For **RAMAN S. SHAH & ASSOCIATES**
Chartered Accountants - Firm Reg. No. 119891W

For and on behalf of the Board

Santosh A. Sankhe
Partner
Membership No. 100976

Ashok Garware
Executive Chairman

P. S. Shah
GM - Finance & Accounts

Aditya Garware
Vice Chairman

N. T. Sengupta
Chief Financial Officer

A. K. Thanavala
Director

A. C. Chandarana
Company Secretary &
President - Legal & Admn.

Place : Mumbai
Date : 30th May, 2016

Place : Mumbai
Date : 30th May, 2016

To,
The Board Of Directors,
GLOBAL OFFSHORE SERVICES LIMITED,
Mumbai.

We have examined the attached consolidated cash flow statement of GLOBAL OFFSHORE SERVICES LIMITED for the year ended 31st March, 2016. The statement has been prepared by the Company in accordance with the requirement of clause 32 of the listing agreement with the stock exchange and is based on and in agreement with corresponding profit and loss account and balance sheet of the Company covered by our report of the even date, to the members of the Company.

As per our report of even date attached
For **RAMAN S. SHAH & ASSOCIATES**
CHARTERED ACCOUNTANTS
Firm Registration No. 119891W

Santosh A. Sankhe
(Partner)
M. No. 100976

Place : Mumbai
Date : 30th May, 2016

Notes on Consolidated Financial Statements for the Year ended 31st March, 2016

Note : 1

Significant Accounting Policies

I. Accounting Convention :

The financial statements are prepared under the historical cost convention and as a going concern, in accordance with, generally accepted accounting principles in India, the Accounting Standards issued by The Institute of Chartered Accountants of India and provisions of the Companies Act, 2013.

II. Basis of Consolidation :

The Consolidated financial statements relate to Global Offshore Services Limited (the 'Company') and its subsidiaries. The consolidated financial statements have been prepared on the following basis :

- (a) The consolidated financial statements include the financial statements of Global Offshore Services Limited and its subsidiaries (hereinafter, collectively referred as 'Group') [refer note (II) b]. The individual financial statements of the group entities are prepared in accordance with the applicable requirements of the Companies Act, 2013 (the 'Act') and comply in all material aspects with the Accounting Standards prescribed by the Central Government, in accordance with the Companies (Accounting Standards) Rules, 2006, to the extent applicable.

The consolidated financial statements are prepared in accordance with the principles and procedures required for the preparation and presentation of consolidated financial statements as laid down under Accounting Standard ('AS') 21, 'Consolidated Financial Statements' as notified by the Companies (Accounting Standards) Rules, 2006. The financial statements of the Company and its subsidiaries are consolidated on a line to line basis by adding together like items of assets, liabilities, income and expenses. Any excess of the cost to the parent Company of its investment in a subsidiary and the parent Company's portion of equity of the subsidiary at the date, at which investment in the subsidiary is made, is described as 'Goodwill on Consolidation' and recognized separately as an asset in the consolidated financial statements. All significant inter-Company transactions and balances between the entities included in the consolidated financial statements have been eliminated.

- (b) The subsidiaries considered in the consolidated financial statement are :

Name of the Company	Country of Incorporation	% ownership interest as at 31st March, 2016	% ownership interest as at 31st March, 2015
Garware Offshore International Services Pte. Ltd.	Singapore	100.00%	100.00%
Global Offshore Services B.V.	The Netherlands	68.00%	68.00%

III. Use of Estimates :

The preparation of financial statements in conformity with generally accepted accounting principles requires the management to make estimates and assumptions that affect the reported balances of assets and liabilities as of the date of financial statements and reported amounts of income and expenses during the period. Management believes that the estimates used in the preparation of financial statements are prudent and reasonable. Actual results could differ from the estimates.

IV. Fixed Assets :

Fixed assets are stated at cost less accumulated depreciation. Cost includes expenses related to acquisition, financing costs on borrowings during construction period. Further, additions or extensions of a capital nature are added to the cost of vessel as and when incurred.

V. Depreciation of Assets :

(A) Re : Parent Company.

(a) On fleet :

Depreciation has been arrived at on straight line method at the rate arrived at so as to provide 95% of the total cost of each vessel over its balance economic useful life. For this purpose the economic useful life of vessels is estimated as 28 years.

Any additions or extensions to existing vessels which forms an integral part of the vessels is depreciated by 95% over the remaining useful life of the vessels, in accordance with the requirement of para. 24 of Accounting Standard 6 (Revised) - Depreciation Accounting, issued by The Institute of Chartered Accountants of India.

Notes on Consolidated Financial Statements for the Year ended 31st March, 2016

(b) On Motor Vehicles :

Depreciation is arrived at on straight line method as 25% p.a. of the cost, based on the estimated useful life of 4 (four) years for the motor vehicles.

