THE GREAT EASTERN
SHIPPING COMPANY LIMITED
CIN: L35110MH1948PLC006472

OCEAN HOUSE, 134/A, Dr. Annie Besant Road, Worli, Mumbai - 400 018, INDIA. Tel.: +91(22) 6661 3000 / 2492 2100 Fax : +91(22) 2492 5900

Our Ref.: S/121/2019/JMT

July 12, 2019

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

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

Dear Sir,

We wish to inform you that the 71st Annual General Meeting (AGM) of the Company will be held at Ravindra Natya Mandir, P. L. Deshpande Maharashtra Kala Academy, Near Siddhivinayak Temple, Sayani Road, Prabhadevi, Mumbai 400 025 on Thursday, August 08, 2019 at 3.00 p.m.

We enclose herewith the Notice of AGM alongwith the Annual Report of the Company for the year ended March 31, 2019.

Pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rules framed thereunder, the Company has fixed August 01, 2019 as the 'cut – off' date to offer remote e-voting facility to its Members in respect of the businesses to be transacted at the AGM. The voting rights for remote e-voting shall be reckoned on the paid – up value of equity shares registered in the name of Members on the said cut – off date.

The remote e-voting period shall commence on August 05, 2019 and end on August 07, 2019.

The Register of Members and Share Transfer Books of the Company will remain closed from August 02, 2019 to August 8, 2019 (both days inclusive) for the purpose of payment of final dividend and the Annual General Meeting.

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The Board had, at its meeting held on May 06, 2019, already recommended final dividend of Rs. 5.40/- per share to the equity shareholders of the Company. The final dividend will be paid after it is approved by the shareholders at the ensuing Annual General Meeting, on or after August 9, 2019.

You are requested to take note of the above.

Thanking You,
Yours faithfully,
For **The Great Eastern Shipping Co. Ltd.**

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

THE GREAT EASTERN SHIPPING CO. LTD.

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

NOTICE

NOTICE is hereby given that the Seventy-first Annual General Meeting of THE GREAT EASTERN SHIPPING CO. LTD. will be held at Ravindra Natya Mandir, P. L. Deshpande Maharashtra Kala Academy, Near Siddhivinayak Temple, Sayani Road, Prabhadevi, Mumbai 400 025 on Thursday, August 08, 2019 at 3.00 p.m. (I.S.T.) to transact the following business :

1. To receive, consider and adopt :
   a) the audited financial statements of the Company for the financial year ended March 31, 2019, the reports of the Board of Directors and Auditors thereon; and
   b) the audited consolidated financial statements of the Company for the financial year ended March 31, 2019 and report of Auditors thereon.

2. To declare dividend on equity shares.

3. To appoint a Director in place of Mr. Tapas Icot (DIN : 00905882), who retires by rotation and being eligible, offers himself for re-appointment.

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

   "**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013, ('the Act') and the Rules made thereunder and Regulation 17 and other applicable regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations') [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], Mr. Raju Shukla (DIN : 07058674), who was appointed as an Additional Director at the meeting of the Board of Directors of the Company held on May 06, 2019 and who has submitted a declaration that he meets the criteria for independence as provided in the Act and the Listing Regulations and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Independent Director of the Company under Section 160 of the Act, be and is hereby appointed as an Independent Director of the Company for a term of five years with effect from June 01, 2019."

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

   "**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013, ('the Act') and the Rules made thereunder and Regulation 17 and other applicable regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations') [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], Mr. Ranjit Pandit (DIN : 00782296), who was appointed as an Additional Director at the meeting of the Board of Directors of the Company held on May 06, 2019 and who has submitted a declaration that he meets the criteria for independence as provided in the Act and the Listing Regulations and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Independent Director of the Company under Section 160 of the Act, be and is hereby appointed as an Independent Director of the Company for a term of five years with effect from June 01, 2019."

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

   "**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013, ('the Act') and the Rules made thereunder and Regulation 17 and other applicable regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations') [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], Mr. Cyrus Guzder (DIN : 00080358), who holds office as an Independent Director of the Company upto September 24, 2019, and who has submitted a declaration that he meets the criteria for independence as provided in the Act and the Listing Regulations, and who is eligible for re-appointment for a second term of five years and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Independent Director of the Company under Section 160 of the Act, be and is hereby re-appointed as an Independent Director of the Company for a term of three years with effect from September 25, 2019."

   "**RESOLVED FURTHER THAT** pursuant to the provisions of Regulation 17(1A) of the Listing Regulations, approval of the members be and is hereby accorded to Mr. Cyrus Guzder (DIN : 00080358), who will attain the age of 75 years on September 17, 2020, to continue as an Independent Director of the Company until expiry of his second term as aforesaid."

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

   "**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013, ('the Act') and the Rules made thereunder and Regulation 17 and other applicable regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations') [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], Mr. Vineet Nayyar (DIN : 00018243), who holds office as an Independent Director of the Company upto September 24, 2019, and who has submitted a declaration that he meets the criteria for independence as provided in the Act and the Listing Regulations, and who is eligible for re-appointment for a second term of five years, and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Independent Director of the Company under Section 160 of the Act, be and is hereby re-appointed as an Independent Director of the Company for a term of three years with effect from September 25, 2019."

   "**RESOLVED FURTHER THAT** pursuant to the provisions of Regulation 17(1A) of the Listing Regulations, approval of the members be and is hereby accorded to Mr. Vineet Nayyar (DIN: 00018243), who has already attained the age of 75 years, to continue as an Independent Director of the Company until expiry of his second term as aforesaid."

8. To consider and, if thought fit, to pass with or without modification(s) the following Resolution as an Ordinary Resolution :

   "**RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013, ('the Act') and the Rules made thereunder and Regulation 17 and other applicable regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations') [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], Mr. Berjis Desai (DIN : 00153675), who holds office as an Independent Director of the Company upto September 24, 2019, and who is eligible for re-appointment, and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of the Director of the Company under Section 160 of the Act, be and is hereby re-appointed as a Non-Independent Non-Executive Director of the Company liable to retire by rotation with effect from September 25, 2019."

9. To consider and, if thought fit, to pass with or without modification(s) the following Resolution as an Ordinary Resolution :

   "**RESOLVED THAT** pursuant to the provisions of Regulation 31A and other applicable regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and applicable provisions, if any, of the Companies Act, 2013 and any other laws and regulations as may be applicable from time to time (including any statutory modifications or re-enactments thereof for the time being in force) and subject to necessary approvals from the stock exchanges (i.e. BSE Ltd. and National Stock Exchange of India Ltd.) and other regulatory authorities as may be necessary, the approval of the members be and is hereby accorded for reclassification of following members of the promoter group of the Company to public category :

a) Ms. Asha Vasant Sheth
b) Ms. Ketaki Vasant Sheth
c) Ashadeep Trading LLP
d) V J Share Enterprises LLP
e) Mr. Kapil Nagu
f) Mrs. Anuradha Manghnani
g) Mrs. Rajni Nagu."

"**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to do all such acts, matters and things and to take all such steps as may be necessary, proper or expedient to give effect to this Resolution."

By Order of the Board

Jayesh M. Trivedi

Company Secretary

Mumbai, May 06, 2019

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

NOTES :

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER.

2. The instrument appointing a Proxy must be deposited with the Company at its Registered Office not less than 48 hours before the time of holding the Annual General Meeting.

3. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder. Proxies submitted on behalf of limited companies, societies etc. must be supported by an appropriate resolution / authority as applicable.

4. The Explanatory Statement pursuant to Section 102 (1) of the Companies Act, 2013, in respect of the business as per Item No. 4 to 9 herein above, is annexed hereto.

5. The Register of Members and Share Transfer Books of the Company will remain closed from August 02, 2019 to August 08, 2019 (both days inclusive).

6. The dividend declared at the Annual General Meeting will be made payable on or after August 09, 2019, as applicable, in respect of shares held in physical form to those members whose names appear on the Register of Members of the Company after giving effect to all valid share

transmission or transposition requests lodged with the Company on or before the end of business hours on August 01, 2019 and in respect of shares held in the electronic form to those 'Deemed Members' whose names appear in the statement of Beneficial Ownership furnished by the National Securities Depository Ltd. (NSDL) and the Central Depository Services (India) Ltd. (CDSL) as on that date.

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

8. Pursuant to Section 124(5) of the Companies Act, 2013, the Company has transferred the unclaimed dividend for the year 2010-11 (57th final) and 2011-12 (58th interim) to the Investor Education and Protection Fund (IEPF). The unclaimed dividend for the year 2011-12 (58th final) will be due for transfer to the IEPF on September 08, 2019 pursuant to Section 124(5) of the Companies Act, 2013. Shareholders who have not encashed the Dividend Warrants are requested to claim the amount from the Company's Share Department at the Registered Office of the Company.

9. Pursuant to Section 124(6) of the Companies Act, 2013, all shares in respect of which dividend has not been paid or claimed for seven consecutive years will also be due for transfer by the Company in the name of Investor Education and Protection Fund on September 08, 2019. Any claimant of shares transferred above shall be entitled to claim such shares from Investor Education and Protection Fund.

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

11. Relevant documents referred to in the accompanying Notice and the Explanatory Statement are open for inspection by the members at the Registered Office of the Company on all working days, except Saturdays, during business hours upto the date of the Annual General Meeting.

12. Pursuant to Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 all the business as per Item Nos. 1 to 9 hereinabove, is required to be transacted by electronic means through E-voting services provided by Karvy Fintech Private Ltd. (earlier known as Karvy Computershare Private Ltd.) (Karvy).

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

14. The process and manner for remote e-voting is as under :

A. In case a Member receives an e-mail from Karvy (for Members whose e-mail addresses are registered with the Company/ Depository Participants) :

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

ii) Enter the login credentials (i.e. User ID and Password mentioned above). In case of physical folio, your User ID will be EVEN (Electronic Voting Event Number) XXXX followed by Folio No. In case of Demat account, your DP ID-Client ID will be your User ID. However, if you are already registered with Karvy for e-voting, you can use your existing User ID and Password for casting your vote.

iii) After entering these details appropriately, Click on "LOGIN".

iv) You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,$, etc.). The system will prompt you to change your password and update your contact details like mobile number, email ID, etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.

v) You need to login again with the new credentials.

vi) On successful login, the system will prompt you to select the "EVENT" i.e., The Great Eastern Shipping Company Limited.

vii) On the voting page, enter the number of shares (which represents the number of votes) as on the cut-off date under "FOR/AGAINST" or alternatively, you may partially enter any number in "FOR" and partially in "AGAINST" but the total number in "FOR/AGAINST" taken together should not exceed your total shareholding. You may also choose the option ABSTAIN. If the shareholder does not indicate either "FOR" or

"AGAINST" it will be treated as "ABSTAIN" and the shares held will not be counted under either head.

viii) Shareholders holding multiple folios/demat accounts shall choose the voting process separately for each folios/demat accounts.

ix) Voting has to be done for each item of the AGM Notice separately. In case you do not desire to cast your vote on any specific item it will be treated as abstained.

x) You may then cast your vote by selecting an appropriate option and click on "Submit".

xi) A confirmation box will be displayed. Click "OK" to confirm, else "CANCEL" to modify. Once you confirm, you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).

xii) Corporate/Institutional Members (i.e. other than Individuals, HUF, NRI, etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/Authority Letter, etc. together with attested specimen signature(s) of the duly authorized representative(s), to the Scrutinizer at e-mail ID : evoting@mehta-mehta.com with a copy marked to evoting@karvy.com. The scanned image of the above mentioned documents should be in the naming format "Corporate Name_ EVENT NO."

xiii) **The remote e-voting period commences at 10.00 a.m. on Monday, August 05, 2019 and ends at 5.00 p.m. on Wednesday, August 07, 2019. The remote e-voting module will be disabled by Karvy for voting thereafter.**

B. In case a Member receives physical copy of the Notice of AGM (for members whose email IDs are not registered with the Company/ Depository Participant) :

i) Initial Password is provided, as below, at the bottom of the Attendance Slip for the AGM.

EVEN (Electronic Voting Event Number)	User ID	Password/PIN

ii) Please follow all steps from Sr. No. (i) to Sr. No. (xii) above in (A), to cast your vote.

C. Any person who acquires shares of the Company and becomes a Member of the Company after dispatch of the Notice of AGM and holding shares as of the cut-off date may obtain the User ID and Password in the manner as mentioned below :

i) If the mobile number of the member is registered against Folio No. / DP ID Client ID, the member may send SMS : MYEPWD<space>E voting Event Number + Folio No. or DP ID Client ID to +91 9212993399
Example for NSDL : MYEPWD<SPACE> IN12345612345678
Example for CDSL : MYEPWD<SPACE> 1402345612345678
Example for Physical : MYEPWD<SPACE> XXX1234567890

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

iii) Members may call Karvy's toll free number 1-800-3454-001.

iv) Members may send an e-mail request to evoting: evoting@karvy.com. If the Member is already registered with the Karvy e-voting platform then such member can use his/her existing User ID and password for casting the vote through remote e-voting.

D. Once a vote on Resolution is cast by the Member, the Member shall not be allowed to change it subsequently.

E. In case of any queries, please visit Help and Frequently Asked Questions (FAQs) section available at Karvy's website : https://www.evoting.karvy.com.

15. The facility for voting, either through electronic voting system or ballot or polling paper shall also be made available at the Annual General Meeting and the Members attending the Annual General Meeting who have not already cast their vote by remote e-voting shall be able to exercise their right at the Annual General Meeting.

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

17. **A member's voting rights shall be in proportion to his/her share of the paid up equity share capital of the Company as on August 01, 2019 ('cut-off date').** A person whose name is recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the depositories as on the 'cut-off date only' shall be entitled to avail the facility of remote e-voting as well as voting in the Annual General Meeting. A person who is not a member as on the cut-off date should treat this Notice for information purposes only.

18. The Scrutinizer will submit his/her report addressed to Mr. K. M. Sheth, Chairman after completion of the scrutiny and the results of the voting will be announced on or before August 10, 2019. The voting results shall be submitted to the Stock Exchanges. The same shall be displayed on the Notice Board of the Company at its Registered Office. The same shall also be placed on the website of the Company and Karvy's website.

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

20. The route map of the venue of the meeting is as follows :

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

ITEM NOS. 4 & 5 :

The Board of Directors of the Company, based on the recommendations of the Nomination & Remuneration Committee, at their meeting held on May 06, 2019 appointed Mr. Raju Shukla and Mr. Ranjit Pandit as Additional and Independent Directors of the Company for a term of five years w.e.f. June 01, 2019.

Mr. Raju Shukla has vast experience in the areas of Corporate Investment Banking and Strategic Planning. Mr. Shukla served as a Managing Director and Country Head of Barclays Capital India including Managing Director of Barclays Bank Plc., Singapore. Mr. Shukla is also the Chairman of Asia-Pacific Executive Committee of Barclays Capital - a committee responsible for business strategy across the Asia Pacific region. Mr. Shukla is the Executive Director and Founder of Cleantech Renewable Assets Pte Ltd, an Independent Power Producer that owns and operates solar power plants across South East Asia and India.

Mr. Raju Shukla has a Post Graduate Diploma in Management from Indian Institute of Management, Ahmedabad and Bachelor of Engineering degree from Visvesvaraya Regional College of Engineering, Nagpur.

Mr. Ranjit Pandit has vast experience in areas of Corporate Governance, Corporate Finance, Technology, Management and Logistics. He has played a leading role in building McKinsey's presence in India as a Managing Director. Mr. Pandit is on the Boards of various companies as Non-Executive Director. He is currently an investor and a philanthropist with a controlling interest in several manufacturing businesses. Mr. Pandit holds an M.B.A. degree from the Wharton School at the University of Pennsylvania and a B.E. degree in Electrical Engineering from VJTI, University of Mumbai.

The Board considers that both Mr. Raju Shukla and Mr. Ranjit Pandit bring tremendous value to the Board and that the Company will immensely benefit with their presence on the Board as Independent Directors. Accordingly, the Board of Directors commend the resolutions set out in Item No. 4 and 5 of the accompanying Notice for the approval of the members.

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

As per the provisions of Section 149 of the Act, an Independent Director shall hold office for a term up to five consecutive years and shall not be liable to retire by rotation. In view of the same, it is proposed that Mr. Raju Shukla and Mr. Ranjit Pandit will hold office as Independent Directors of the Company for a term of five years w.e.f. June 01, 2019.

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

In the opinion of the Board, Mr. Raju Shukla and Mr. Ranjit Pandit are independent of the management and fulfill the conditions for appointment as Independent Directors as specified in the Act and the Listing Regulations.

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

Copies of the letters for appointment of aforesaid Independent Directors, setting out the terms and conditions, are available for inspection by members at the Registered Office of the Company.

Your Directors commend the Resolutions at Item Nos. 4 and 5 of the Notice for your approval.

Mr. Raju Shukla and Mr. Ranjit Pandit are interested, financially or otherwise, in the Resolutions as set out at Item No. 4 and 5 of the Notice with regard to their respective appointments. Their relatives may also be deemed to be interested in the Resolutions set out at Item Nos. 4 and 5 of the Notice, to the extent of their shareholding interest, if any, in the Company.

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

ITEM NO. 6, 7 & 8 :

Mr. Cyrus Guzder, Mr. Vineet Nayyar and Mr. Berjis Desai were appointed as Independent Directors of the Company for a term of 5 years w.e.f. September 25, 2014 at the Annual General Meeting of the Company held on September 25, 2014. Accordingly, their tenure will expire on September 24, 2019 (first term of five years).