(c) On Other Assets :

Depreciation on assets acquired upto 31st December, 2003 is charged in the accounts on the Written Down Value method at the rates prescribed under Schedule XIV of the Companies Act, 2013.

Depreciation on assets acquired from 1st January, 2004 is charged in the accounts on the Straight Line method at the rates prescribed under Schedule XIV of the Companies Act, 2013.

(B) Re : Subsidiaries.

- (i) Garware Offshore International Services Pte. Ltd. Depreciation of property, plant and equipment is calculated on straight line method to write off cost of the assets over their estimated lives as follows :

Computer and software	3 years
Equipment	3 to 10 years
Furniture and fittings	3 years
Books and manuals	3 to 5 years

- (ii) Global Offshore Services B.V.

Depreciation is based on the estimated useful life and calculated as a fixed percentage of cost, taking into account any residual value.

VI. Accounting for Investments :

Long term investments are valued at cost.

VII. Valuation of Inventories :

- (a) The Stock of stores and spares including on board the ships is valued at cost. (FIFO Basis)
(b) The Stock of fuel, lubes and diesel oil owned by the Company is valued at cost. (FIFO Basis)

VIII. Revenue Recognition :

Time Charter earnings are recognized on accrual basis.

IX. Operating Expenses :

Expenses charged to Profit and Loss account are recognised on accrual basis.

X. Employee Benefits :

Defined Contribution Plan

Employee benefits in the form of Provident Fund which is a defined contribution scheme, is charged to the Profit and Loss account during the year when the contribution accrues.

Defined Benefit Plan

The liability for gratuity, a defined benefit obligation, is accrued and provided for on the basis of actuarial valuation, using the projected unit credit method as at the Balance Sheet date.

Other Long Term Benefits

Long term compensated absences are provided on the basis of estimates for due period upto the Balance Sheet date.

Actuarial gains and losses comprising of experience adjustments and the effects of changes in actuarial assumptions are recognised in the Profit and Loss account for the year as income or expense.

XI. Foreign Exchange Transaction :

- (a) Transactions in foreign currency are recorded at the standard exchange rates determined monthly. Monetary assets and liabilities denominated in foreign currency, remaining unsettled at the period end are re-stated at closing rates.

Notes on Consolidated Financial Statements for the Year ended 31st March, 2016

The difference in translation of monetary assets and liabilities and realised gains and losses on foreign currency transactions (including those relating to acquisition of depreciable assets) is recognised in the Profit and Loss Account.

- (b) Forward exchange contracts entered into to hedge foreign currency risks of firm commitments or highly probable forecast transactions, forward rate options, currency and interest rate swaps and commodity future contracts, that qualify as cash flow hedges are recorded in accordance with the principles of hedge accounting enunciated in Accounting Standard (AS) 30 - Financial Instruments: Recognition and Measurement. The gain or loss on designated hedging instruments that qualify as effective hedges is recorded in the Hedging Reserve Account and is recognised in the statement of Profit and Loss in the same period or periods during which the hedged transaction affects Profit and Loss.

Gains or losses on the ineffective transactions are immediately recognised in the Profit and Loss Account. When a forecasted transaction is no longer expected to occur the gains and losses that were previously recognised in the Hedge Reserve are transferred to the statement of Profit and Loss immediately.

Accordingly the Company has designated borrowings in foreign currency (relating to acquisition of depreciable assets) as hedge instruments to cover its foreign currency risks of its firm commitments and highly probable forecast transactions of revenue streams and the same are accounted as cash flow hedge.

- (c) In respect of the overseas subsidiaries which are classified as non integral operation as per AS-11, all the assets and liabilities are translated using exchange rate prevailing at the Balance Sheet date and income / expenditure are translated using average exchange rate prevailing during the reporting period. The resultant translation exchange gain /loss have been disclosed as "Foreign Currency Translation Reserve".

XII. Borrowing Cost :

Borrowing costs directly attributable to borrowed funds raised to meet any financial obligation on account of acquisition or other value added cost of any qualifying assets (Fixed Assets) incurred up till the date of cessation of substantial activities necessary to prepare the qualifying asset for its intended use, is capitalised.

XIII. Provisions & Contingent Liabilities :

- (a) Provisions are recognised in the accounts for present probable obligations arising out of past events that require outflow of resources, the amount of which can be reliably estimated.
- (b) Contingent liabilities are disclosed in respect of possible obligation that arise from past events but their existence is confirmed by occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company, unless the likelihood of an outflow of resources is remote.
- (c) Contingent assets are not recognised in the accounts, unless there is virtual certainty as to its realisation.

XIV. Provision for Taxation :

Provision of current income-tax is made on the basis of the assessable income under the income tax Act, 1961. Income from shipping activities is assessed on the basis of deemed tonnage income of the Company.

Minimum Alternative Tax (MAT) Credit is recognised as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period.

XV. Prior Period Items/ Extra Ordinary Items :

Prior period items & extra ordinary items, if any, are disclosed separately in the notes to accounts.