The Companies Act, 2013, as amended from time to time, permits an Independent Director to hold office as an Independent Director for two terms of five years each and accordingly all the three Independent Directors are eligible for a second term as Independent Directors, subject to approval of members by way of a special resolution. Moreover, Section 149 expressly provides that any tenure of an Independent Director on the date of commencement of the Companies Act, 2013 shall not be counted as a term under the provisions of the Companies Act, 2013.

At their meetings held on 6th May, 2019 the Nomination & Remuneration Commitee as well as the Board of Directors of the Company, evaluated the performance of all three directors, Mr. Cyrus Guzder, Mr. Berjis Desai and Mr. Vineet Nayyar. All three of them have, over the course of their association with the Company, gained insights into the working of the shipping industry and the factors necessary for success in the business. They have in turn used these insights, and their own experience in different areas and industry, to help guide the Company's strategy. They have, each in their own ways, played invaluable roles in helping the Company work towards its goal of becoming one of the most highly reputed companies in its industry worldwide. Considering the above, the Nomination & Remuneration Commitee had no hesitation in recommending them to continue and guide the Company for a further term as Directors.

In view of the recommendations, the Board unanimously decided to appoint them for a second term.

Mr. Cyrus Guzder and Mr. Vineet Nayyar, however, have expressed their desire to be reappointed only for a term of three years.

Mr. Berjis Desai, an eminent Solicitor has been guiding the Company on various legal and corporate governance issues apart from providing valuable directions in the working of the Company. The Company proposes to avail his invaluable advice and at times he may be required to provide his professional services to the Company. Though the professional fees that may be paid by the Company to him as a solicitor shall be well within the limits as stipulated under Section 149 (6) of the Act and Regulation 16 (1) (b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 ('the Listing Regulations") which prescribe the criteria for 'independence', by way of abundant caution Mr. Berjis Desai has requested that he be classified as a Non-Independent Director and accordingly, expressed his desire for being appointed as Non-Independent Non-Executive Director at the ensuing Annual General Meeting of the Company.

Accordingly, based on the recommendations of the Nomination & Remuneration Committee and the views expressed by the Directors, the Board of Directors, at their meeting held on May 06, 2019, recommended :

1. The re-appointment of Mr. Cyrus Guzder as Independent Director for a period of 3 years w.e.f. 25th September, 2019.
2. The re-appointment of Mr. Vineet Nayyar as Independent Director for a period of 3 years w.e.f. 25th September, 2019.
3. The re-appointment of Mr. Berjis Desai as a Non-Independent Director (liable to retire by rotation) w.e.f. 25th September, 2019.

The Company has received notices in writing from members under Section 160 of the Act proposing the candidatures of aforesaid Independent Directors for the office of Directors of the Company as aforesaid.

Mr. Cyrus Guzder, Mr. Vineet Nayyar and Mr. Berjis Desai are not disqualified from being appointed as Directors in terms of Section 164 of the Act and have given their consent to act as Directors. The Company has also received declarations from them that they meet with the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under Regulation 16(1)(b) of the Listing Regulations.

In the opinion of the Board, Mr. Cyrus Guzder and Mr. Vineet Nayyar are independent of the management and fulfill the conditions for appointment as Independent Directors as specified in the Act and the Listing Regulations.

Brief resume of the aforesaid Directors, nature of their expertise in specific functional areas and other details as stipulated under the Listing Regulations are annexed to the Notice. The same may be treated as justification for the appointment of Mr. Cyrus Guzder and Mr. Vineet Nayyar as Independent Directors.

The Board considers that their continued association would be of immense value to the Company and it is desirable to continue to avail the services of Mr. Cyrus Guzder and Mr. Vineet Nayyar as Independent Directors and Mr. Berjis Desai as Non-Independent Director.

As per the provisions of Regulation 17(1A) of the Listing Regulations, no listed entity shall appoint a person or continue the directorship of any person as a non-executive director who has attained the age of 75 years unless a special resolution is passed to that effect. Mr. Vineet Nayyar has already attained the age of 75 years. Mr. Cyrus Guzder will attain 75 years of age on September 17, 2020. Accordingly, it is proposed to pass special resolutions as set out at Item Nos. 6 and 7 to enable them to continue their directorships for the respective terms of their appointments.

Accordingly, the Board of Directors commend the Resolutions set out at Item No. 6, 7 and 8 of the accompanying Notice for the approval of the members.

Copies of the draft letters for appointment of Mr. Cyrus Guzder and Mr. Vineet Nayyar as Independent Directors, setting out the terms and conditions, are available for inspection by members at the Registered Office of the Company.

Mr. Cyrus Guzder, Mr. Vineet Nayyar and Mr. Berjis Desai are interested, financially or otherwise, in the Resolutions as set out at Item No. 6, 7 and 8 of the Notice with regard to their respective appointments. Their relatives may also be deemed to be interested in the Resolutions set out at Item Nos. 6,7 and 8 of the Notice, to the extent of their shareholding interest, if any, in the Company.

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

ITEM NO. 9 :

The Company has received requests from the following members of promoter group of the Company, for reclassification as public category :

a) Asha Sheth Group

NAME(S)	NUMBER OF EQUITY SHARES HELD IN THE COMPANY AS ON MARCH 31, 2019	PERCENTAGE OF THE PAID UP EQUITY SHARE CAPITAL OF THE COMPANY
Ms. Asha Vasant Sheth	2,122,851	1.41
Ms. Ketaki Vasant Sheth (Daughter)	989,980	0.66
Ashadeep Trading LLP (Group entity)	203,444	0.13
V J Share Enterprises LLP (Group entity)	95,832	0.06
TOTAL	**3,412,107**	**2.26**

Ms. Asha Sheth is the wife of Late Mr. Vasant J. Sheth, who was the Chairman and founder of the Company. She and her daughter / group entities as aforesaid were included in the promoter group being relatives of Mr. Vasant J. Sheth. Mr. Vasant J. Sheth expired on May 13, 1992.

Subsequently, Ms. Asha Sheth was appointed as the Director of the Company w.e.f. June 17, 1992. She resigned as a Director of the Company w.e.f. November 17, 2014.

Since stepping down from the Board w.e.f 2014, Ms. Asha Sheth has not been connected with the Management of the Company, directly or indirectly, in any activity of the Company nor does she hold any key managerial position.

Ms. Ketaki Sheth (daughter of Ms. Asha Sheth) is associated with Vasant J Sheth Memorial Foundation, a public charitable trust active in the area of Maritime education and awareness which was promoted by the Company and had contributed an initial corpus to the foundation. She, however, is/was not active as a key managerial person in the Company nor is she connected with any other activities of the Company.

Ms. Asha Sheth and Ms. Ketaki Sheth are not immediate relatives of the existing promoters of the Company (i.e. Mr. K. M. Sheth, Mr. Bharat K. Sheth and Mr. Ravi K. Sheth) falling within the definition as provided under Regulation 2(1)(pp)(ii) of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.

The other group entities of Ms. Asha Sheth, viz. Ashadeep Trading LLP and V J Share Enterprises LLP are not connected, directly or indirectly, whatsoever, with any activity of the Company.

b) Nagu Group

Mr. Pradeep Padgaokar was the Brother-in-law of Late Mr. Sudhir Mulji one of the Promoters of the Company. Mr. Padgaokar was designated as one of the members of the promoter group of the Company and was holding 1,51,282 (0.10%) equity shares in the Company. Mr. Pradeep Padgaokar expired in March 2018.

Under the will made by Mr. Pradeep Padgaokar, the shares held by him in the Company were transmitted in favour of Mrs. Rajni Nagu as administrator of Mr.Pradeep Padgaokar's will. Mrs. Rajni Nagu (in her capacity as administrator) further distributed the said shares to Mr. Kapil Nagu (75,782 shares) and Mrs. Anuradha Manghnani (75,500 shares) being beneficiaries of Mr.Pradeep Padgaokar's will.

The details of equity shares of the Company held by Nagu Group are as follows :

NAME(S)	NUMBER OF EQUITY SHARES HELD IN THE COMPANY AS ON MARCH 31, 2019	PERCENTAGE OF THE PAID UP EQUITY SHARE CAPITAL OF THE COMPANY
Mr. Kapil Nagu	76,102	0.05
Mrs. Anuradha Manghnani (Sister)	75,500	0.05
Mrs. Rajni Nagu (Wife)	-	-
TOTAL	**151,602**	**0.10**

In accordance with the provisions of Regulation 31A(6) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mrs. Rajni Nagu, Mr. Kapil Nagu and Mrs. Anuradha Manghnani are required to be classified as the members of promoter group of the Company upon the transmission of shares held by Mr. Pradeep Padgaokar, a promoter group member.

Neither of the above referred individuals are relatives of the existing promoters of the Company (i.e. Mr. K. M. Sheth, Mr. Bharat K. Sheth and Mr. Ravi K. Sheth) falling within the definition as provided under Regulation 2(1)(pp)(ii) of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.

They are leading their life and occupations independently and are/were not connected, directly or indirectly, whatsoever, with any activity of the Company.

All the aforesaid members of the promoter group of the Company have requested the Company to re-classify them to 'public category'. They have undertaken that, they themselves and persons related to them do / are not :

i) together, hold more than ten percent of the total voting rights in the Company;
ii) exercise control over the affairs of the Company directly or indirectly;
iii) have any special rights with respect to the Company through formal or informal arrangements including through any shareholder agreements;
iv) represented on the board of directors (including not having a nominee director) of the Company;
v) act as a key managerial person in the Company;
vi) 'wilful defaulter(s)' as per the Reserve Bank of India Guidelines;
vii) fugitive economic offender(s).

They have further undertaken that :

a) they shall continue to comply with conditions mentioned at sub-clauses (i), (ii) and (iii) of clause (b) of regulation 31A(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 at all times from the date of such re-classification failing which, they shall automatically be reclassified as persons belonging to promoter group;

b) they shall comply with conditions mentioned at sub-clauses (iv) and (v) of clause (b) of regulation 31A(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for a period of not less than three years from the date of such re-classification failing which, they shall automatically be reclassified as persons belonging to promoter group.

The Board of Directors, at their meeting held on May 06, 2019 analyzed the requests for reclassification by the aforesaid members of the promoter group to public category. The Board of Directors expressed their view that all the aforesaid members do not directly or indirectly, exercise control over the affairs of the Company. Accordingly, the Board of Directors decided to place the aforesaid requests for reclassification before the members in this Annual General Meeting for their approval.

As per requirements of Regulation 31A(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, approval of the shareholders by way of ordinary resolution is required to be obtained for reclassification of the members of promoter group to public category.

Your Directors commend the Resolution at Item No. 9 of the Notice for your approval.

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

As per the requirements of Regulation 31A(3)(iii) of the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015, the members of promoter group seeking re-classification as aforesaid and persons related to them shall not vote to approve such re-classification request.

By Order of the Board

Jayesh M. Trivedi

Company Secretary

Mumbai, May 06, 2019

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

ANNEXURE TO NOTICE

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

MR. TAPAS ICOT (age : 63 years) is currently the Executive Director and President (Shipping) of the Company. He joined the Company in 1991 as a Manager in the Claims Department and thereafter has been instrumental in key roles including creating a Strategic Planning Cell and heading the Commercial function of the Company. He was appointed as an Executive Director on the Board of the Company on August 12, 2014.

Mr. Tapas Icot is a Commerce Graduate with a Post Graduate Diploma in Management Studies and Masters in Financial Management from Mumbai University. He is an Associate of the Insurance Institute of India and a Fellow of the Indian Council of Arbitration.

Mr. Tapas Icot started his career with United India Insurance Co. Ltd. before moving into the shipping industry. He has had stints with India Steamship and Essar Shipping before joining the Company.

As on date, Mr. Tapas Icot holds 1,600 equity shares in the Company. He has attended all 5 Board meetings held during the financial year 2018-19.

MR. RAJU SHUKLA (age : 54 years) is the Executive Chairman and Founder of Cleantech Renewable Assets Pte Ltd (Cleantech Solar Group), a Pan Asian, Independent Power Producer that owns and operates solar power plants across South East Asia and India for Industrial and Corporate clients. Cleantech Solar is a joint venture company with Shell Eastern Petroleum Pte Ltd which owns 49% stake in the company.

Mr. Raju Shukla also serves as the Chairman & Founder of Ariana Investment Management, a fund management company regulated by Monetary Authority of Singapore (MAS) with offices in Singapore and Mumbai. He is also Non-Executive Chairman of Ocean Dial Asset Management, a London based Fund Management Company that manages over USD 500 Million of Assets investing in listed Indian equities.

Mr. Raju Shukla is a senior banking and investment industry professional with over 20 years' experience. For over 10 years from 2003 to March, 2014, Mr. Shukla served as Managing Director at Barclays Bank Plc., Singapore. Besides having regional responsibilities in Singapore, he was responsible for all of Barclays Capital India businesses across Wealth Management, Corporate & Investment Banking and led a team of over 200 people. Mr. Shukla was a member of the Asia-Pacific Executive Committee of Barclays Capital - a regional committee responsible for driving Barclays Capital's business strategy across the Asia Pacific Region including Japan and Australia.

Prior to joining Barclay's Capital, Mr. Shukla worked for 9 years with Deutsche Bank, SBC Warburg and DSP Merrill Lynch etc. in various senior management roles.

Mr. Raju Shukla obtained a Post Graduate Diploma in Management from the prestigious Indian Institute of Management, Ahmedabad, India in 1992. He graduated with Bachelor of Engineering degree in 1986 from Visvesvaraya Regional College of Engineering, Nagpur, India.

As on date, Mr. Raju Shukla does not hold any equity shares in the Company.

MR. RANJIT PANDIT (age : 65 years) holds an M.B.A. degree from the Wharton School at the University of Pennsylvania and a B.E. degree in Electrical Engineering from VJTI, University of Mumbai, India.

Mr. Ranjit Pandit served as a Managing Director at General Atlantic, LLC between September 2007 and December 2012 and headed the India office where he served as head of the firm's growth investment activities across India. He served as an Advisory Director of General Atlantic LLC in 2013.

Prior to General Atlantic Mr. Ranjit Pandit served as Managing Director and Chairman of McKinsey & Company in India. Mr. Pandit joined McKinsey & Co. in August 1980 and as a Co-Founder of McKinsey's India office was transferred from New York to Mumbai in January 1993. As Managing Director - India for McKinsey & Company, he served a number of major U.S. and other global companies in a variety of areas, including corporate governance/leadership, corporate finance, alliances and operations management. Mr. Pandit played a leading role in building McKinsey's presence in India and helped a large number of world-class companies strengthen their competitive positions and support their international growth strategies.

Mr. Ranjit Pandit is currently an investor and a philanthropist with a controlling interest in several manufacturing businesses.

Mr. Ranjit Pandit serves as a Non-Executive Director of all of Reliance Industries Ltd.'s Consumer Businesses including Reliance Jio Infocomm Ltd., Reliance Retail Ventures Ltd, Genesis Colors Limited, BKC Mall Management Private Limited.

Apart from the Company, Mr. Ranjit Pandit is also on the Board of Directors of the following pubic companies :

• Ceat Ltd. (Listed)
• Reliance Jio Infocomm Limited
• Reliance Retail Limited
• Reliance Retail Ventures Limited
• Pratap Pandit Limited
• Genesis Colors Limited

Mr. Ranjit Pandit is also a chairman /member of the following committees :

NAME OF THE COMPANY	NAME OF THE COMMITTEE	MEMBER / CHAIRMAN
Reliance Jio Infocomm Limited	Nomination & Remuneration Committee	Chairman
	Audit Committee	Member
Reliance Retail Ventures Limited	Nomination & Remuneration Committee	Chairman
Reliance Retail Limited	Audit Committee	Member
	Nomination & Remuneration Committee	Chairman

As on date, Mr. Ranjit Pandit does not hold any equity shares in the Company.

MR. CYRUS GUZDER (age : 73 years) has a Masters Degree (Honours) from Trinity College, Cambridge University, U.K. in Economics & Oriental Studies.

Mr. Cyrus Guzder is the Chairman & Managing Director of AFL Private Ltd. (formerly known as Airfreight Ltd.) founded in 1945. AFL was a pioneer in the Freight Forwarding, Express Courier and Logistics Industry. AFL's Cartridge World division is today the market leader in the business activity of reconditioning and recharging printer cartridges.

Mr. Cyrus Guzder held leadership positions in the three national associations representing airfreight forwarders, travel agents and express courier companies. He has also chaired CII's National Council of Civil Aviation and National Committee on Logistics.

Mr. Cyrus Guzder has also served on the Local Advisory Board of Barclays Bank India and on the National Transport Development Policy Committee chaired by Dr. Rakesh Mohan. He is currently a Member of the Court of Governors of the Administrative Staff College of India.

Apart from the Company, Mr. Cyrus Guzder is also on the Board of Directors of the following pubic company :

• Mahindra Holidays & Resorts India Ltd. (Listed)

Apart from being a Chairman of the Audit Committee, Nomination & Remuneration Committee and Stakeholders' Relationship Committee and Member of Corporate Social Responsibility Committee of the Company, Mr. Cyrus Guzder is also a chairman/member of the following committees :

NAME OF THE COMPANY	NAME OF THE COMMITTEE	MEMBER / CHAIRMAN
Mahindra Holidays & Resorts India Ltd	Audit Committee	Member
	Nomination & Remuneration Committee	Chairman
	Corporate Social Responsibility Committee	Member
	Stakeholders' Relationship Committee	Member
	Inventory Approval Committee	Member
	Strategy & Review Committee	Member
	Risk Management Committee	Member
	Committee of Directors - Investments	Member

Mr. Cyrus Guzder was first appointed on the Board of the Company on March 14, 2003. As on date Mr. Cyrus Guzder holds 986 equity shares in the Company. He has attended all 5 Board meetings held during the financial year 2018-19.

MR. VINEET NAYYAR (age : 80 years) holds a Master's degree in Development Economics from Williams College, Massachusetts. An accomplished leader, he has led several organizations across industries, created high performance teams and successful businesses. In a career spanning over 50 years, Mr. Vineet Nayyar has worked with the Government of India, International Multilateral Agencies and in the Corporate Sector (both Public and Private).

Mr. Vineet Nayyar started his career with the Indian Administrative Service and held a series of senior positions, including that of a District Magistrate, Secretary - Agriculture & Rural Development for the Government of Haryana & the Director, Department of Economic Affairs, Government of India. He also worked with The World Bank for over 10 years in a series of senior assignments, including successive terms as the Chief for the Energy, Infrastructure and the Finance Divisions for East Asia and Pacific.

Mr. Vineet Nayyar was also the founding Chairman and Managing Director of the state-owned Gas Authority of India Ltd. and has served as the Managing Director of HCL Corporation Ltd. and as the Vice Chairman of HCL Technologies Ltd. He was also a Co-founder and Chief Executive Officer of HCL Perot Systems. He was also the Executive Vice Chairman of Tech Mahindra Ltd.

Mr. Vineet Nayyar is also Director of Tech Mahindra Foundation, Mahindra Educational Institutions, Essel Social Welfare Foundation (formerly-HPS Social Welfare Foundation), The Mahindra United World College of India, Vidya Education Investments Pvt. Ltd., Maurya Education Company Pvt. Ltd. and Trustee of Mahindra Satyam Foundation, Vidya Education Foundation, Cathedral Vidya Trust. Mr. Vineet Nayyar is also the Founder of Reimagining Higher Education Foundation.

Mr. Vineet Nayyar was awarded the Ernst and Young 'Entrepreneur of the Year [Manager]' for the Year 2013. He also featured as one of the TOP 20 Best Indian CEOs awarded by Business Today in 2015.

He is currently Executive Vice Chairman of Infrastructure Leasing and Financial Services Ltd.

Apart from the Company, Mr. Vineet Nayyar is also on the Board of Directors of the following public companies :

- Infrastructure Leasing and Financial Services Ltd. (Listed)
- IL&FS Transportation Networks Ltd. (Listed)
- IL&FS Energy Development Company Limited
- IL&FS Financial Services Limited
- IL&FS Tamil Nadu Power Company Limited
- IL&FS Education & Technology Services Limited
- Gujarat International Finance Tec-City Company Limited

Apart from being a Chairman of the Corporate Social Responsibility Committee of the Company, Mr. Vineet Nayyar is also a member/chairman of the following committees :

NAME OF THE COMPANY	NAME OF THE COMMITTEE	MEMBER / CHAIRMAN
Infrastructure Leasing and Financial Services Ltd.	Operating Committee	Chairman
	IT Strategy Committee	Chairman
	Stakeholders' Relationship Committee	Member
	Corporate Social Responsibility Committee	Member
IL&FS Tamil Nadu Power Company Limited	Corporate Social Responsibility Committee	Member

Mr. Vineet Nayyar was first appointed on the Board of the Company on March 24, 2004. As on date, Mr. Vineet Nayyar holds 23,005 equity shares in the Company. He has attended all 5 Board meetings held during the financial year 2018-19.

MR. BERJIS DESAI (age : 62 years) is an eminent Solicitor. After retiring as the Managing Partner of J. Sagar Associates, a national law firm, he is now an independent legal counsel engaged in Private Client Practice.

Mr. Berjis Desai has completed his B.A. (Hons) (First Class), LL.B. (First Class First) both from University of Bombay, LL.B. (now LL.M. - First Class First, starred First) from University of Cambridge, U.K. and Solicitor (First Class First) from Bombay Incorporated Law Society.

Mr. Berjis Desai has been practicing law since 1980. He specializes in financial & securities laws, structured finances. He has extensive experience both as an Arbitrator and Counsel in international commercial as well as domestic arbitrations.

Mr. Berjis Desai is a frequent speaker and presenter at conferences and seminars. He has been a working journalist with a leading Indian daily and is a columnist in Indian newspapers.

Apart from the Company, Mr. Berjis Desai is also on the Board of Directors of the following public companies :

- Deepak Fertilisers and Petrochemicals Corporation Ltd. (Listed)
- Praj Industries Limited (Listed)
- Man Infraconstruction Limited (Listed)
- Jubilant Foodworks Limited (Listed)
- Edelweiss Financial Services Limited (Listed)
- Emcure Pharmaceuticals Limited
- Nuvoco Vistas Corporation Limited
- Lodha Developers Limited

Apart from being a member of the Audit Committee and Nomination and Remuneration Committee of the Company, Mr. Desai is also a chairman/ member of the following committees :

NAME OF THE COMPANY	NAME OF THE COMMITTEE	MEMBER / CHAIRMAN
Praj Industries Limited	Audit Committee	Chairman
	Nomination & Remuneration Committee	Chairman
	Compensation and Share Allotment Committee	Member
Edelweiss Financial Services Limited	Audit Committee	Member
	Nomination & Remuneration Committee	Chairman
	Compensation (ESOP) Committee	Member
	Shareholders' Relationship Committee	Chairman
	Share Transfer Committee	Member
Man Infraconstruction Limited	Stakeholders' Relation Committee	Chairman
	Corporate Social Responsibility Committee	Member
	Nomination & Remuneration Committee	Member
	Management Committee	Chairman
Jubilant Foodworks Limited	Nomination, Remuneration & Compensation Committee	Member
	Sustainability & Corporate Social Responsibility Committee	Member
	Risk Management Committee	Member
Deepak Fertilisers and Petrochemicals Corporation Ltd.	Nomination, Remuneration & Compensation Committee	Chairman
	Stakeholders' Relationship Committee	Member
Emcure Pharmaceuticals Limited	Audit Committee	Member
	Nomination & Remuneration Committee	Chairman
Nuvoco Vistas Corporation Limited	Social Responsibility Committee	Chairman
	Audit Committee	Member

NAME OF THE COMPANY	NAME OF THE COMMITTEE	MEMBER / CHAIRMAN
Lodha Developers Limited	Stakeholders' Relationship Committee	Chairman
	Nomination, Remuneration & Compensation Committee	Chairman
	Sustainability & Corporate Social Responsibility Committee	Member

Mr. Berjis Desai was first appointed on the Board of the Company on Oct 27, 2006. As on date, Mr. Berjis Desai holds 800 equity shares of the Company. He has attended all 5 Board meetings held during the financial year 2018-19.

THE GREAT EASTERN
SHIPPING CO. LTD.

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

PROXY FORM

Form No. MGT – 11

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

Name of the Member(s) : ....

Registered address : ....

E-mail ID : ....

Folio No. / DP ID and Client ID : ....

I/We, being the Member(s) holding .... shares of the above named Company, hereby appoint

1. Name :.. E-mail ID :..

   Address :..

   Signature of First Proxy holder :.. , or failing him/her

2. Name :.. E-mail ID :..

   Address :..

   Signature of Second Proxy holder : ...., or failing him/her

3. Name :.. E-mail ID :..

   Address :..

   Signature of Third Proxy holder :..

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 71st Annual General Meeting, to be held onThursday, August 08, 2019 at 3.00 p.m at Ravindra Natya Mandir, P. L. Deshpande Maharashtra Kala Academy, Near Siddhivinayak Temple, Sayani Road, Prabhadevi, Mumbai 400 025 and at any adjournment thereof in respect of such resolutions as are indicated below :

*I/We wish my above proxy(ies) to vote in the manner as indicated in the box below :

RESOLUTION NO.	DESCRIPTION	FOR	AGAINST
1.	Adoption of audited standalone and consolidated financial statements for the financial year ended March 31, 2019, the reports of the Board of Directors and Auditors thereon.		
2.	Declaration of dividend on equity shares.		
3.	Re-appointment of Mr. Tapas Icot as Director of the Company liable to retire by rotation.		
4.	Appointment of Mr. Raju Shukla as an Independent Director of the Company for a term of five years with effect from June 01, 2019.		
5.	Appointment of Mr. Ranjit Pandit as an Independent Director of the Company for a term of five years with effect from June 01, 2019.		
6.	Re-appointment of Mr. Cyrus Guzder as an Independent Director of the Company for a term of three years with effect from September 25, 2019.		
7.	Re-appointment of Mr. Vineet Nayyar as an Independent Director of the Company for a term of three years with effect from September 25, 2019.		
8.	Re-appointment of Mr. Berjis Desai as a Non-Independent Non-Executive Director of the Company liable to retire by rotation with effect from September 25, 2019.		
9.	Reclassification of certain members of the promoter group of the Company to the public category.		

* This is only optional. Please put a '√' in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.

AFFIX
REVENUE
STAMP

....

Signature of Shareholder

....

Signature of first proxy holder

Signature of second proxy holder

Signature of third proxy holder

Signed this .... day of .... 2019.

Notes:

1. **This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.**
2. A proxy need not be a Member of the Company.
3. In case the Member appointing proxy is a body corporate, the proxy form should be signed under its seal or be signed by an officer or an attorney duly autorised by it and an authenticated copy of such authorisation should be attached to the proxy form.
4. A person can act as proxy on behalf of such number of Members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. Further, a Member holding more than ten percent of the total share capital of the Company carrying voting rights, may appoint a single person as proxy and such person shall not act as proxy for any other person or Member.
5. Appointing a proxy does not prevent a Member from attending the meeting in person if he/she so wishes.
6. In case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.

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Tel. : 022 6661 3000 / 2492 2100 | Fax: 022 2492 5900
Email: shares@greatship.com | Web: www.greatship.com
CIN : L35110MH1948PLC006472

ATTENDANCE SLIP

PLEASE FILL THE ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL. JOINT SHAREHOLDERS MAY OBTAIN ADDITIONAL SLIP ON REQUEST

Folio No. /DP. ID* & Client ID* :

Name of the shareholder :

Address of the shareholder :

No. of Share(s) held :

I hereby record my presence at the 71st Annual General Meeting of the Company held on Thursday, August 08, 2019 at 3.00 p.m. at Ravindra Natya Mandir, P. L. Deshpande Maharashtra Kala Academy, Near Siddhivinayak Temple, Sayani Road, Prabhadevi, Mumbai 400 025.

Signature of the shareholder or proxy ....

*Applicable for investors holding shares in electronic form.

REMOTE ELECTRONIC VOTING PARTICULARS

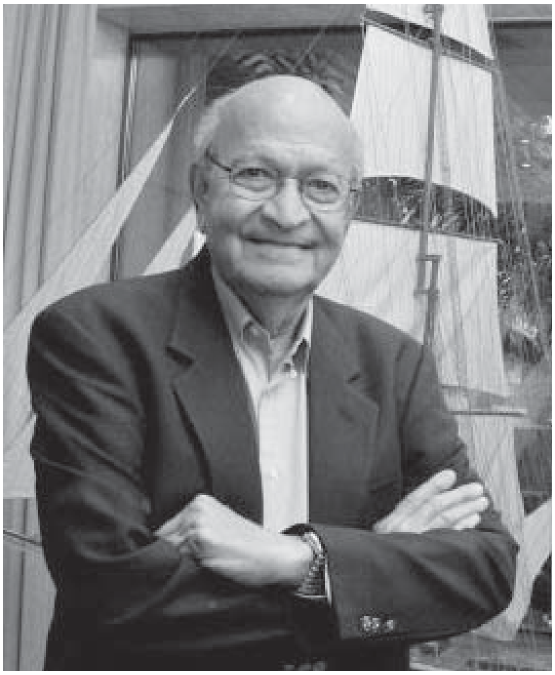
EVEN (ELECTRONIC VOTING EVENT NUMBER)	USER ID	PASSWORD / PIN

Note : The Company is pleased to offer the option of remote e-voting facility to the Members. All the business, as set out in the Notice of the Annual General Meeting (AGM), may be transacted by remote e-voting. The remote e-voting will commence at 10.00 a.m. on Monday, August 05, 2019 and will end at 5.00 p.m. on Wednesday, August 07, 2019. The remote e-voting module shall be disabled by Karvy Fintech Pvt. Ltd. for voting thereafter. **Members desiring to exercise remote e-voting option may refer to the detailed procedure on electronic voting as provided in the Notice of AGM.**

71ST ANNUAL REPORT 2018-19

THE GREAT EASTERN
SHIPPING CO. LTD.

COVER PAGE : JAG VASANT – LPG CARRIER : ACQUIRED IN SEPTEMBER 2018



CHAIRMAN'S STATEMENT

Dear Shareholders,

As I write my annual letter to you, we are just few months away from, what is possibly, the biggest and most controversial regulatory change to impact shipping industry. This change, which comes into effect from Jan 1, 2020, regulates the sulphur emitted by ships as a result of their fuel usage, and will have a significant impact on our industry. The jury is still out on how this will play out, as it encompasses a host of issues like trade pattern changes, slow steaming, early scrapping, and, most importantly, unknown technical and operational challenges, but the general consensus is that it will have a positive impact on our markets over the short to medium term. Your Company has set up a dedicated team of highly qualified people to manage this change in a timely and cost-efficient manner.

Over the next few years our industry is facing multiple other regulatory changes, some of which will entail substantial capital allocation.

I am sure most of you have been seriously concerned about the news on the US – China trade war and its implications on the global economy. The fortunes of our industry are positively correlated with the economic state of the world at large and, therefore, a continuation of the trade war or possibly an escalation of the same will not augur well for our industry.

Much like in our financial year 2017-18, the year 2018-19 was also a challenging one for the shipping industry. While the tanker market showed signs of recovery, in the second half of the year, the dry bulk markets weakened towards the end of the year, due to some unexpected events. While shipping markets continue to fluctuate wildly, and hence make it difficult to predict, we continue to maintain our focus on issues more within our control: operational and technical excellence, ongoing training to our seafarers, and effective cost management across the board.

Our focus on operational excellence is beginning to reflect in some complimentary feedback that we are receiving from third parties who have inspected our vessels.

Feedback on Aframax Tanker Jag Laxmi: " .... I wish to extend kudos to yourself, your officers and crew for a job well done! ... It was very easy to see that the maintenance of the vessel was kept at a high standard… I have been performing these inspections for many years and your vessel is one of the best based on the crew cohesiveness, professionalism, and pride in their vessel."

Feedback on Kamsarmax bulk carrier Jag Akshay: "…vessel was found by PSC inspectors in excellent condition…one of the inspectors said that in his career this is one of the best vessels that he carried out an inspection."

Apart from the shipping markets, the depreciation of the rupee versus the US Dollar affected your Company's profit negatively. As I mentioned in my statement of last year, this was an outcome of the new accounting standards.

The Board of Directors has decided, that even though your Company has not made an accounting profit, for the year, they would recommend a dividend of ₹ 5.40 per share based on the cash reserves of the Company and the foreseeable capex requirements, which are predominantly to meet regulatory changes.

This year, in addition to paying dividend, the Board has, on June 1, announced a buyback of upto ₹ 100 crores. We believe that buybacks should be an integral part of our capital allocation process. Whenever our stock trades at a significant discount to our net asset value (NAV), and that NAV is being determined at a low point of the asset cycle, a buyback can deliver strong returns to our shareholders over the long run. Our stock is owned by different kinds of investors ranging from small and big individual shareholders to large institutions and mutual funds. Balancing the different needs of different shareholders between dividend and buy back is always a challenge but you can be rest assured your Board does its best to balance the needs of all our shareholders. So, while the dividend takes care of cash flow needs, the buyback at certain price points can add long-term value.

Your Company's wholly owned subsidiary Greatship (India) Ltd. also continues to face challenging markets with day rates for rigs as well as supply vessels languishing at very low levels. On the positive side, many market analysts believe that the worst of the cycle is over, and that utilization rates as well as asset values will keep improving, albeit gradually. With cash reserves of over 160 mn USD and reasonable contract coverage, Greatship is in a position to ride out this difficult period.

On the regulatory front our industry received a most unusual and unpleasant challenge when, in February this year, the government issued a notification, bringing in far reaching changes that effectively removed the preference to Indian flag vessels for the Indian trade. Astonishingly, this change disregards the importance of being an Indian flagged vessel and the large investments made by our industry, which contribute meaningfully to the Indian economy. This unfortunate approach by our own Ministry is in stark contrast to measures being taken by other maritime nations, across the world, in recognising the importance of a strong maritime fleet.

Your Company has, along with other industry players, been successful in getting the notification stayed by the court. As I mentioned in my chairman's statement two years ago, I hope the government will gain a better understanding and appreciation on the role played by our industry for the growth of the Indian economy and thereby provide an environment which encourages its growth in both size and quality.