XVI. Impairment of Assets :

The Company reviews the carrying values of tangible assets for any possible impairment at each Balance Sheet date. Impairment loss, if any, is recognised in the year in which impairment takes place.

Notes on Consolidated Financial Statements for the Year ended 31st March, 2016

Note : 2	As At 31st March, 2016		As At 31st March, 2015	
	Number	Rs. In Lacs	Number	Rs. In Lacs
Share Capital				
A Authorised Capital :				
Equity Share Capital :				
Equity Shares of Rs. 10/- each	3,20,00,000	3,200.00	3,20,00,000	3,200.00
Preference Share Capital :				
Cummulative Redeemable Preference Shares of Rs. 100/- each	1,50,000	150.00	1,50,000	150.00
Cummulative Convertible Preference Shares of Rs. 100/- each	1,50,000	150.00	1,50,000	150.00
Total	3,23,00,000	3,500.00	3,23,00,000	3,500.00
B Issued, Subscribed & Paid Up Capital :				
Equity Share Capital :				
Equity Shares of Rs. 10/- each, fully paid up	2,47,28,793	2,472.88	2,47,28,793	2,472.88
Total	2,47,28,793	2,472.88	2,47,28,793	2,472.88

a) Reconciliation of Equity Shares Outstanding

Particulars	Current Year		Previous Year	
	Number	Rs. In Lacs	Number	Rs. In Lacs
Shares outstanding at 1st April	2,47,28,793	2,472.88	2,47,28,793	2,472.88
Shares Issued during the year	-	-	-	-
Shares outstanding at 31st March	2,47,28,793	2,472.88	2,47,28,793	2,472.88

b) Details of shareholders holding more than 5% shares

Name of Shareholder	As at 31st March, 2016		As at 31st March, 2015	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
India Star (Mauritius) Ltd.	67,39,547	27.25%	72,60,928	29.36%
Garware Marine Industries Ltd.	14,73,260	5.96%	14,85,760	6.01%
Universal Investments Services Pvt Ltd.	13,86,720	5.61%	13,90,720	5.63%
Rondor Overseas Ltd.	12,86,250	5.20%	12,86,250	5.20%
Clearwell Enterprises Ltd.	12,78,250	5.17%	12,78,250	5.17%
Total	1,21,64,027	49.19%	1,27,01,908	51.37%

Note : 3	As At 31st March, 2016		As At 31st March, 2015	
	Rs. In Lacs		Rs. In Lacs	
Reserves & Surplus				
A Securities Premium Account				
As per last balance sheet	11,697.08		11,491.17	
Add : On Account of fresh issue	-	11,697.08	205.91	11,697.08
B Tonnage Tax Reserves U/s. 115VT of Income Tax Act				
As per last balance sheet	460.00		5,035.00	
Add : Transfer from Profit & Loss A/c	610.00		460.00	
Less : Transfer to tonnage tax reserve (utilised)	(460.00)	610.00	(5,035.00)	460.00

Notes on Consolidated Financial Statements for the Year ended 31st March, 2016

Note : 3	As At 31st March, 2016		As At 31st March, 2015	
Reserves & Surplus	Rs. In Lacs		Rs. In Lacs	
C Tonnage Tax Reserve (Utilised)				
As per last balance sheet	6,807.00		1,772.00	
Add : Transfer from Tonnage Tax Reserve	460.00	7,267.00	5,035.00	6,807.00
D General Reserves				
As per last balance sheet	8,190.09		8,190.09	
Add : Transfer from Profit & Loss A/c	-	8,190.09	-	8,190.09
E Foreign Exchange Hedge Reserve				
As per last balance sheet	(3,897.08)		(5,425.18)	
Add/(Less) : (Created) / Reversed During the Year	161.18	(3,735.90)	1,528.10	(3,897.08)
F Foreign Currency Translation Reserve				
As per last balance sheet	3,336.43		2,163.27	
Add : current year	1,630.92	4,967.35	1,173.16	3,336.43
G Profit & Loss Account				
As per last balance sheet	16,931.03		12,952.17	
Add : Profit for the year	(1,125.53)		4,438.86	
	15,805.50		17,391.03	
Less : Appropriations				
Transfer to Tonnage Tax Reserve	610.00		460.00	
		15,195.50		16,931.03
Total		44,191.12		43,524.55

Note : 4	As At 31st March, 2016		As At 31st March, 2015	
Long Term Borrowings	Rs. In Lacs		Rs. In Lacs	
Secured Loans from Banks				
Foreign Currency Loans for Acquisition/Modification of Vessels		87,654.30		85,389.83
Other Foreign Currency Term Loans		702.89		814.11
Car Finance Rupee Loans		13.43		41.36
Secured Loan from Others		4,823.50		-
Total		93,194.12		86,245.30

4.1 Security:

(A) Re : Parent Company

Term loans for acquisition/modification of vessels

Four term loans are secured by way of first charge on the respective vessels (3 AHTSVs and 1 PSVs). Additionally, one of these loans is also secured by way of receivables upto the limit of monthly principal and interest of the vessel financed and by second charge on Company's office premises.

One term loan is secured by way of first charge on the respective vessel (AHTSV) and 2nd charge on a Platform Supply Vessel.

One term loan is secured by way of first charge on the respective vessel (PSV) and 2nd charge on a Anchor Handling Tug cum Supply Vessel.

Notes on Consolidated Financial Statements for the Year ended 31st March, 2016

Other Term Loans

Foreign Currency Loans :

One Corporate loan is secured by way of receivables from the operations of one Anchor Handling Tug cum Supply Vessel to the extent of the monthly principal and interest and by extension of first charge on Company's office premises.

Car Finance Loans

Car loans availed from banks are secured against respective motor cars against which the finances are availed.

(B) Re : Subsidiaries

The term loan for acquisition of 3 PSV's and 1 AHTSV in Global Offshore Services B.V has been secured by :-

First Charge on the respective Vessel

First priority assignment of the Obligatory Insurances

Exclusive charge over the Designated Earnings Account of the Vessel

Corporate Guarantee from Global Offshore Services Ltd. / Guarantee from SIIM Fund II (in the case of one Vessel).

4.2 Maturity profile of Secured Loans (including current maturities) are as set out below :

	Rs. In lacs			
Particulars	within 1 year	1-2 years	2-3 years	Beyond 3 years
Foreign Currency Loans for Acquisition of Vessels	14,222.23	29,916.92	10,209.50	51,230.93
Other Foreign Currency Term Loans	159.14	1,765.87	57.47	-
Car Finance Rupee Loans	21.77	13.43	-	-

4.3 The Foreign currency loans are at interest rates varying from LIBOR+300 bps points to LIBOR+550 bps points per annum. The Rupee car loans are at interest rates between 9.5% to 11.25% per annum.

Note : 5	As At 31st March, 2016	As At 31st March, 2015
Long Term Provisions	Rs. In Lacs	Rs. In Lacs
Provision for employee benefits		
Retirement and Other Benefits	34.34	37.93
Total	34.34	37.93

Note : 6	As At 31st March, 2016	As At 31st March, 2015
Long Term Liabilities	Rs. In Lacs	Rs. In Lacs
Security Deposit	33.48	33.48
Total	33.48	33.48

Note : 7	As At 31st March, 2016	As At 31st March, 2015
Short Term Borrowings	Rs. In Lacs	Rs. In Lacs
Secured Working Capital Facility From Banks		
Foreign Currency	3,554.14	3,949.82
Rupee	831.53	536.44
Unsecured Loans	1,346.09	-
Total	5,731.76	4,486.26

7.1 Working Capital Facility from United Bank of India is secured by hypothecation of Tangible Assets such as stocks of stores and spares on board the vessel and book debts at interest of 12.40% p.a.

7.2 Working Capital Facility from State Bank of Travancore is secured by pari passu first charge on all current assets including stores, spares and book debts at interest of 12.95% p.a.

Notes on Consolidated Financial Statements for the Year ended 31st March, 2016

Note : 8	As At 31st March, 2016	As At 31st March, 2015
Trade Payables	Rs. In Lacs	Rs. In Lacs
Micro, Small and Medium Enterprises	-	-
Others	2,563.55	1,342.30
Total	2,563.55	1,342.30

8.1 As per the information available with the Company, there are no Micro and Medium Enterprises, as defined in the Micro, Small, Medium Enterprise Development Act, 2006 to whom the Company owes on account of principal amount together with the interest and accordingly no additional disclosures are required.

Note : 9	As At 31st March, 2016	As At 31st March, 2015
Other Current Liabilities	Rs. In Lacs	Rs. In Lacs
Current Maturities of Long Term Debts (Refer note no. 4.2)	14,403.14	10,979.43
Interest Accrued and due on Borrowings (Amount Funded)	1,003.97	75.33
Interest Accrued but not due on Borrowings	566.22	102.82
Unclaimed Dividends	66.58	78.69
(To be credited to the Investor Education & Protection Fund as and when due)		
Duties and Taxes Payable	329.87	189.46
Other Payables (including charter hire charges)	2,576.14	3,169.04
Total	18,945.92	14,594.77

Note : 10	As At 31st March, 2016	As At 31st March, 2015
Short Term Provisions	Rs. In Lacs	Rs. In Lacs
Retirement and Other Benefits	35.43	35.43
Provision for Taxation	56.29	1,170.76
Total	91.72	1,206.19