In the last few years, your Company has through its CSR Foundation worked towards helping the underprivileged with a special focus on education, healthcare and livelihood, and skill development. The focus of the foundation is now slowly moving towards projects in rural India with greater emphasis on women and children.

And finally, we would like to extend our warm welcome to the two new Directors on our Board, Mr. Ranjit Pandit and Mr. Raju Shukla, both of whom have had very distinguished careers, and are currently in entrepreneurial and philanthropic roles.

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

With warm regards,

K. M. Sheth
Chairman

Mumbai, June 01, 2019

BOARD OF DIRECTORS

Mr. K. M. Sheth,
Chairman

Mr. Bharat K. Sheth,
Deputy Chairman & Managing Director

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

Mr. Tapas Icot,
Executive Director & President (Shipping)

Mr. G. Shivakumar,
Executive Director & CFO

**with effect from June 1, 2019*

COMMITTEES

AUDIT COMMITTEE

Mr. Cyrus Guzder,
Chairman

Mr. Berjis Desai
Mr. Farrokh Kavarana
Ms. Rita Bhagwati

STAKEHOLDERS' RELATIONSHIP COMMITTEE

Mr. Cyrus Guzder,
Chairman

Mr. Bharat K. Sheth
Mr. G. Shivakumar

NOMINATION AND REMUNERATION COMMITTEE

Mr. Cyrus Guzder,
Chairman

Mr. Berjis Desai
Mr. Farrokh Kavarana
Dr. Shankar N. Acharya

COMPANY SECRETARY

Mr. Jayesh M. Trivedi

REGISTERED OFFICE

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

AUDITORS

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

SHARE TRANSFER AGENT

KARVY FINTECH PVT. LTD.
Unit: The Great Eastern Shipping Co. Ltd.
Karvy Selenium, Tower B, Plot 31-32, Gachibowli,
Financial District, Nanakramguda, Hyderabad - 500 032
Tel: +91 40 6716 2222
Fax: +91 40 2342 0814
Email: greatship.ris@karvy.com
Web: www.karvyfintech.com

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CORPORATE SOCIAL RESPONSIBILITY

Healthcare worker from NGO ARTH carrying out a post-natal care training session for new mothers.

CORPORATE SOCIAL RESPONSIBILITY

GREAT EASTERN
CSR FOUNDATION

March 2019 marks the end of the fourth year since the Great Eastern CSR Foundation (GECSRF) was established. The last year has been a year of consolidation and growth for the Foundation, as some of our old partnerships came to an end, and new ones were established. At the same time, there have been multiple improvements in our project monitoring and outcome measurement systems. This has led to increased dialogue between GECSRF and our various NGO partners, thereby allowing for more focus on developing not just the program, but also the systems and processes of our various partners.

GECSRF continues working towards building a collaborative environment. Last year saw the second edition of the GECSRF partner meet - a roundtable discussion dinner hosted by GECSRF. Titled 'IMPACT 2018' the meet was an effort to bring together GECSRF's various NGO partners and to discuss the outcomes of our partnership with each. Building on our efforts to incorporate CSR into the mainstream business of the company, IMPACT 2018 also saw the HODs of Great Eastern Shipping and Greatship (India) Limited attend the meet.

Employee Engagement remains a primary focus area of GECSRF. Having established a cohort of employee 'mentors' with organizations such as Antarang, last year saw the decision to up the ante with a focus on more sustained group volunteering. This gave rise to GECSRF's flagship project titled WEVolunteer – a group volunteering project that allowed employees to pick their own cause and work towards it. GECSRF's year-round donation drives continue to provide a steady stream of much needed supplies to our NGO partners and the communities they support.

Going forward, GECSRF hopes to continue delivering on the expectations and needs of the partners and communities we work with. As we look ahead towards the fifth year of our CSR journey, we hope to further strengthen our various partnerships and build new ones through a focused effort on innovation and program development. By doing so, we aim to work with our partners and stakeholders towards creating a sustainable future for the communities around us.

THE CSR VISION

For Great Eastern, CSR means responsible business policies that are ethical, equitable, environmentally conscious, gender sensitive, and sensitive towards the differently abled. At Great Eastern, CSR goes far beyond simple compliance and token philanthropy. With the incorporation of the Great Eastern CSR Foundation, the Company aims to contribute significantly to the local community, both through direct funding and through volunteering of our employees.

OBJECTIVE

Great Eastern's primary CSR objectives are to :

- Demonstrate commitment to the common good through responsible business practices and good governance.
- Actively support the state's development agenda to ensure sustainable and equitable change.
- Set high standards of quality in the delivery of services in the social sector by creating robust processes and replicable models.
- Engender a sense of empathy among employees of GES to motivate them to give back to the society.

GECSRF THEMATIC AREAS OF FOCUS

GECSRF funding focuses on three thrust areas of Education, Health and Livelihood development and the specific targets are aligned with the UN Sustainable Development Goals (SDGs).

EDUCATION

Education is one of the cornerstones of an equitable society. In keeping with the UN's SDG of ensuring inclusive and equitable quality education and promoting life-long learning opportunities for all, GECSRF is primarily focusing on projects that are building the capacity of teachers & educators.

GECSRF cohort of education partners currently include :

1. Ashoka University
2. EdelGive Foundation – through The Collaborators for Transforming Education Project
3. Masoom
4. Teach For India
5. 3.2.1 Education Foundation
6. Tamarind Tree Foundation
7. Xavier's Resource Center for the Visually Challenged (XRCVC)

Healthcare

Healthcare and well-being are important indicators of holistic and sustainable development. The UNs SDG for healthcare focuses on ensuring healthy lives and promoting well being for all, at all ages. In line with this, GECSRF's healthcare focus is on projects that ensure adolescent girls, pregnant mothers and infants from underserved geographies and communities get adequate healthcare and services.

GECSRF has worked with several healthcare partners including :

1. SNEHA
2. Inga
3. Action Research and Training for Health (ARTH)
4. Basic Healthcare Services (BHS)
5. Pandit Dindayal Upadhyay Institute

LIVELIHOOD

With one of the ‘youngest’ populations in the world and a largely agrarian economy, it is vital that India’s livelihood development efforts go towards uplifting farmers and the rural poor. In keeping with the UN’s SDG of ending hunger, achieving food security and improving nutrition through sustainable agriculture, GECSRF’s focus is in on projects that empower women and small/marginal farmers. The primary aim is to promote environment friendly agricultural practices that will ensure food security and generate alternate sources of income. In addition, GECSRF efforts are also going towards on-job training and entrepreneurship programs for the urban youth.

The livelihood development focused partners of GECSRF include :

1. Antarang Foundation
2. Lend-A-Hand-India
3. Swayam Shikshan Prayog
4. Mann Deshi Foundation
5. Olympic Gold Quest
6. IPartner

IMPACT 2018

Building on the previous year's successful roundtable discussion, it was decided to organize such an event on an annual basis. Bearing in mind that the Foundation had completed four years since its inception, this year's meet focused on the impact created by the various partnerships. Aptly titled 'IMPACT 2018', the round table discussion revolved around the large impact created by our various NGO partners. This year's event also brought to the table our various heads of department to introduce them to our NGO leaders and the work being done though our funding.

EMPLOYEE ENGAGEMENT

Employee engagement is a cornerstone of Great Eastern's CSR policy and continues to be a significant focus of GECSRF's activities. FY 2018-19 saw a shift towards a more intensive, personalized volunteering program that gave emphasis to pro bono volunteering assignments where employees invested their professional/domain expertise to address the needs of our various partner organizations. Our current model now aims to connect non-profits orginasations in need of voluntary support to Great Eastern employees who are inclined towards contributing to the social sector. Our mentorship program continues to be a very attractive option for many of our employees. FY 2018-19 saw the addition of multiple new mentors from various departments within the organization. The year also saw many of our existing mentors continue with the program.

We continue to focus on stand-alone, one-time projects that are tailored for those employees who have limited time to give. Our ongoing partnership with The Wishing Well Foundation allows employees to selectively donate their old clothes, books, stationery and more to some of the most deserving communities around us. It has been heartening to see some employees go above and beyond and make personal donations that have had a tremendously positive impact on their target beneficiaries.

The year also saw the launch of GECSRF's flagship group volunteering project titled WEVolunteer. Aimed at promoting self-driven volunteering, WEVolunteer allows employees to design, implement and monitor their own volunteering project for a cause and location of their choosing – all with the resources and backing of GECSRF. The first round of projects is currently underway.

Going Forward

Over the next few years we aim to go far beyond just funding and focus our efforts on the sustainable, systematic transformation of our partner organizations through continuous support. We will continue to work with the most deserving communities within the logistical constraints of our team strength and budget availabilities.

The coming year will also see us strengthen our employee volunteering programs. We hope to focus on bringing more of our employees into the 'volunteering' fold while continuing to laud the great efforts being taken by our existing cohort of employee volunteers.

BOARD'S REPORT

Jag Vayu – LPG Carrier : Acquired in May 2018

BOARD'S REPORT

Your Directors are pleased to present the 71st Annual Report on the business operations and the Financial Statements of your Company for the financial year ended March 31, 2019.

FINANCIAL PERFORMANCE

The financial results of the Company (standalone) for the financial year ended March 31, 2019 are presented below :

(₹ in crores)

	2018-19	2017-18
Total Revenue	**2913.41**	2193.29
Total Expenses	**2919.88**	2026.10
Profit / (Loss) before tax	**(6.47)**	167.19
Less : Tax Expenses	**13.00**	7.00
Profit / (Loss) for the period	**(19.47)**	160.19

Retained Earnings		
Balance at the beginning of the year	**1412.37**	1405.71
Add :		
- Profit for the year	**-**	160.19
- Other Comprehensive Income	**-**	3.42
Less :		
- Loss for the year	**19.47**	-
- Change in accounting policy (Ind AS 115)	**6.54**	-
- Other Comprehensive Income	**2.08**	-
- Transfer to Tonnage Tax Reserve	**4.00**	15.00
- Transfer to Debenture Redemption Reserve	**6.25**	28.75
- Final Dividend on Equity Shares (FY 2017-18)	**108.56**	98.01
- Dividend Distribution Tax	**17.52**	15.19
Balance at the end of the year	**1247.95**	1412.37

The net worth of the Company as on March 31, 2019 was ₹ 5065.72 crores as compared to ₹ 5225.42 crores for the previous year.

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

Shipping markets continued to be weak in the financial year ended March 31, 2019 and the Company's profit was affected to that extent. However, the Company declared a loss for the year on account of the impact of the depriciation of the Indian Rupee vis-à-vis the US Dollar. Under the new accounting standards, this has to be reflected in the Profit and Loss Account for the year. Considering the nature of the results, the undistributed profits accumulated over the years and the cash reserves of the Company, the Board of Directors decided to recommend a dividend of ₹ 5.40 per share. This will result in an outflow of ₹ 93.36 crores (inclusive of tax on dividend). The dividend will be paid after your approval at the ensuing Annual General Meeting.

MANAGEMENT DISCUSSION AND ANALYSIS

COMPANY PERFORMANCE

In Financial Year 2018-19 (FY 19), the Company recorded a total income of ₹ 2913.41 crores (Previous year ₹ 2193.29 crores) and earned a PBIDT of ₹ 864.62 crores (previous year ₹ 986.88 crores).

MARKET ANALYSIS

CRUDE TANKER MARKET

Crude tanker freight rates improved significantly in FY 19 over FY 18 due to rally in earnings during H2 FY 19. Some of the factors that are believed to have contributed to this improvement in rates are :

• Increased production from OPEC, and partial waiver of US sanctions on Iran
• Significant congestion in Turkish straits
• Increased US exports to Asia, aiding ton-mile growth
• Relatively lower fleet growth led by higher demolition.

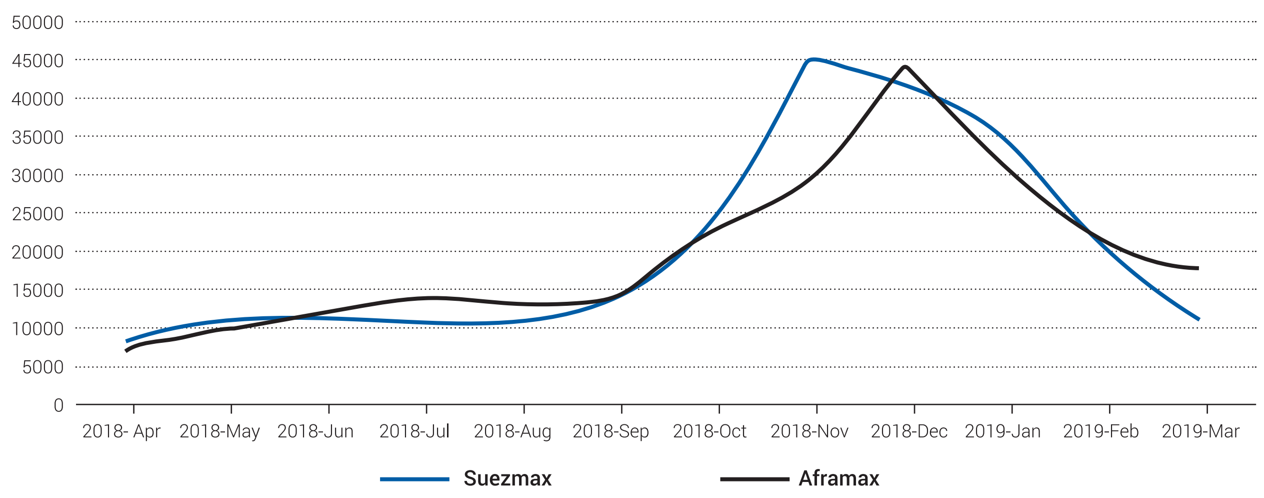
However, freight rates moved lower towards the end of the financial year due to :

• Production cut by OPEC and its non-OPEC allies
• Heavy refinery turnarounds in preparation of IMO 2020
• Higher fleet growth led by significant NB deliveries, lower demolition and significant switching of LR2s into crude trade.

The table below captures the spot earnings of the Suezmax and the Aframax type of ships over the financial year (in $/day).

	FY 19	FY 18	YOY CHANGE
Suezmax	20,231	12,226	65%
Aframax	19,532	11,735	66%

CRUDE TANKER FREIGHT MARKETS



Source : Clarksons

PRODUCT TANKER MARKET

MR earnings averages were almost unchanged year-on-year while earnings for LRs improved materially over last year.

To begin with, earnings were extremely weak during H1 FY 19 owing to the following reasons :

- Overall core refined products demand was quite low as compared to last FY due to weaker gasoline and naphtha demand
- Diesel demand growth in exporting countries curbed available cargoes for exports
- Material drawdown in European middle distillate inventories
- NB VLCC and Suezmaxes carried clean products on their maiden voyage taking away trade from the LRs.

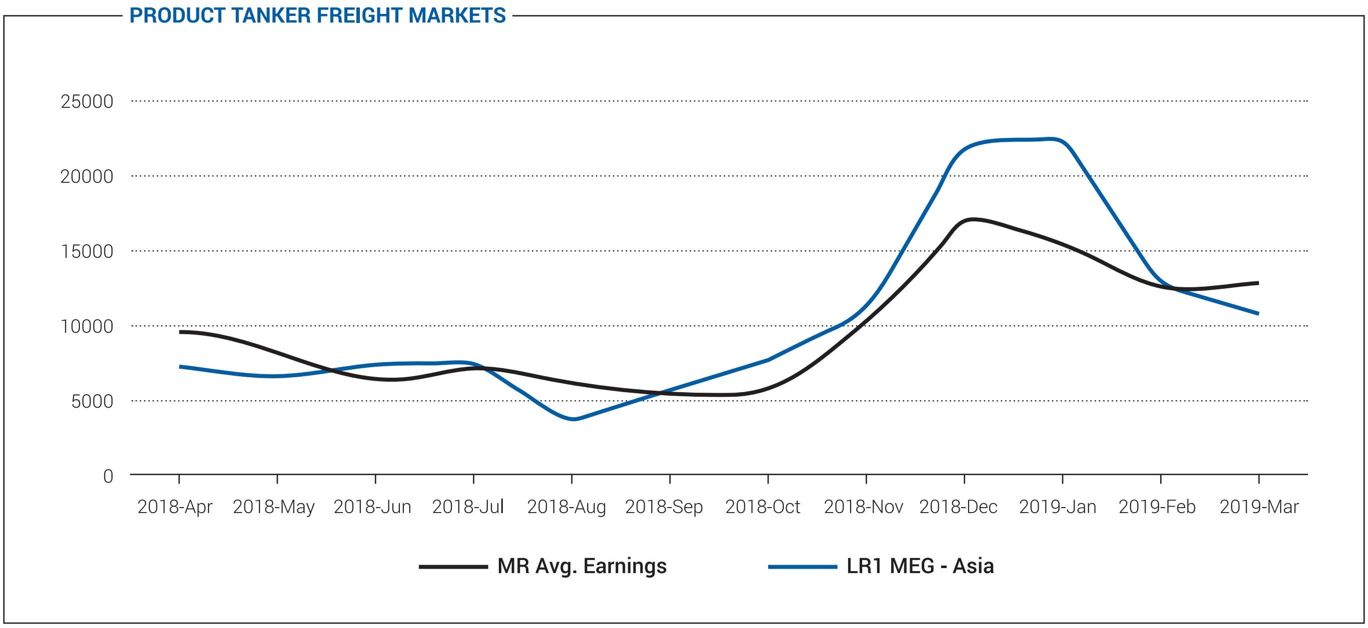
However, earnings picked up in H2 FY 19 due to following factors :

- Increased imports into Nigeria due to general elections in the country
- Increased Gasoline imports into US due to refinery maintenance and closure of Houston ship channel
- Higher middle distillate exports from Middle East and Asia into Europe
- Significant LR2 switching into crude trade.

Overall, nominal fleet growth moderated to 2.5% from 3.5% a year ago and around 6% in FY 17.

The table below captures the spot earnings of the LR and MR type of ships over the financial year (in $/day).

	FY 19	FY 18	YOY CHANGE
MR - Avg. Earnings	9,721	9,888	-2%
LR1 MEG - Asia	10,414	7,875	32%



Source : Clarksons

ORDERBOOK AND OUTLOOK

IMO 2020 could be the biggest regulatory disruption shipping industry has witnessed in multiple decades. Ships burning high sulphur fuel at sea, near coast and within port cause negative impact on human health.The IMO seeks to, therefore, lower the sulphur content in marine oil from currently permitted 3.50% m/m to 0.50% m/m with effect from January, 2020. As ships are likely to go off-hire for scrubber installations in order to prepare for IMO 2020, fleet supply across sectors could be curtailed, especially in H2 FY 20. Crude tanker order-book has come down over the last few years and is now at 11% of the fleet, and the products tanker order-book to fleet is at historically low levels of 7.5%. In the short term, the

Company expects higher refinery turnarounds as refiners prepare for IMO 2020, capping tanker market earnings. However, runs should increase in H2 FY 20, if not earlier, to meet higher MGO bunker demand in 2020. Lower inventory levels should further increase arbitrage opportunities. Overall, IMO 2020 is widely expected to be quite positive for both crude and products tanker markets.

LPG CARRIER MARKET

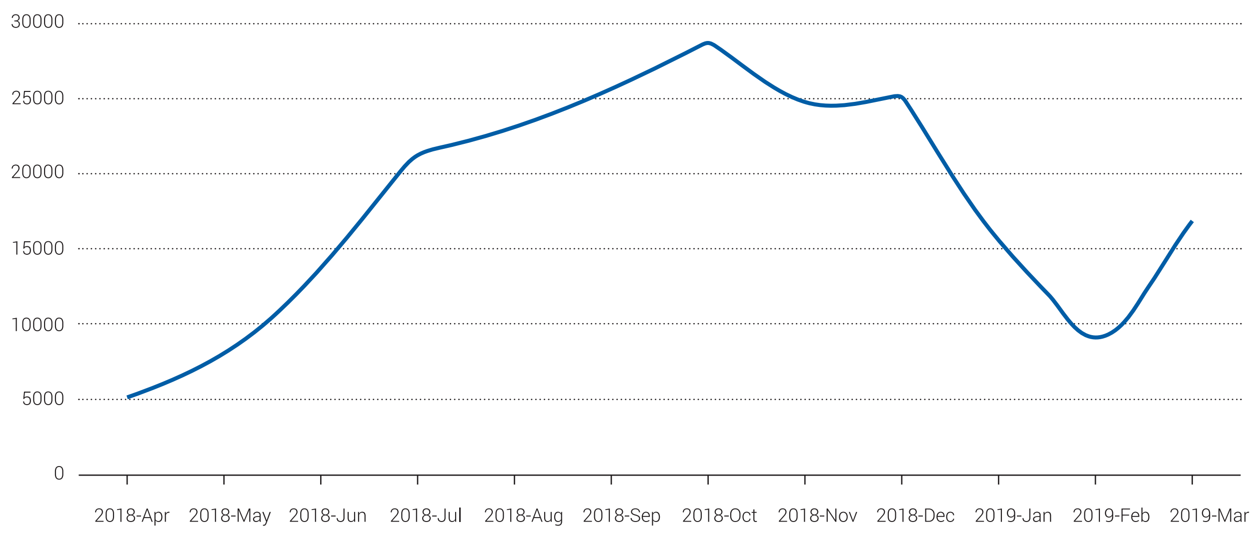
While VLGC earnings continued to remain well below long term average levels in absolute terms, earnings improved in FY 19 with benchmark earnings increasing about 25% year-on-year. This welcome development was after miserable freight markets in both FY 18 and FY 17. The following reasons can be ascribed to the freight uptick :

- The supply overhang of the heavy ship ordering during 2014 – 2016 finally moderated with the VLGC fleet growing only 3 % during FY 19. This was after growth rates of 10% and 27% during FY 18 and FY 17 respectively
- US shale production continued to grow on the back of improving margins resulting in increased LPG exportable surplus. US LPG exports to both Europe and Asia increased during FY 19 as trade arbitrage improved. The arbitrage opportunity was so prevalent and widely open that even India, which is a natural market for Middle Eastern exports, bought a couple of cargoes from the US
- Along with the traditional LPG consumption powerhouses (China and India) in Asia, new demand centres like Indonesia emerged in South East Asia contributing to ton mile growth from US.

The table below captures the spot earnings of VLGC type of ships over the financial year (in $/day).

	FY 19	FY 18	YOY CHANGE
VLGC	17,963	14,366	25%

VLGC FREIGHT MARKETS



Source : Clarksons

ORDERBOOK AND OUTLOOK

The VLGC orderbook stands at 14%. LPG production growth in the US is expected to continue because of increased shale oil and gas drilling. With the US domestic LPG consumption expected to remain flat, the Company expects high LPG inventory levels in US, leading to more exportable surplus. Moreover, expansion of on-shore infrastructure including increased pipeline and terminal capacity will enable US to distribute more LPG to its export facilities. Therefore, the Company expects the LPG freight markets to improve/stay strong over the next six to twelve months.

DRY BULK CARRIER MARKET

The dry bulk market started off the year on a strong footing, but after the initial earnings strength that the Company saw in H1 FY 19, freight market lost momentum and the earnings languished even in the traditionally strong third quarter. In fact, Q4 FY 19 experienced a dramatic fall across vessel categories, particularly the Capesize market. Overall, earnings in FY 19 averaged almost flat as compared to FY 18.

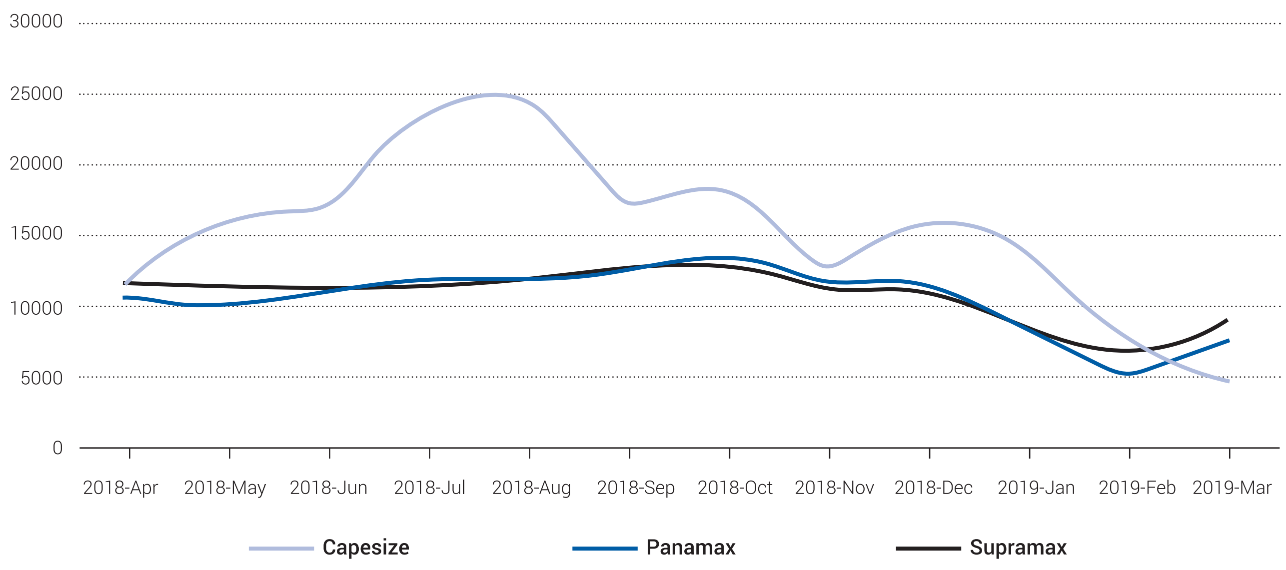
The below factors impacted the market :

- Macro sentiment aided by a raft of Chinese govt measures initiated in FY 18 supported earnings during H1 FY 19. However, sentiment weakened towards the end of the year as global PMIs fell to 3-year lows.
- Initially, Capesize freight rates were supported by strong global steel production, demand for high grade Brazilian ore and strong bauxite exports, before the market took a turn in H2 owning to supply disruptions. Supply was impacted to the extent of 93mt in Vale and approx. 20-22 mt in Australia. This coincided with weak demand in both China and rest of the world. Even in H1, the Cape freight market was generally capped by the higher usage of scrap in Chinese steel mills.
- Sub-Cape (Kamsarmax and Supramax) demand was supported by strong coal imports by China, India, and Southeast Asia, as well as the robust Latin American grain season. However, as we approached the end of the year, impact of US-China trade war was felt with virtually zero soybean exported to China from US. Sub-cape tonnage demand was further negatively impacted by the Chinese coal import ban in Nov-Dec 2018, as well as restrictions on Australian coal cargoes.
- Fleet growth was strong during the year with minimal scrapping (2.7% vis-a-vis 2.1% in FY 18).

The table below shows the spot earnings of the various categories of dry bulk ships over FY 19 (in $/day).

	FY 19	FY18	YOY CHANGE
Capesize	15,464	15,600	-1%
Panamax	10,514	10,596	-1%
Supramax	10,781	10,017	8%

DRY BULK CARRIER FREIGHT MARKETS



Source : Clarksons

ORDERBOOK AND OUTLOOK

- The dry bulk order-book stands at ~11%, low by historical standards.
- Over the next 12 months, trade growth is expected to remain softer than last year owing to lost iron ore volumes and subdued coal demand. IMO disruptions and enhanced scrapping could curtail otherwise higher fleet growth. Overall, the Company remains cautious on the dry bulk freight

market for next 6/12 months. Even though the Company expects earnings to stay mostly rangebound as compared to last year there are material downside risks to this scenario.

FLEET SIZE AND CHANGE DURING THE FINANCIAL YEAR

As of 31st March 2019, the fleet of your Company stood at 48 ships aggregating 3.90 Mn dwt, with an average age of 11.34 years. During the financial year, your Company took delivery of 2 Very Large Gas Carriers and 1 Medium Gas Carrier aggregating 0.15 Mn dwt. The Company also sold 1 Kamsarmax and 1 Supramax dry bulk carrier, both delivered to buyers in the financial year, and 1 Very Large Gas Carrier (VLGC) for delivery in financial year 2019-20.

MOVEMENT OF ASSET VALUES

Despite a weak freight market at the end of the period, the asset values for crude tankers moved up by 10% to 20% whereas values for the product tankers declined marginally overall.

On the back of a weak dry bulk freight market, asset values fell by 5% to 20% depending on the age and size category of the vessel.

During the period, asset values in the LPG segment have moved upward by 5-10% depending on the vintage and type.

Over the next 12 months, the Company believes that asset values could stabilize for crude tankers and may increase for product, LPG and dry bulk vessels.

KEY FINANCIAL RATIOS

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

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

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

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

- Gross and Net Debt equity Ratio – This shows the extent of leverage taken by the business, both at a gross level and net of the cash and equivalents held. Net debt:equity is a standard ratio used in assessing a shipping company's credit-worthiness. There has been no significant change in these ratios over the course of FY 19.

	FY 19	FY 18
Gross	0.81	0.81
Net	0.36	0.30

- Cash Debt Service Coverage Ratio – This represents the Company's ability to meet its debt servicing obligations. It is the sum of the PBIDT plus the cash and equivalents held by the Company divided by the expected debt service payments over the next twelve months. This ratio stood at 2.53 as of end FY 19, versus 3.52 at the end of the previous financial year. The reduction in the ratio is due to (i) lower PBIDT, (ii) lower balance of cash and equivalents, and (iii) the high level of debt repayments due in FY20.

- Net Debt : PBIDT – This shows the number of years earnings it would take to cover the repayment of the debt which is not covered by the cash and equivalents. The ratio was 2.12 as of end FY 19, versus 1.59 as at the end of the previous financial year. The change was due to both the increase in net debt and the lower PBIDT for the year.

- Return on Net Worth was -0.38% for FY 19 and 3.08% for FY 18.

A large part of the worsening of the profitability vis-à-vis the previous financial year is explained by the movement in exchange rate and mark-to-market gain or loss on derivatives. In FY 2017-18 the net impact of these was a positive effect of ₹ 206 crores in the net result, while in FY 2018-19, the net impact was a negative effect of ₹ 86 crores in the net result. This more than explains the change in the return on net worth. Overall, revenues in shipping markets were higher than in the previous year, helping to improve the business results. Changes in the shipping markets have been explained hereinabove.

RISKS AND CONCERNS

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

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

ECONOMIC RISK :

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

GEO-POLITICAL RISK :

OPEC nations control more than one third of the world oil supply. Therefore, their decision on whether to comply with (or extend) crude production targets can have a material impact on the crude, product and LPG freight markets.
Many politically volatile countries such as Libya, Nigeria, and Venezuela produce significant amounts of crude oil. Any change in the political situation in these countries may alter the supply-demand scenario. This will have a consequential impact on the tanker market.

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

TRADE BARRIERS :

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

CHINESE ECONOMY :

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

CHALLENGES FACED BY THE SHIPPING BUSINESS

EARNINGS VOLATILITY :

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

Your Company attempts to manage that risk in various ways. If the Company believes that the freight market could weaken, it may enter into time charter contracts ranging from 6 months to 3 years. Another method of managing risk is by adjusting the mix of assets in the fleet through sale or purchase of ships. The Company also ensures that assets are bought at cheap prices as capital cost is a major cost component. The Company hopes to weather the depressed markets better than most players in the business by having among the lowest fleet break-evens. The Company operates ships in different asset classes and different markets. This ensures that the Company's fortunes are not fully dependent upon a single market.

LIQUIDITY RISK :

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

FINANCE RISK :

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

SHIPBOARD PERSONNEL :

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

CYBER RISK :

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

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

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

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

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

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

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

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

The Audit Committee comprises of Mr. Cyrus Guzder (Chairman), Mr. Berjis Desai, Mr. Farrokh Kavarana and Mrs. Rita Bhagwati, all of whom are Independent Directors on Board of the Company.

CONSOLIDATED FINANCIAL STATEMENTS

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

The group recorded a consolidated net loss of ₹ 21.45 crores for the year under review as compared to net loss of ₹ 210.49 crores for the previous year. The net worth of the group as on March 31, 2019 was ₹ 6809.67 crores as compared to ₹ 6927.73 crores for the previous year.

SUBSIDIARIES

The statement containing the salient features of the financial statements of the Company's subsidiaries for the year ended March 31, 2019 has been attached along with the financial statements of the Company. The report on performance of the subsidiaries is as follows :

GREATSHIP (INDIA) LIMITED, MUMBAI

Greatship (India) Limited (GIL), wholly owned subsidiary of your Company and one of India's largest offshore oilfield services providers, has completed another challenging year of operations. In FY 19, GIL has recorded a total income of ₹ 979.20 crores (previous year ₹ 1056.35 crores) on a standalone basis and ₹ 956.02 crores (previous year ₹ 995.67 crores) on a consolidated basis. GIL earned a profit before interest, depreciation (including impairment) & tax of ₹ 544.61 crores (previous year ₹ 602.45 crores) and ₹ 500.46 crores (previous year ₹ 541.88crores) on a standalone and consolidated basis, respectively.

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

GROUP RESTRUCTURING

As a part of the group restructuring exercise, GIL had acquired full ownership of its Singapore subsidiary, Greatship Global Energy Services Pte. Ltd. (GGES), in March 2017 and also acquired four jack-up rigs along with its Plant, Machinery & Equipments/Owner Furnished Equipments (the 'Rigs') from GGES in June 2017. At the time of acquisition of the Rigs, GIL had taken over the outstanding bank borrowings of GGES and the balance consideration of upto USD 131.36 Mn was kept outstanding in accordance with the terms of the Memorandum of Agreement (as amended from time to time).

As mentioned above, in March 2019, GGES reduced its share capital by about USD 163.96 Mn and returned the capital proceeds to GIL. GIL utilized part of these proceeds to pay the afore-mentioned balance consideration along with applicable interest to GGES towards the purchase of Rigs. With this, the group restructuring exercise has been completed.

Further, during the year under review, National Company Law Tribunal, Mumbai Bench sanctioned the Scheme of Amalgamation of Greatship Global Holdings Limited (GGHL) with GIL vide its order issued on July 24, 2018. GGHL was removed from the Register of Companies, Mauritius on August 28, 2018. All other necessary formalities with respect to the Scheme of Amalgamation were completed and the Scheme became operative from September 1, 2018, with the Appointed Date under the Scheme being April 1, 2017. Consequent to the merger, Greatship Global Offshore Services Pte. Ltd. (erstwhile wholly owned subsidiary of GGHL) became the direct wholly owned subsidiary of GIL.