NOTE : 11

Fixed Assets

Rs. In Lacs

Particulars	Tangible Assets							Intangible Assets	
	Fleet	Office Premises	Furniture & Fixtures	Office Equipment	Motor Vehicles	Computers	Total	Software	Previous Year
GROSS BLOCK									
As at 1 April, 2015	1,64,591.75	1,366.95	129.18	42.31	244.23	60.55	1,66,434.97	16.85	16.85
Additions during the year	16,810.10	-	-	0.15	-	3.31	16,813.57	-	-
Deductions	(4,018.88)	-	(9.35)	(0.84)	(12.49)	(2.85)	(4,044.41)	-	-
Transalation adjustments	6,650.38	-	-	-	-	0.02	6,650.40	-	-
As at 31 March, 2016	1,84,033.35	1,366.95	119.83	41.62	231.74	61.03	1,85,854.53	16.85	16.85
ACCUMULATED DEPRECIATION									
As at 1 April, 2015	23,340.35	113.90	50.62	32.78	134.28	58.39	23,730.32	16.06	10.72
Charges for the year	6,960.07	21.60	12.27	8.06	57.68	2.61	7,062.29	0.79	5.34
Deductions	(4,020.10)	-	(2.47)	(0.34)	(3.42)	(2.85)	(4,029.18)	-	-
Transalation adjustments	708.66	-	-	-	-	-	708.66	-	-
As at 31 March, 2016	26,988.97	135.50	60.42	40.50	188.54	58.16	27,472.09	16.85	16.05
NET BLOCK									
As at 31 March, 2016	1,57,044.38	1,231.45	59.42	1.12	43.20	2.87	1,58,382.44	-	0.79
As at 31 March, 2015	1,41,251.40	1,253.05	78.57	9.53	109.95	2.16	1,42,704.66	0.79	

Notes on Consolidated Financial Statements for the Year ended 31st March, 2016

Note : 12	As At 31st March, 2016	As At 31st March, 2015
Investments	Rs. In Lacs	Rs. In Lacs
Long Term - Non Trade		
(Valued at cost and fully paid up)		
Equity Shares :		
Quoted		
Garware Marine Industries Limited		
(1,29,330 Equity Shares of Rs. 10/- each)	37.68	37.68
(Market Value Rs. 19.18 lacs, Previous Year Rs.40.12 lacs)		
Total	37.68	37.68
Note : 13	As At 31st March, 2016	As At 31st March, 2015
Inventories	Rs. In Lacs	Rs. In Lacs
Stock of Stores, Spares & Consumables (At Cost)	4,839.46	4,691.67
Total	4,839.46	4,691.67
Note : 14	As At 31st March, 2016	As At 31st March, 2015
Trade Receivables (Unsecured and Considered good)	Rs. In Lacs	Rs. In Lacs
Debts outstanding for more than six months	291.82	16.12
Other Debts	7,021.40	4,347.19
Total	7,313.22	4,363.31
Note : 15	As At 31st March, 2016	As At 31st March, 2015
Cash and Bank Balances	Rs. In Lacs	Rs. In Lacs
Cash and Cash Equivalents		
(a) Current Accounts	2,285.33	5,020.76
(b) Cash On Hand	8.64	5.37
	2,293.97	5,026.13
Other Bank Balances		
(a) Unpaid Dividend Accounts	66.58	78.69
(b) Margin Money	721.02	202.84
(c) Deposits having original maturity for more than 12 months	1,889.84	2,083.38
	2,677.44	2,364.91
Total	4,971.41	7,391.04
Note : 16	As At 31st March, 2016	As At 31st March, 2015
Short Term Loans & Advances	Rs. In Lacs	Rs. In Lacs
(Unsecured and Considered Good)		
Advances recoverable in cash or kind or for the value to be received	3,413.93	5,562.80
Advance Income Tax	492.62	1,313.57
Deposits	13.60	327.69
Balance with customs, port trust, other government authorities & courts of law	30.01	31.30
Total	3,950.16	7,235.36

Notes on Consolidated Financial Statements for the Year ended 31st March, 2016

Note : 17	As At 31st March, 2016	As At 31st March, 2015
Other Current Assets	Rs. In Lacs	Rs. In Lacs
Income receivable	41.79	-
Total	41.79	-

Note : 18	For the Year Ended	For the Year Ended
Charter Hire	31st March, 2016	31st March, 2015
	Rs. In Lacs	Rs. In Lacs
Gross Charter Hire	38,539.69	38,929.32
Less : Service Tax	1,894.93	786.99
Total	36,644.76	38,142.33

Note : 19	For the Year Ended	For the Year Ended
Other Income	31st March, 2016	31st March, 2015
	Rs. In Lacs	Rs. In Lacs
Interest Income (Gross)	66.82	116.16
(Tax Deducted at source Rs. 3.68 lacs, Previous Year Rs. 2.17 lacs)		
Reimbursement of Expenses	-	58.88
Miscellaneous Income	-	58.94
Profit on sale of Assets	0.11	655.12
Total	66.94	889.10