GIL has following wholly owned subsidiaries :

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

GGES has earned a profit of USD 8.50 Mn for the current financial year as against a profit of USD 8.54 Mn in the previous year. The profit in the current year was attributable to the interest received on the balance consideration paid by GIL in relation to the sale of rigs.

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

During the year, GGOS sold one 2009 built Anchor Handling Tug Cum Supply Vessel - 'Greatship Aditi' to GIL on February 15, 2019 and also entered into a Memorandum of Agreement with GIL on February 12, 2019 for purchase of one 2010 built R-Class Supply Vessel, 'Greatship Ramya'. Subsequent to the end of the year, GGOS completed the purchase of 'Greatship Ramya' from GIL on April 08, 2019.

In addition, GGOS owns and operates two Multipurpose Platform Supply and Support Vessels. GGOS, after accounting for an impairment of USD 1.35 Mn in asset values, incurred a loss of USD 0.70 Mn for the current financial year as against a loss of USD 20.14 Mn in the previous year, after accounting for an impairment of USD 15.62 Mn in asset values.

c) Greatship (UK) Limited, United Kingdom (GUK)

GUK's profit for the current financial year amounted to USD 1.92 Mn as against a loss of USD 0.02 Mn in the previous year. The profit in the current financial year was mainly on account of reversal of provisions.

d) Greatship Oilfield Services Limited., India (GOSL)

During the year under review, GOSL has been exploring possible business opportunities and has incurred certain expenses resulting into losses of ₹ 0.01 crores for the current financial year (Previous Year: ₹ 0.04 crores).

THE GREATSHIP (SINGAPORE) PTE. LTD., SINGAPORE

The Greatship (Singapore) Pte. Ltd. is a wholly owned subsidiary of your Company. The Greatship (Singapore) Pte. Ltd. does shipping agency business for the ships owned by your Company. During the year ended March 31, 2019 there were 114 ship calls at Singapore. The company's profit after tax for the curr ent financial year amounted to S$ 0.25 Mn as aga inst the profit of S$ 0.15 Mn in the previous year.

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

The Great Eastern Chartering LLC (FZC) is a wholly owned subsidiary of your Company. During the year ended March 31, 2019, the company made a profit of USD 0.72 Mn (previous year profit of USD 0.22 Mn). The company deposited an amount of USD 10,650,000 with DNB Luxembourg S. A. for investment in shares of a few listed International shipping companies. As on March 31, 2019 the fair value of the shares was USD 8,528,780 and the balance amount with DNB was USD 360,4 98.

The company also decided to take advantage of opportunities presented by the new sulphur regulation (IMO 2020) by selling the spread between HSFO and MGO of 9,000 M T in Cal. 2021 and 12,000 M T in Cal. 2022.

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

The Great Eastern Chartering (Singapore) Pte. Ltd. is a wholly owned subsidiary of The Great Eastern Chartering LLC (FZC), UAE. During the financial year ended March 31, 2019, the company made a loss of USD 0.01Mn (previous year loss of USD 0.01 Mn) attributed to admin expenses. There was no trading activity in the company during the year, since the freight market faced an unexpected decline towards the latter part of the year.

GREAT EASTERN CSR FOUNDATION, INDIA

Great Eastern CSR Foundation (Foundation) is a wholly owned subsidiary of your Company which handles the CSR activities of your Company and its subsidiaries. The Foundation received a total contribution of ₹ 10.23 crores from the Company and Greatship (India) Limited during the year ended March 31, 2019. The Foundation spent ₹ 11.15 crores on CSR activities during the year.

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

DEBT FUND RAISING

During the year, the Company issued 3,000 Non-convertible Debentures of ₹ 10,00,000 each, aggregating to ₹ 300 crore with the object of funding the capital expenditure requirements of the Company and general corporate purposes. Details of utilisation of the same are provided in the Corporate Governance Report.

The Company redeemed Non-convertible Debentures aggregating to ₹ 275 crore during the year.

During the year, fresh debt of ₹ 191.16 crores (other than debentures) was raised. The gross debt: equity ratio as on March 31, 2019 was 0.81:1 (0.94:1 including effect of currency swaps on rupee debt) and the debt: equity ratio net of cash and cash equivalents was 0.36:1 (0.49:1 including effect of currency swaps).

QUALITY, SAFETY, HEALTH & ENVIRONMENT

High levels of safety continue to be maintained on board Company's fleet. Enhanced safety is achieved by continuous training of ship's personnel at all levels and at every opportunity. Safety continues to have paramount place in the operation of all vessels of the fleet. Lost Time Injury (LTI) has reduced to 2.29 per million exposure hours (from 3.19 in the corresponding period the previous year), while Total Recordable Case Frequency reduced to 4.07 per million exposure hours (from 4.73 in the corresponding period the previous year).

During the year, the Company has completed transition and certification to 2015 requirements of ISO 9000,14000 and 45000 by DNVGL Maritime. The certification now encompasses the office premises and the fleet. As a preparation to transit to the new requirements of ISM code that would come into effect from 2021, the Company has also commenced surveys of the fleet to meet Cyber Security class notation by Indian Register of Shipping.

The Company's fleet performed very well during Port State Control Inspections (PSCI) during calls at foreign ports with 73% (38 out of 52) inspections having Nil deficiency. The figure included 4 out of 4 Nil deficiency in AMSA (Australia), 4 out of 6 Nil deficiency in USCG (USA) and 5 out of 8 Nil deficiency in Paris MOU (European) inspections.

TRAINING AND ASSESSMENT

To achieve the Company's vision of creating a pool of competent, well trained and confident seafarers for the fleet vessels, Training & Assessment Department has continued to manage and conduct mandatory and non-mandatory value-added training for the seafarers. All the shore-based training, on-board training and computer-based training have been happening in an orderly manner.

The Department has been involved in competency assessments of the floating staff, at every rank. Clearing these competency assessments is a mandatory requirement of the Company for recruitment and promotions of the seafarers.

During the year, few courses, which were happening at outside institutes earlier, are now being conducted in-house. Based on the need and feed-back from various stakeholders, the Department developed and implemented some new courses for the seafarers.

The management of entire training, tracking of the training need identification and monitoring of effectiveness of training is being done through in-house developed Training and Assessment portal of the Department.

IT INITIATIVES

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

DIGITALIZATION, COLLABORATION & PROCESS IMPROVEMENT

The rise of mobile technology and cloud computing has transformed the way we work, making collaboration not only easier, but also essential for the success of every organization. Understanding the technology need, your Company has partnered with Microsoft and implemented Office 365 collaboration tool.

Process improvement is the key focus in all the technology solutions bringing efficiency, accuracy and scalability of operations.

CYBERSECURITY

Today's shift towards increasing interconnectedness at sea is continuing to enable significant efficiency gains and new capabilities for maritime operations. Running in parallel to this trend is an increase in vulnerability to cyber threats within the maritime industry. The Company has invested in the best of technology and introducing new policies and procedures to keep the ships safe and secured from the latest threats like ransomware, hacking etc., which has disrupted companies globally in smooth running of their business.

Your Company also runs a regular cybersecurity awareness program for all employees and seafarers. The Company has also ensured that cadets at the Great Eastern Institute of Maritime Studies, Lonavala are also trained on the emerging cyber threats, so that they are prepared when they join ships.

Taking the above two key areas forward, the Company is focusing on following new initiatives and 'Smart Ships' and 'Connected Ships' which would lead to Safety, Security and improve Operational efficiency :

- Adoption of various Ship Management systems on Vessels.
- Aspire to get the ISO 27001/32 assessment done and certified for all Vessels.
- In today's business world, sensor-based data is only one of the many types of data used to support decisions. The Company is exploring the same to bring efficiency in the whole system. Timely decision based on the near real-time data can help the Company in cost saving and improve the business over the competition.
- Wireless and Paperless Initiative.

Your Company is also building a robust Business Continuity Process (BCP) for the organization to ensure business as usual during crisis.

HUMAN RESOURCES

The focused attention given to improve fleet personnel processes have yielded positive results especially in reducing delays for sign offs and improving availability of senior officers. The Company has initiated a program to build dedicated ship staff cadre for the organization.

The Coffman employee engagement score for shore employees conducted during the year was 3.66 on a 5 point scale.
The Company has invested in development of employees through training programs like risk management, incident investigation, team building,

financial management and a workshop on psychological triggers to enhance personal effectiveness. A 360-degree feedback process has been initiated for senior management group.

Shore staff attrition stood at a healthy 4 % during the fiscal year.

Total number of permanent shore staff and ship board personnel was 210 and 1090 respectively.

GREAT EASTERN INSTITUTE OF MARITIME STUDIES (GEIMS)

The Great Eastern Institute of Maritime Studies, Lonavala has trained 3782 cadets since its inception.The Academy now provides training in all streams of shipboard operations i.e Nautical, Marine Engineering, Electrical Engineering and General Purpose Rating. It has also trained 1706 officers in various post sea courses since its inception.

During the year, a full function Bridge Navigation simulator was installed and commissioned at the Institute to impart training to cadets & nautical officers undergoing pre- sea and post sea training at the Institute. An advanced Electrical and Electronic Lab was also commissioned at the Institute to impart practical training to the Electrical Engineers.

In order to conduct the pre sea and post sea courses simultaneously, 2 additional class rooms were constructed and existing faculty housing was modified to house at least 20 officers undergoing post sea training at the campus. Additional recreational facilities were provided including a full-fledged gymnasium for the cadets' all round growth.

In the Institute's quest to create a green and sustainable campus, the Institute has placed order for a 300 KW solar power system. The work of installation will commence shortly. The system, once commissioned with net metering, will offer substantial savings on the Institute's electricity consumption.

The Institute has been continuously rated Outstanding (A1) during Comprehensive Inspection Programme (CIP) of Director General of Shipping. The Institute with a score of 98.4% of CIP is today rated as one of the best Maritime Training Institutes in the country. This fact has been acknowledged even by International Maritime community as the Angolan Shipping Company Sonangol, sent its second batch of 6 Electrical officers for training at the Institute.

During the year , the cadets have won many awards and accolades at various technical fests and seminars where they, under the guidance of the faculty, presented various technical papers.

CORPORATE SOCIAL RESPONSIBILITY

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

The Board of Directors of the Company has constituted a Committee of Directors, known as the Corporate Social Responsibility Committee comprising of Mr. Vineet Nayyar (Chairman), Mr. Cyrus Guzder and Mr. Bharat K. Sheth to steer its CSR activities.
Copy of the Corporate Social Responsibility Policy of the Company as recommended by the CSR Committee and approved by the Board is enclosed as 'Annexure A'. The CSR Policy is also available on the website of the Company : www. greatship.com.

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

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

DIRECTORS

Mr. Tapas Icot was re-appointed as 'Executive Director' of the Company for a period of 3 years with effect from November 02, 2018. Mr. Tapas Icot shall retire by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment.

The Board has, at its meeting held on May 06, 2019, appointed Mr. Raju Shukla and Mr. Ranjit Pandit as Additional and Independent Directors of the

Company with effect from June 01, 2019 for a term of 5 years. Mr. Raju Shukla and Mr. Ranjit Pandit bring with them years of rich experience and knowledge which will be of immense benefit to your Company. Mr. Raju Shukla has a Post Graduate Diploma in Management from the prestigious Indian Institute of Management, Ahmedabad and Bachelor of Engineering degree from Visvesvaraya Regional College of Engineering, Nagpur, India. Mr. Ranjit Pandit holds an M.B.A. degree from the Wharton School at the University of Pennsylvania and a B.E. degree in Electrical Engineering from VJTI, University of Mumbai.

The new Directors, Mr. Raju Shukla and Mr. Ranjit Pandit, being Additional Directors, cease to be the Directors of the Company on the date of the ensuing Annual General Meeting.

The first 5 year term of office of Mr. Cyrus Guzder, Mr. Berjis Desai and Mr. Vineet Nayyar as Independent Directors, will expire on 24th September 2019. The Board has, at its meeting held on May 06, 2019, recommended the re-appointment of Mr. Cyrus Guzder and Mr. Vineet Nayyar as Independent Directors for second term of 3 years w.e.f. 25th September, 2019. The Board also recommended the appointment of Mr. Berjis Desai as a Non-Independent Non-Executive Director (liable to retire by rotation) w.e.f 25th September, 2019.

Necessary resolutions for appointment/ re-appointment of Mr. Raju Shukla, Mr. Ranjit Pandit, Mr. Cyrus Guzder, Mr. Vineet Nayyar, Mr. Berjis Desai and Mr. Tapas Icot have been included in the Notice convening the ensuing Annual General Meeting. Notices under Section 160 of the Companies Act, 2013 have been received in respect of their appointment as Directors on the Board.

As per the provisions of the Companies Act, 2013, Independent Directors shall not be liable to retire by rotation. The Independent Directors of your Company have given the certificate of independence to your Company stating that they meet the criteria of independence as mentioned under Section 149(6) of the Companies Act, 2013 and under Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The policies on Director's appointment and remuneration including criteria for determining qualifications, positive attributes, independence of Directors, and also remuneration for key managerial personnel and other employees are enclosed herewith as Annexure 'C' and 'D'.

During the year, Mr. Bharat K. Sheth, who is also a Non-Executive Chairman of Greatship (India) Ltd. (GIL), a wholly owned subsidary of the Company, was in receipt of commission of ₹ 10,800,000 from GIL.

The details of remuneration as required to be disclosed pursuant to the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are enclosed as Annexure 'E'.

BOARD MEETINGS

During the year, 5 meetings of the Board were held. The details of Board meetings as well as Committee meetings are provided in the Corporate Governance Report.

BOARD EVALUATION

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

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

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

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

DIRECTORS' RESPONSIBILITY STATEMENT

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

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

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

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

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

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

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

CORPORATE GOVERNANCE

Maintaining high standards of Corporate Governance has been fundamental to the business of your Company since its inception. A separate report on Corporate Governance is provided together with a Certificate from the practicing Company Secretary regarding compliance of conditions of Corporate Governance as stipulated under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

PREVENTION OF SEXUAL HARASSMENT AT WORKPLACE

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

During the year, no complaints with allegations of sexual harassment were received by the Company.

VIGIL MECHANISM

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

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

RELATED PARTY TRANSACTIONS

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

The particulars of contracts or arrangements with related parties in Form AOC 2 is annexed herewith as "Annexure F".
All the related party transactions have been entered into by the Company in the ordinary course of business and on arm's length basis.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

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

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

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

DIVIDEND DISTRIBUTION POLICY

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

ENERGY CONSERVATION AND TECHNOLOGY ABSORPTION

CONSERVATION OF ENERGY

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

IMO Goals for reduction of Green House Gas emissions from international shipping

Maritime Environmental Protection Committee (MEPC) on 13th April 2018 adopted a comprehensive Initial Strategy for significant reduction of Green House Gas (GHG) emissions from international shipping. The strategy includes ambitious carbon reduction targets up to year 2050, with the clear vision of achieving carbon-free transportation at sea within this century.

The ambitious IMO strategy is to cut the total greenhouse gas emissions of shipping by at least 50% by 2050, compared to 2008 – with an agreed efficiency goal, as an average for the sector, for a 40% improvement by 2030 compared to 2008, and a 70% improvement by 2050 – so that the entire sector will be in a position to decarbonise completely, consistent with achieving the 1.5 degree climate change goal identified by the United Nations.

Your Company is fully cognisant of the above aspiration.

ENERGY SAVING DEVICES

During the financial year under consideration, following Energy Saving Devices were retrofitted for reducing fuel consumption of main propulsion system :

Jag Lalit, Jag Lata, Jag Aabha and Jag Pavitra were retrofitted with Propeller Boss Cap Fins (PBCF), a device which improves propulsive efficiency. The propeller's rotational motion forms a strong vortex at the center, which causes overall loss of propulsive efficiency. The finned features of a PBCF break up this vortex, thereby reducing the loss of energy.

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

Total cost incurred on above five ships: USD 671,800.

For a typical Bulk Carrier or Tanker loss of energy through hull resistance is around 30% and this increases with growth of hull roughness due to bio-fouling. To minimize growth of bio-fouling, Company has applied superior anti-fouling coatings on Jag Lata, Jag Lalit, Jag Aabha, Jag Pavitra, Jag Aanchal, Jag Pankhi, Jag Lakshita, Jag Lateef and Jag Rohan during their respective dry dockings during the financial year.

The additional cost incurred for application of the superior anti-fouling coatings was USD 1,329,000.

During the year saving of USD 2.41 Mn was achieved in fuel cost from energy saving retrofits and use of superior anti-fouling hull coatings alone. This fuel saving also resulted in reduction of CO_2 emission by 16,550 MT.

TECHNOLOGY ABSORPTION

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

Compliance with EU MRV Regulation

With effect from 1st January 2018 all vessels above GT 5000 engaged in carrying cargo to and from and with European Union (EU) ports are mandatorily required to report their fuel consumption, CO_2 emission and certain other parameters pertaining to work done during such voyages to European Commission as per their Regulation (EU) 2015/757 (on the monitoring, reporting and verification of carbon dioxide emissions from maritime transport) annually. Your Company has developed ship specific required Monitoring Plans which describes the procedure of collection, quality control, storage and transmission of relevant data and the same have been approved by accredited Verification Body. Data for the first calendar year 2018 duly reviewed by Verification Body has been submitted to EC.