Note : 20	For the Year Ended	For the Year Ended
Fleet Operating Expenses	31st March, 2016	31st March, 2015
	Rs. In Lacs	Rs. In Lacs
Travelling Expenses	467.55	459.44
Fuel, Oil & Water	1,155.32	1,036.01
Port & Canal dues	390.71	145.70
Repairs	372.55	631.66
Stores & Victualling	534.03	831.89
Insurance Charges & Protecting Club Fees	689.55	747.59
Telecommunication Charges	462.60	446.86
Charter Hire Charges	10,111.73	5,839.07
Professional Fees	1,404.57	1,462.88
Brokerage & Commission	979.90	966.75
Sundry Operating expenses	1,329.82	2,311.39
Total	17,898.33	14,879.24

Notes on Consolidated Financial Statements for the Year ended 31st March, 2016

Note : 21	For the Year Ended	For the Year Ended
Employee Benefits Expense :	31st March, 2016	31st March, 2015
	Rs. In Lacs	Rs. In Lacs
Floating Staff :		
Salaries, Allowances & Compensation	3,009.33	181.86
Contractual Payments	2,014.52	5,262.31
Contribution to Provident & Other Funds	38.64	19.14
	5,062.49	5,463.31
Shore Staff :		
Salaries, Allowances, Bonus & Ex-gratia	892.82	697.81
Contribution to Provident & Other Funds	27.08	34.28
Gratuity Fund Contribution	18.13	22.09
Staff welfare expenses	7.38	5.85
	945.41	760.03
Total	6,007.90	6,223.34

Note : 22	For the Year Ended	For the Year Ended
Finance Cost	31st March, 2016	31st March, 2015
	Rs. In Lacs	Rs. In Lacs
Interest Expenses	6,072.93	5,371.09
Finance Charges	82.50	10.64
Total	6,155.43	5,381.73

Note : 23	For the Year Ended	For the Year Ended
Other Expenses	31st March, 2016	31st March, 2015
	Rs. In Lacs	Rs. In Lacs
Rent	68.77	53.31
Travelling Expenses	172.43	217.54
Auditors' Remuneration	76.68	51.49
Telephone charges	22.77	21.66
Legal and Professional fees	637.52	393.77
Bank Charges	71.80	20.92
Directors' fees	102.25	6.80
Insurance Charges	118.29	8.01
Rates & Taxes	7.20	2.85
Repairs - Office	6.66	8.10
Contribution towards Corporate Social Responsibility	69.83	77.00
Miscellaneous Expenses	239.92	523.56
Loss on foreign currency transactions and translations	1,068.93	588.97
Total	2,663.05	1,973.98

Notes on Consolidated Financial Statements for the Year ended 31st March, 2016

Note 24 :

Additional Information to financial statements

A. Payments to Auditor

Particulars	For the Year Ended 31st March, 2016 Rs. In Lacs	For the Year Ended 31st March, 2015 Rs. In Lacs
For Statutory Audit	76.26	50.77
For Taxation Matters	0.60	0.60
Reimbursement of Expenses	0.12	0.12
Total	76.98	51.49

- B. Consequent to Schedule II of The Companies Act, 2013, becoming applicable with effect from April 01, 2014, depreciation for the year ended March 31, 2016, in the case of Global Offshore Services Ltd., has been provided on the basis of the useful life and residual values as prescribed in Schedule II; except in case of certain types of assets where, based on past experience, the Company has adopted useful life and residual values other than those prescribed in Schedule II. In the case of the fleet, the Company has adopted useful life that is higher than prescribed in Schedule II, resulting in a lower charge of depreciation and in the case of motor cars it has adopted useful life that is lower than prescribed in Schedule II, resulting in higher charge of depreciation. The net impact of these changes is that the depreciation charge for the year ended is lower by Rs. 1,136.78 lacs.

C. Related Party Disclosure

Key Management Personnel

Ashok B. Garware - Executive Chairman

Aditya A. Garware - Vice Chairman

Transactions with related parties for the year ended 31st March, 2016 :

Nature of Transactions	Rs. In Lacs	
	Key Managerial Personnel	TOTAL
(1) Remuneration		
Ashok B. Garware	99.74	99.74
Aditya A. Garware	28.14	28.14
(2) Sitting Fees		
Aditya A. Garware	0.25	0.25
(3) Consultancy Fees		
Aditya A. Garware	25.67	25.67
Total	153.80	153.80

Outstandings as at 31st March, 2016

Nature of Transactions	Rs. In Lacs	
	Key Managerial Personnel	TOTAL
(1) Remuneration		
Ashok B. Garware	8.00	8.00
Aditya A. Garware	-	-
(2) Consultancy Fees		
Aditya A. Garware	5.50	5.50
Total	13.50	13.50

Notes on Consolidated Financial Statements for the Year ended 31st March, 2016

D. Disclosure pursuant to Accounting Standard (AS) 15 (Revised) - "Employee Benefits"

A) Defined Contribution Plans :

The Company has recognised the following amounts in the Profit and Loss account for the year :

Particulars	31st March, 2016 Rs. In Lacs	31st March, 2015 Rs. In Lacs
Contribution to Employees Provident Fund	24.92	31.24
Contribution to Seamen's Provident Fund	19.28	5.48
Total	44.19	36.72

B) Defined Benefit Plans :

Valuations in respect of Gratuity liability have been carried out by an independent actuary, as at the Balance Sheet date on Projected Unit Credit method, based on the following assumptions :

Particulars	31st March, 2016 Rs. In Lacs	31st March, 2015 Rs. In Lacs
Actuarial Assumption for the year		
a) Discount Rate (p.a.)	7.95%	7.95%
b) Rate of Return on Plan Assets	7.95%	7.95%
c) Salary Escalation rate	5.00%	5.00%
d) Attrition rate	2.00%	2.00%

(i) Change in Benefit Obligation

Particulars	31st March, 2016 Rs. In Lacs	31st March, 2015 Rs. In Lacs
Liability at the beginning of the year	90.74	109.22
Interest Cost	7.21	9.86
Current Service Cost	8.96	7.03
Benefit Paid directly	(5.72)	-
Benefit Paid from fund	(22.76)	(43.87)
Actuarial (gain)/loss on obligations	3.55	8.50
Liability at the end of the year	81.98	90.74

(ii) Fair value of Plan Assets :

Particulars	31st March, 2016 Rs. In Lacs	31st March, 2015 Rs. In Lacs
Fair Value of Plan Assets at the beginning of the year	25.67	58.65
Expected Return on Plan Assets	2.04	5.10
Employer's contribution	19.82	7.58
Benefits Paid	(22.76)	(43.87)
Actuarial gain/(loss) on Plan Assets	(0.45)	(1.79)
Fair value of Plan Assets at the end of the year	24.32	25.67

(iii) Actual Return on Plan Assets:

Particulars	31st March, 2016 Rs. In Lacs	31st March, 2015 Rs. In Lacs
Expected Return on Plan Assets	2.04	5.10
Actuarial gain/(loss) on Plan Assets	(0.45)	(1.79)
Actual Return on Plan Assets	1.59	3.31

Notes on Consolidated Financial Statements for the Year ended 31st March, 2016

(iv) Amount Recognised in the Balance Sheet :

Particulars	31st March, 2016 Rs. In Lacs	31st March, 2015 Rs. In Lacs
Liability at the end of the year	81.98	90.74
Fair Value of Plan Assets at the end of the year	24.32	25.67
Amount Recognised in Balance sheet	57.66	65.07

(v) Expenses recognised in the Profit & Loss Account :

Particulars	31st March, 2016 Rs. In Lacs	31st March, 2015 Rs. In Lacs
Current Service Cost	8.96	7.03
Interest Cost	7.21	9.86
Expected Return on Plan Assets	(2.04)	(5.10)
Net Actuarial (gain) / loss to be recognised	4.00	10.29
Expenses recognised in the Profit & Loss Account	18.13	22.08

C) Other Long Term Benefits

The charge recognised in the Profit & Loss Account for Leave Encashment for the year is Rs. 12.54 Lacs (Previous Year 29.83 Lacs) and the closing liability is Rs 12.00 Lacs (Previous Year Rs. 10.79 Lacs)

F. Earning Per Share :

Particulars	31st March, 2016 Rs. In Lacs	31st March, 2015 Rs. In Lacs
(A) Basic Earning Per Share		
Working for Computing Earning Per Share		
Profit before Taxation	(2,514.10)	5,715.74
(Less) : Provision for Taxation	24.74	197.43
(Less) : Mionrity Interest	(1,413.31)	1,079.45
(A)	(1,125.53)	4,438.86
Weighted Average No. of Equity Share Capital		
Equity Share At The Beginning Of The Year	247.29	247.29
(+) Fresh Issue During The Year	-	-
(B)	247.29	247.29
Basic Earning / (Loss) Per Share (A / B)	(4.55)	17.95
(B) Diluted Earning Per Share		
Diluted Earning for Computing Diluted Earning Per Share :		
Profit before Taxation	(2,514.10)	5,715.74
(Less) : Provision for Taxation	24.74	197.43
(Less) : Mionrity Interest	(1,413.31)	1,079.45
Adjusted Net Profit for the Current Year (A)	(1,125.53)	4,438.86
Weighted Average No. of Equity Share Capital		
Equity Share At The Beginning Of The Year	247.29	247.29
(+) Fresh Issue During The Year(In Weighted Average for time)	-	-
(B)	247.29	247.29
Diluted Earning / (Loss) Per Share (A / B)	(4.55)	17.95

Note :

Earnings per share is calculated by dividing the profit attributable to the equity shareholders by the weighted average number of equity shares outstanding during the Year.