QUANTIFICATION AND REPORTING OF GREENHOUSE GAS (GHG) EMISSION

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

- ISO 14064-1 (2006) "Greenhouse gases – Part 1: Specification with guidance at the organization level for quantification and reporting of greenhouse gas emissions and removals, and
- The Greenhouse Gas Protocol – A Corporate Accounting and Reporting Standard (Revised edition) published by World Business Council for Sustainable Development and World Resources Institute.

FOREIGN EXCHANGE EARNINGS AND OUTGO

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

(₹ in crores)

a)	Foreign Exchange earned on account of freight, charter hire earnings, etc.	1638.99
b)	Foreign Exchange used including operating expenses, capital repayment, down payments for acquisition of ships (net of loan), interest payment, etc.	3068.64

AUDITORS

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

The Report given by the Auditors on the financial statement of the Company is part of this Report. There has been no qualification, adverse remark of disclaimer given by the Auditors in their Report.

SECRETARIAL AUDIT

Pursuant to the provisions of Section 204 of the Companies Act, 2013, the Company appointed M/s. Mehta & Mehta, Company Secretaries to undertake the Secretarial Audit of the Company for the financial year ended March 31, 2019.

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

APPRECIATION

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

For and on behalf of the Board of Directors

K.M. Sheth
Chairman
(DIN : 00022079)

Mumbai, May 06, 2019

ANNEXURE ‘A’ TO BOARD’S REPORT

CORPORATE SOCIAL RESPONSIBILITY POLICY

1. PREAMBLE

The Great Eastern Shipping Company Limited (Great Eastern) has always been conscious of its role as a good corporate citizen, and has hitherto striven to fulfill this role by running its business with utmost care for the environment and all the stakeholders. This includes honesty and integrity in all its dealings with customers, vendors, employees and most importantly the government. This commitment is a critical cornerstone on which the Company was built and upon which it continues to grow.

It is Great Eastern’s intention to increase the scope of its Corporate Social Responsibility (CSR) activities to cover other ways to give back to society.

Great Eastern’s CSR policy has been developed in consonance with Section 135 of the Companies Act, 2013 on CSR and in accordance with CSR rules notified by the Ministry of Corporate Affairs, Government of India. It shall apply to all CSR Projects/Programmes undertaken by the Company as per liberal interpretations of activities listed in Schedule VII of the Act, within the geographical limits of India alone, towards the benefit of marginalized, disadvantaged, poor and deprived sections of the community and the environment.

2. VISION STATEMENT AND OBJECTIVE

For Great Eastern, CSR means responsible business policies that are ethical, equitable, environmentally conscious, gender sensitive and sensitive towards the differently abled. This policy, which has been formulated in alignment with the vision of the Company, lays down guidelines and mechanisms to be adopted by the Company in order to carry out CSR Projects/Programs.

The objectives of this policy are to –

- Demonstrate commitment to the common good through responsible business practices and good governance.
- Actively support the state’s development agenda to ensure sustainable and equitable change.
- Set high standards of quality in the delivery of services in the social sector by creating robust processes and replicable models.
- Engender a sense of empathy and equity among employees of GES to motivate them to give back to the society.

The structure for identification of these causes, and the modalities of the investment in these causes, are spelt out in detail in the following sections.

3. CSR AMOUNT

In every financial year starting 2014-15, Great Eastern will spend at least 2% of the average profits over the past three financial years on Corporate Social Responsibility (CSR) causes. The CSR spend/ investment for each year will be approved by the CSR Committee and the Board will be kept informed.

In the event that the amount indicated above is not spent in its entirety in that year, the reasons thereof will be outlined in the Board’s CSR report, as per Section 134 (3) (o).

In the event where the Company makes any surplus or profit from pursuing its CSR projects/ programmes, these will not form part of the business profit (but will instead, be carried forward to the following year/s as part of either the CSR corpus or as a supplement to the budget).

4. FOCUS AREAS

The Company’s CSR efforts will be focused in the areas of :

- Promoting education and knowledge enhancement, including but not limited to :

- Establishment and management of educational and knowledge enhancement infrastructure.
- Provision of financial or other assistance to the needy and/or deserving students.
- Providing financial assistance to any Agency involved in education, knowledge enhancement and sports.
- Contribution to technology incubators located within academic institutions which are approved by the Central Government.

- Eradicating hunger, poverty, and malnutrition.
- Promoting health care and sanitation.

5. PLANNING AND IMPLEMENTATION

Implementation of the Great Eastern CSR strategy will involve several steps, as outlined below, and will be the responsibility of Great Eastern. Alternatively it may be implemented through a Foundation to be set up for the purpose.

Selection of Projects/Programs :

- Partner Organizations (PO) engaged in the aforementioned focus areas will be identified.
- Post preliminary meetings with representatives from these organizations, POs will be required to send in detailed project proposals.
- Projects will be rated in terms of cost, feasibility, scalability and impact.
- Representatives will schedule and conduct scoping visits to the sites.
- Following this, a Project Identification Report will be presented to CSR Committee.

6. BOARD AND CSR COMMITTEE

THE BOARD :

The Board of Great Eastern will be responsible for :

- Approving the CSR policy as formulated by the CSR Committee.
- Ensuring, through the CSR Committee that in each financial year the Company spends at least 2% of the average profits over the past three financial years.
- Ensuring, through the CSR Committee, that every financial year funds committed by the Company for CSR activities are utilized effectively.
- Disclosing in its Annual Report the names of CSR Committee members, the content of the CSR policy and ensure annual reporting of its CSR activities on the Company website.

THE CSR COMMITTEE :

The Board of Directors of the Company has constituted a Committee of Directors, known as the Corporate Social Responsibility (CSR) Committee. The functions of the Committee will be as follows :

- Formulate and recommend the CSR policy of the Company
- To recommend to the Board the structure for carrying out CSR activities
- To set the Company's CSR budget for each year
- To monitor the CSR activities of the Company, and report on it to the Board on a regular basis.

THE GREAT EASTERN SHIPPING CSR COMMITTEE COMPRISES OF :

- Mr. Vineet Nayyar (Chairman)
- Mr. Cyrus J. Guzder
- Mr. Bharat K. Sheth

7. MONITORING AND EVALUATION

Monitoring : The CSR Committee shall ensure monitoring of the projects supported by the Company's CSR activities, by :

- Periodic visits by staff from the Company/CSR Foundation
- Regular defined reports from the partner organisation on utilisation of funds
- Quantitative information - number of people affected, resources saved etc.
- Qualitative information (community feedback, visual documentation etc).

Evaluation : In order to assess the impact of its CSR Projects and Programmes, maximize outcomes and build-in sustainability, scalability and replicability, the following processes shall be undertaken :

- Ensure that the projects/programmes undergo concurrent and final evaluation.
- If required, engage credible third parties to undertake evaluation of all or selected projects/ programmes.

8. ACCOUNTING & AUDITING

GES will follow the Accounting and Auditing Guidance Note/Standards duly approved by the Ministry of Corporate Affairs, Government of India.

9. DOCUMENTATION AND REPORTING

The CSR committee will prepare the annual CSR report. This report will :

- Outline the Company's CSR Policy, including overview of projects or programs proposed to be undertaken.
- The composition of the CSR Committee.
- Average net profit of the company for the last three financial years. Prescribed CSR Expenditure (2% of the amount as in item 3 above).
- Details of CSR spend during the financial year in such form as may be stipulated under the Companies Act, 2013.

10. DISCLOSURE

The Company shall comply with Section135 (2), 135 (4) (1) and 134 (3) (o) of the Act thereby ensuring that it makes a full disclosure of its CSR policy, strategy, projects/programmes, activities, monitoring mechanism, implementing agencies, expenditure details as well as the composition of the CSR Committee of the Board.

ANNEXURE 'B' TO BOARD'S REPORT

ANNUAL REPORT ON CSR ACTIVITIES FOR FY 2018-19

1. The Corporate Social Responsibility Policy of the Company was approved by the Corporate Social Responsibility Committee at its meeting held on December 11, 2014 and the Board of Directors of the Company at their meeting held on February 05, 2015. Copy of the policy is available on the website of the Company : www.greatship.com

   The policy applies to all CSR projects/programmes undertaken by the Company as per liberal interpretations of activities listed in Schedule VII of the Companies Act, 2013 within the geographical limits of India towards the benefit of marginalized, disadvantaged, poor and deprived sections of the community and the environment.

   As per the policy, in every financial year, the Company will spend at least 2% of the average profits over the past three financial years on Corporate Social Responsibility (CSR) causes.

   The Company's CSR efforts will be focused in the areas of :
   i) Promoting education and knowledge enhancement, including but not limited to :
      a. Establishment and management of educational and knowledge enhancement infrastructure.
      b. Provision of financial or other assistance to the needy and/or deserving students.
      c. Providing financial assistance to any Agency involved in education, knowledge enhancement and sports.
      d. Contribution to technology incubators located within academic institutions which are approved by the Central Government.
   ii) Eradicating hunger, poverty, and malnutrition.
   iii) Promoting health care and sanitation.

   The policy may be implemented directly by the Company or through Great Eastern CSR Foundation which has been specifically set up for the purpose.

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

3. Average net profit of the Company calculated as per the provisions of Section 135 of the Companies Act, 2013 for last three financial years was ₹ 363.14 crore.

4. The prescribed CSR expenditure (2% of the average net profit as aforesaid) is ₹ 7.26 crore.

5. Details of CSR spent during the financial year are as follows:
   a. Total amount to be spent for the financial year 2018-19 : ₹ 7.26 crore.
   b. Amount unspent : Nil.
   c.Manner in which the amount was spent during the financial year is detailed below:

   The Company has contributed the entire amount of ₹ 7.26 crore to Great Eastern CSR Foundation, a company incorporated under Section 8 of the Companies Act, 2013.

   The details of amount spent by Great Eastern CSR Foundation are enclosed as Annexure to this report.

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

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

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

Mumbai, May 06, 2019

ANNEXURE TO ANNUAL REPORT ON CSR ACTIVITIES FOR FY 2018-19

SR. NO	CSR PROJECT OR ACTIVITY IDENTIFIED	SECTOR IN WHICH THE PROJECT IS COVERED	PROJECTS OR PROGRAMS (1) LOCAL AREA OR OTHER (2) SPECIFY THE STATE AND DISTRICT WHERE PROJECTS OR PROGRAMS WERE UNDERTAKEN	AMOUNT OUTLAY (BUDGET) PROJECT OR PROGRAM WISE	AMOUNT SPENT ON THE PROJECTS OR PROGRAMS SUB-HEADS (1) DIRECT EXPENDITURE ON PROJECTS OR PROGRAM (2) OVERHEADS	CUMULATIVE EXPENDITURE UPTO THE REPORTING PERIOD	AMOUNT SPENT DIRECT OR THROUGH IMPLEMENTING AGENCY
1	Donation to the Ashoka University project of the International Foundation for Research and Education, New Delhi for providing scholarships primarily to students of low economic status.	Promoting Education	Ashoka University campus is situated at Rajiv Gandhi Education City, Kundlu NCR	₹ 4.00 cr (to be contributed over a period of 6 financial years)	Total funds utilized by organization : ₹ 1.00 cr Direct Expenditure : ₹ 1.00 cr Overheads: NIL	₹ 3.00 cr	Amount was contributed by Great Eastern CSR Foundation to International Foundation for Research and Education (Ashoka University)
2	Donation to Masoom, a Mumbai based NGO that works with night school students to work on the academics and provides better career opportunities for them. The donation is towards improving education in four night schools in Mumbai.	Promoting Education	The night schools are located at the following locations: Andheri, Malad, Worli, Mulund (Mumbai)	₹ 0.99 cr (to be contributed over 4 financial years)	Total funds utilized by organization : ₹ 0.24 cr Direct Expenditure : ₹ 0.20 cr Overheads :₹ 0.04 cr	₹ 0.99 cr	Amount was contributed by Great Eastern CSR Foundation to Masoom
3	Donation to 3.2.1. Education Foundation, an NGO that provides quality teacher training to teachers from affordable private schools. Initially GES partially supported their work at the Mahatma Jyotiba Phule Mumbai Public School. The management of the school was handed over to the NGO Akanksha and 3.2.1 Foundation focused entirely on teacher training. Currently, GES funds are being used entirely to fund their teacher training program.	Promoting Education	3.2.1 Training programs are held in schools across Mumbai, Bangalore and Hyderabad	₹ 1.37 cr (to be contributed over 4 financial years)	Total funds utilized by organization : ₹ 0.25 cr Direct Expenditure : ₹ 0.25 cr Overheads: NIL	₹ 1.37 cr	Amount was contributed by Great Eastern CSR Foundation to 3.2.1 Education Foundation

SR. NO	CSR PROJECT OR ACTIVITY IDENTIFIED	SECTOR IN WHICH THE PROJECT IS COVERED	PROJECTS OR PROGRAMS (1) LOCAL AREA OR OTHER (2) SPECIFY THE STATE AND DISTRICT WHERE PROJECTS OR PROGRAMS WERE UNDERTAKEN	AMOUNT OUTLAY (BUDGET) PROJECT OR PROGRAM WISE	AMOUNT SPENT ON THE PROJECTS OR PROGRAMS SUB-HEADS (1) DIRECT EXPENDITURE ON PROJECTS OR PROGRAM (2) OVERHEADS	CUMULATIVE EXPENDITURE UPTO THE REPORTING PERIOD	AMOUNT SPENT DIRECT OR THROUGH IMPLEMENTING AGENCY
4	Donation to Xavier's Resource Centre for the Visually Challenged (XRCVC) - XRCVC is part of St. Xavier's College and provides services and assistance for visually handicapped children across India. GECSRF has partnered with XRCVC to work towards providing Education Support to students with blindness and low vision as well as to spread awareness on inclusive education across mainstream schools in Mumbai.	Promoting Education	Xavier's College, Mahapalika Marg, Mumbai	₹ 1.54 cr (to be contributed over 5 financial years)	Total funds utilized by organization : ₹ 0.08 cr Direct Expenditure : ₹ 0.08 cr Overheads : NIL	₹ 1.32 cr	Amount was contributed by Great Eastern CSR Foundation to Xavier's Resource Centre for the Visually Challenged
5	Donation to Antarang Foundation. Antarang Foundation works with economically disadvantaged youth to help them transition from education to employment. Antarang guides them towards the right career choice, trains them in career readiness skills and places them in mainstream careers based on their interests and abilities. Antarang works with the 14 – 25 year age continuum through 2 structured programs: • Career Aware - 14-17 year old children are given 15 hours of training over 5 sessions on various subjects to help them chart their career. • CareeReady – 17-25 year olds undergo 3 months of training (5 modules) on various topics such as self awareness, work ethics, spoken English. They are then connected with mentors and potential employers. GES funding is going towards supporting the CareeReady and Career Aware groups.	Promoting livelihood development and skill training	South and Central Mumbai	₹ 1.31 cr (to be contributed over 4 financial years)	Total funds utilized by organization : ₹ 0.31 Cr Direct Expenditure : ₹ 0.23 Cr Overheads : ₹ 0.08 Cr	₹ 1.31 cr	Amount was contributed by Great Eastern CSR Foundation to Antarang Foundation

SR. NO	CSR PROJECT OR ACTIVITY IDENTIFIED	SECTOR IN WHICH THE PROJECT IS COVERED	PROJECTS OR PROGRAMS (1) LOCAL AREA OR OTHER (2) SPECIFY THE STATE AND DISTRICT WHERE PROJECTS OR PROGRAMS WERE UNDERTAKEN	AMOUNT OUTLAY (BUDGET) PROJECT OR PROGRAM WISE	AMOUNT SPENT ON THE PROJECTS OR PROGRAMS SUB-HEADS (1) DIRECT EXPENDITURE ON PROJECTS OR PROGRAM (2) OVERHEADS	CUMULATIVE EXPENDITURE UPTO THE REPORTING PERIOD	AMOUNT SPENT DIRECT OR THROUGH IMPLEMENTING AGENCY
6	Donation to SNEHA. SNEHA is an NGO that works in the slums of Mumbai to provide healthcare services to women and children. SNEHA runs a number of 'Healthcare Centres' through which they provide multiple services for women and children such as nutrition for children and pregnant mothers, connections with healthcare providers, basic health and malnutrition checks and health & hygiene communication. GES funds are supporting one healthcare centre in the Govandi slums.	Promoting healthcare	The Sneha Centre is located in Govandi slum (Mumbai)	₹ 2.15 cr (to be contributed over 3 financial years)	Total funds utilized by organization : ₹ 0.67 Cr Direct Expenditure : ₹ 0.67 Cr Overheads : NIL	₹ 2.15 cr	Amount was contributed by Great Eastern CSR Foundation to SNEHA
7	Donation to Mann Deshi Foundation (MDF). Mann Deshi Foundation works to create women entrepreneurs through skill -based training programs. Its aim is to create rural women entrepreneurs, build sustainable opportunities for livelihood for these women, and mainstream them to become an important part of the country's economic growth. The Mann Deshi umbrella of organizations currently serves 5 districts in the province of Maharashtra and 2 districts in the province of Karnataka. MDF operates: • The Mann Deshi bank • Mann Deshi Business Schools • Mobile Business Schools GES funds have helped MDF build and develop a business school in which rural women will receive business management training.	Promoting livelihood development and skill training	Mhaswad in the Satara District of Maharashtra	₹ 2.95 cr (to be contributed over 4 financial years)	Total funds utilized by organization : ₹ 0.85 Cr Direct Expenditure : ₹ 0.85 Cr Overheads : NIL	₹ 2.41 cr	Amount was contributed by Great Eastern CSR Foundation to Mann Deshi Foundation