Notes on Consolidated Financial Statements for the Year ended 31st March, 2016

G. Contingent Liabilities :

Particulars	31st March, 2016 Rs. In Lacs	31st March, 2015 Rs. In Lacs
Guarantees given by the Banks (Counter Guarantees given by the Company)	1,846.29	1,993.82
Total	1,846.29	1,993.82

The Company has given Guarantees of Rs. 38,221.08 lacs to Banks on behalf of its Subsidiary for outstanding loans installments.

The Company has given Guarantees to Vessel Owners against the Bare Boat Charter of vessels by its subsidiary - the financial effect of which can not be determined/estimated.

H. Segment Reporting :

The Company is engaged in only one type of business i.e. charter of offshore support vessels and there are no separate reportable segment as per Accounting Standards AS-17 "Segment Reporting".

I. Previous year's figures have been regrouped / reclassified, to correspond with the current year's classification / disclosure.

As per our report of even date attached
For RAMAN S. SHAH & ASSOCIATES
Chartered Accountants - Firm Reg. No. 119891W

For and on behalf of the Board

Santosh A. Sankhe
Partner
Membership No. 100976

Ashok Garware
Executive Chairman

Aditya Garware
Vice Chairman

A. K. Thanavala
Director

P. S. Shah
GM - Finance & Accounts

N. T. Sengupta
Chief Financial Officer

A. C. Chandarana
Company Secretary &
President - Legal & Admn.

Place : Mumbai
Date : 30th May, 2016

Place : Mumbai
Date : 30th May, 2016



ATTENDANCE SLIP

GLOBAL OFFSHORE SERVICES LIMITED

Registered Office : 101, Swapnabhoomi, 'A' Wing, S.K.Bole Road, Dadar (W), Mumbai – 400 028.

CIN: L61100MH1976PLC019229; **Website:** www.globaloffshore.in; **Phone:** 2423 4000; **Email:** investorredressal@globaloffshore.in

PLEASE COMPLETE THIS ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE AGM VENUE

Joint Shareholders may obtain additional slips at the entrance.

Regd. Folio No. / Client ID No.
Name of the Member / Authorised Representative / Proxy (in Block Letters)
No. of Share(s) held

I hereby record my/our presence at the **38th ANNUAL GENERAL MEETING** at "Garware Sabhagriha", F.P.H. Building, 5th Floor, Lala Lajpatrai Marg, Mumbai 400 034 on Friday, 30th September, 2016 at 9.30 a.m.

Signature of the Member / Authorised Representative / Proxy

----- ✂ ----- (TEAR HERE) ----- ✂ -----



PROXY FORM

GLOBAL OFFSHORE SERVICES LIMITED

Registered Office : 101, Swapnabhoomi, 'A' Wing, S.K.Bole Road, Dadar (W), Mumbai – 400 028.

(Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014)

CIN: L61100MH1976PLC019229; **Website:** www.globaloffshore.in; **Phone:** 2423 4000; **Email:** investorredressal@globaloffshore.in

Name of the Member (s) :

Registered address :

E-mail id :

Folio No. / Client Id :

DP ID :

I / We, being the member(s) of _____ Equity Shares of Global Offshore Services Limited, hereby appoint

1. Name : _____

Address : _____

E-mail Id : _____

Signature : _____, or failing him / her
2. Name : _____

Address : _____

E-mail Id : _____

Signature : _____, or failing him / her
3. Name : _____

Address : _____

E-mail Id : _____

Signature : _____, or failing him / her

as my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the Thirty-Eighth Annual General Meeting of the Company, to be held on Friday the **30th day of September 2016 at 9.30 A.M.** at the Garware Sabhagriha, F.P.H. Building, 5th Floor, Lala Lajpatrai Marg, Haji Ali, Mumbai 400 034 and at any adjournment thereof, in respect of such resolutions set out in the AGM Notice convening the meeting, as are indicated overleaf.



----- ✂ ----- (TEAR HERE) ----- ✂ -----

Resolution No.	Resolutions	Optional*	
		For	Against
1.	Adoption of Accounts		
2.	Re-appointment of Mrs. Maneesha Shah, who retires by rotation and, being eligible, offers herself for re-appointment.		
3.	Appointment of Statutory Auditors		

Signed this day of 2016

Affix
Revenue
Stamp

Signature of Proxy Holder(s)

Note: 1. The proxy must be returned so as to reach the registered office of the Company not later than 48 hours before the time for holding the aforesaid meeting. The proxy need not be a member of the Company.

*2. It is optional to put a 'X' in the appropriate column against the Resolutions indicated in the box. If you leave the 'For' or 'Against' column blank against any or all resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.

3. Please complete all details including details of member(s) in above box before submission.

ROUTE MAP TO AGM VENUE



By Courier

To,

From

GLOBAL OFFSHORE SERVICES LIMITED

101, Swapnabhoomi, "A" Wing, S.K. Bole Road, Dadar (w), Mumbai-400 028.