SR. NO	CSR PROJECT OR ACTIVITY IDENTIFIED	SECTOR IN WHICH THE PROJECT IS COVERED	PROJECTS OR PROGRAMS (1) LOCAL AREA OR OTHER (2) SPECIFY THE STATE AND DISTRICT WHERE PROJECTS OR PROGRAMS WERE UNDERTAKEN	AMOUNT OUTLAY (BUDGET) PROJECT OR PROGRAM WISE	AMOUNT SPENT ON THE PROJECTS OR PROGRAMS SUB-HEADS (1) DIRECT EXPENDITURE ON PROJECTS OR PROGRAM (2) OVERHEADS	CUMULATIVE EXPENDITURE UPTO THE REPORTING PERIOD	AMOUNT SPENT DIRECT OR THROUGH IMPLEMENTING AGENCY
8	Donation to Inga Health Foundation (IHF). IHF provides free surgery for children who are affected by facial deformities (such as cleft lip pallet) from families that cannot afford corrective surgery. GES funds went towards providing free surgeries and necessary treatment for children and young adults born with deformities of skull and face.	Promoting healthcare	Surgeries were performed in Mumbai, Bangalore and Srinagar	₹ 0.30 cr (to be contributed over 2 financial years)	Total funds utilized by organization : ₹ 0.10 Cr Direct Expenditure : ₹ 0.10 Cr Overheads : NIL	₹ 0.30 cr	Amount was contributed by Great Eastern CSR Foundation to Inga Health Foundation
9	Donation to Olympic Gold Quest (OGQ). OGQ is a program of the Foundation for Promotion of Sports and Games, a not for profit company. OGQ raises donation from fans, individuals and organizations to support training of senior and junior Indian athletes who have a potential of winning an Olympic medal. GES funds are sponsoring the full-fledged support and training of athletes who have the potential to win an Olympic medal.	Promoting livelihood development and skill training	Athletes are from all over India	₹ 0.70 cr (to be contributed over 4 financial years)	Total funds utilized by organization : ₹ 0.20 Cr Direct Expenditure : ₹ 0.20 Cr Overheads : NIL	₹ 0.20 cr	Amount was contributed by Great Eastern CSR Foundation to Olympic Gold Quest
10	Donation to EdelGive Foundation (EG). EG is the philanthropic arm of the Edelweiss Group. EG offers financial and capacity building support to NGOs. EG also acts as a catalyst between NGOs and potential funders. The EdelGive Coalition for transforming Education (ECE) is EG's Public-Private Partnership that aims to transform education in rural Maharashtra. This is a five year project in total and is expected to impact 44,000+ children, 600+ schools, 2000+ teachers and 100+ school managers. GES funds are going towards supporting the ECE.	Promoting Education	Rural Maharashtra	₹ 2.00 cr (to be contributed over 2 financial years)	Total funds utilized by organization : ₹ 2.00 Cr Direct Expenditure : ₹ 2.00 Cr Overheads : NIL	₹ 2.00 cr	Amount was contributed by Great Eastern CSR Foundation to EdelGive Foundation

SR. NO	CSR PROJECT OR ACTIVITY IDENTIFIED	SECTOR IN WHICH THE PROJECT IS COVERED	PROJECTS OR PROGRAMS (1) LOCAL AREA OR OTHER (2) SPECIFY THE STATE AND DISTRICT WHERE PROJECTS OR PROGRAMS WERE UNDERTAKEN	AMOUNT OUTLAY (BUDGET) PROJECT OR PROGRAM WISE	AMOUNT SPENT ON THE PROJECTS OR PROGRAMS SUB-HEADS (1) DIRECT EXPENDITURE ON PROJECTS OR PROGRAM (2) OVERHEADS	CUMULATIVE EXPENDITURE UPTO THE REPORTING PERIOD	AMOUNT SPENT DIRECT OR THROUGH IMPLEMENTING AGENCY
11	Donation to ARTH. ARTH works in tribal districts across southern Rajasthan, to improve the health status of communities. ARTH focuses on women's reproductive health, neonatal and child health, and nutrition through service provision and research. GES funds are going towards supporting the training of home care workers, long term homecare and providing services for the elderly and those with common mental health conditions.	Promoting healthcare	Rural Udaipur	₹ 0.99 cr (to be contributed over 1 financial year)	Total funds utilized by organization : ₹ 0.40 Cr Direct Expenditure : ₹ 0.35 Cr Overheads:₹ 0.05 Cr	₹ 0.99 cr	Amount was contributed by Great Eastern CSR Foundation to Action Research and Training for Health (ARTH)
12	Donation to Basic Healthcare Services Trust (BHS). BHS focuses on delivering high-quality, low-cost primary healthcare services for vulnerable communities of Southern Rajasthan through their AMRIT clinics, daycare centres and a government Primary Health Centre, run as pubic private partnership that serves a largely tribal population.	Promoting healthcare	Rural Udaipur	₹ 0.72 cr (to be contributed over 1 financial year)	Total funds utilized by organization : ₹ 0.39 Cr Direct Expenditure : ₹ 0.38 Cr Overheads :₹ 0.01Cr	₹ 0.72 cr	Amount was contributed by Great Eastern CSR Foundation to Basic Healthcare Services Trust (BHS)

SR. NO	CSR PROJECT OR ACTIVITY IDENTIFIED	SECTOR IN WHICH THE PROJECT IS COVERED	PROJECTS OR PROGRAMS (1) LOCAL AREA OR OTHER (2) SPECIFY THE STATE AND DISTRICT WHERE PROJECTS OR PROGRAMS WERE UNDERTAKEN	AMOUNT OUTLAY (BUDGET) PROJECT OR PROGRAM WISE	AMOUNT SPENT ON THE PROJECTS OR PROGRAMS SUB-HEADS (1) DIRECT EXPENDITURE ON PROJECTS OR PROGRAM (2) OVERHEADS	CUMULATIVE EXPENDITURE UPTO THE REPORTING PERIOD	AMOUNT SPENT DIRECT OR THROUGH IMPLEMENTING AGENCY
13	Donation to Pandit Dindayal Upadhyay Institute of Medical Science,Research & Human Resources which provides free medical support such as General Health Mobile Medical Camps, Janani Sehat Abhiyan (Breast Cancer Screening Camps) & Eye Check up Camps for low income communities in the Nagpur area.	Promoting healthcare	Nagpur	₹ 0.50 cr (to be contributed over 1 financial year)	Total funds utilized by organization : ₹ 0.50 Cr Direct Expenditure : ₹ 0.50 Cr Overheads : NIL	₹ 0.50 cr	Amount was contributed by Great Eastern CSR Foundation to Pandit Dindayal Upadhyay Institute of Medical Science, Research & Human Resources
14	Donation to Pratham Mumbai Education Initiative , an NGO that works to provide quality education to the underprivileged children of India. The donation is towards financial assistance to 2 Pratham learning Centres– One in Kamgar Nagar, Kurla and the other in Vashinaka, Chembur. The donation is also being used to support a privately run unaided school in Vashinaka.	Promoting Education	One learning cente is located at Kamgar Nagar in Kurla while the other learning centre and the school are located in Vashinaka in Chembur (Mumbai)	₹ 1.52 cr (to be contributed over 3 financial years)	Total funds utilized by organization: *	₹ 1.52 cr	Amount was contributed by Great Eastern CSR Foundation to Pratham Mumbai Education Initiative

* The partnership with Pratham was completed by end June 2018. All disbursements were completed.

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

ANNEXURE ‘C’ TO BOARD’S REPORT

POLICY FOR APPOINTMENT OF DIRECTORS AND BOARD DIVERSITY

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

PURPOSE

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

QUALIFICATIONS

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

- Discharge their responsibilities and duties under the law effectively and efficiently;
- Understand the business of the Company and the environment in which the Company operates so as to be able to agree with management, the objectives, goals and strategic direction which will maximise shareholder value; and
- Assess the performance of management in meeting those objectives and goals.

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

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

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

ATTRIBUTES

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

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

INDEPENDENCE

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

DIVERSITY

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

Ethnicity, age and gender diversity, without compromising on meritocracy, are areas of strategic focus for the composition of the Board. Achieving a balance of experience and skills amongst its Directors is also essential for leading the Company towards sustainable development. The Committee shall give due regard for maintaining Board diversity while identifying and nominating candidates for appointment to the Board.

APPOINTMENT PROCESS

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

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

a) The appointee against criteria described as aforesaid.

b) The skills and experience that the appointee brings with him/ her and how they will add value to the Board as a whole.

c) The extent to which the appointee is likely to contribute to the overall effectiveness of the Board.

d) The appointee's ability to exercise independent judgement.

e) The time commitment required from the appointee to actively discharge his duties to the Company.

f) Statutory provisions regarding Board composition.

g) Cultural fit with the existing Board members and empathy to the Company's culture.

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

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

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

ANNEXURE ‘D’ TO BOARD’S REPORT

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

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

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

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

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

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

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

I. EXECUTIVE DIRECTORS

KEY PRINCIPLES

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

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

a) The remuneration structure of executive directors is designed to reflect the nature of shipping business in which the Company operates. The shipping industry has long term business cycles, is capital intensive, highly regulated and has significant safety and environmental risks requiring specific entrepreneurial skills and experience, which the Company must attract and retain.

b) A substantial portion of executive directors’ remuneration is linked to success in implementing the Company’s strategy and varies with performance of the Company.

c) There is quantitative and qualitative assessment of each executive director’s performance.

d) Total overall remuneration takes account of both the external market and Company’s conditions to achieve a balanced and fair outcome.

e) Ensuring that executive directors are remunerated in a way that reflects the Company’s long-term strategy. Consistent with this, a high proportion of executive directors’ total remuneration has been, and will always be, strongly linked to the Company’s performance.

FLEXIBILITY, JUDGEMENT AND DISCRETION

This Policy recognises that the Board and Committee shall undertake quantitative and qualitative assessments of performance in reaching its decisions. This involves the use of judgement and discretion within a framework that is approved by shareholders. The Board and Committee also need to be sufficiently flexible to take account of future changes in the industry environment and in directors' remuneration practices generally.

The ability to exercise discretion, upwards or downwards, is important to ensure that a particular outcome is fair in light of the director's own performance and the Company's overall performance.

KEY CONSIDERATIONS

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

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

Elements of remuneration
Executive directors' remuneration shall be divided into following elements :

CONSOLIDATED SALARY

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

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

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

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

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

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

BENEFITS

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

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

The Company shall provide following benefits to Managing Director(s):
i) Transportation/conveyance facilities.
ii) Telecommunication facilities at residence.
iii) Leave encashment as per the rules of the Company.
iv) Reimbursement of medical expenses incurred for himself and his family.
v) Insurance cover as per the rules of the Company.
vi) Housing Loan as per the rules of the Company.
vii) Fees of Clubs, subject to a maximum of two clubs, excluding membership of business clubs
viii) Leave travel allowance as per the rules of the Company.

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

i) Transportation/conveyance facilities
ii) Telecommunication facilities at residence
iii) Leave encashment
iv) Reimbursement of medical expenses incurred for himself and his family
v) Insurance cover
vi) Housing Loan
vii) Membership fees of Clubs
viii) Gratuity
ix) [5]Leave travel allowance
x) [7]Post-retirement medical benefits
xi) Other benefits as may be applicable to their respective grades

REIMBURSEMENT

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

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

VARIABLE PAY[6]

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

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

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

PENSION

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

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

REVIEW

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

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

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

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

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

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

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

II. NON-EXECUTIVE DIRECTORS

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

ELEMENTS

SITTING FEES

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

COMMISSION

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

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

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

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

REIMBURSEMENTS

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

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

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

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

III. KEY MANAGERIAL PERSONNEL AND OTHER SENIOR MANAGEMENT EMPLOYEES

OBJECTIVES

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

1. To attract and retain best in class talent.
2. Remain competitive to ensure business sustainability.
3. To align employees to organizational performance.

GUIDING PRINCIPLES

The policy rests on the following tenets :

1. Internal equity
2. External competitiveness

STRUCTURE OF OVERALL COMPENSATION

1. Fixed Pay or CTC
2. Performance Incentive Pay (Variable Pay) linked to organizational and individual performance.
3. Other Benefits

Elements 1, 2 relate to monetary components. Some of the aspects of element 3 are based on grade entitlement.

APPLICABILITY

Senior Manager and above grades.

SALARY LINKED ELEMENTS

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

Notes :

LTA / MEDICAL

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

PROVIDENT FUND

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

2. increased from 25% to 40% w.e.f. July 01, 2015.
3. revised from 0-50% to 30-50% w.e.f. July 01, 2015.

SUPERANNUATION

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

SPECIAL ALLOWANCE

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

BENEFITS OUTSIDE SALARY

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

PERFORMANCE INCENTIVE PAY (PIP) (VARIABLE PAY)

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

IV. OTHER EMPLOYEES

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

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

ANNEXURE 'E' TO THE BOARD'S REPORT

STATEMENT OF DISCLOSURE OF REMUNERATION

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

1. Ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2018-19 and percentage increase in the remuneration of each Director and Key Managerial Personnel (KMP) during the financial year 2018-19 are as follows :

SR. NO.	NAME OF DIRECTOR / KMP	DESIGNATION	RATIO OF REMUNERATION OF EACH DIRECTOR TO MEDIAN REMUNERATION OF EMPLOYEES	PERCENTAGE INCREASE IN REMUNERATION
1	Mr. K. M. Sheth	Chairman	0.79:1	(64.03)
2	Mr. Bharat K. Sheth	Deputy Chairman & Managing Director	133.37:1	3.35
3	Mr. Tapas Icot	Executive Director & President (Shipping)	34.66:1	(7.86)
4	Mr. G. Shivakumar	Executive Director & CFO	34.23:1	(6.39)
5	Mr. Ravi K. Sheth*	Director	-	-
6	Mr. Berjis Desai	Independent Director	2.38:1	(8.54)
7	Mr. Cyrus Guzder	Independent Director	2.69:1	(31.03)
8	Mr. Farrokh Kavarana	Independent Director	0.32:1	(89.13)
9	Ms. Rita Bhagwati	Independent Director	1.74:1	(36.78)
10	Dr. Shankar Acharya	Independent Director	0.95:1	(59.73)
11	Mr. Vineet Nayyar	Independent Director	0.79:1	(66.44)
12	Mr. Jayesh M. Trivedi	Company Secretary	21.03:1	(2.68)

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

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

2. The percentage increase in the median remuneration of employees in the financial year 2018-19 was 6.33%.

3. The Company had 1,300 permanent employees on the rolls of the Company as on March 31, 2019.

4. The average increase in remuneration of employees was 4.65% during the financial year 2018-19. The average decrease in the remuneration of KMPs was 0.69% during the financial year 2018-19. Considering the industry performance as well as performance of the Company, change in the remuneration of KMPs is considered appropriate.

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

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

Annexure to Statement of Disclosure of Remuneration

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

SR. NO.	NAME	DESIGNATION	REMUNERATION RECEIVED (₹) GROSS	QUALIFICATIONS	EXPERIENCE (YEARS)	DATE OF COMMENCEMENT OF EMPLOYMENT	AGE (YEARS)	LAST EMPLOYMENT HELD
DIRECTORS :								
1	# Bharat K. Sheth	Deputy Chairman & Managing Director	84,215,513	B.Sc. (Scotland)	38	01-Oct-1981	61	-
2	Tapas Icot	Executive Director & President (Shipping)	21,886,598	B. Com (Hons.), AIII, DMS, FICA, MFM	41	20-Feb-1991	63	Essar Shipping Ltd.
3	G. Shivakumar	Executive Director & Chief Financial Officer	21,612,383	B.Com.,PGDM	29	16-Sep-2008	51	Greatship (India) Ltd.
SHORE STAFF :								
4	Anjan K. Sahu	Assistant Vice President,Technical	10,398,823	B.E.,1st Class MOT	38	29-Dec-1995	57	American Bureau of Shipping
5	Avinash L. Sukthankar	Assistant Vice President - Accounts & MIS	10,968,360	B.Com.,ACA	31	15-Sep-1997	55	The Indian Hotels Co. Ltd.
6	Bipin B Sinha	Advisor, Shipping	10,569,117	Master FG, Dip. in Shipping Management	40	22-Sep-2017	61	The Shipping Corporation of India Ltd.
7	Cherian K Cherian	Assistant Vice President, Materials Procurement	10,514,661	B.E.,DMS	40	04-Sep-2000	62	Crompton Greaves Ltd.
8	David D. Birwadkar	Vice-President,Training & Assessment	12,881,173	1st Class MOT	36	28-Dec-2006	58	Anglo Eastern Ship Management Pvt Ltd
9	Jayesh M. Trivedi	President - Secl. & Legal and Company Secretary	13,277,870	B.Com.,BGL,FCS	40	19-Jul-2000	59	DCW Home Products Ltd.
10	Mudit Mehrotra	Assistant Vice President, Technical	11,793,794	1st Class MOT	30	04-Apr-1989	53	-
11	Pradeep Correa	Head - Fleet Personnel	10,378,996	Master FG	39	26-Apr-2001	58	Varun Shipping Company Ltd.
12	Prakash Correa	Vice President - Operations	14,981,126	Master FG	41	23-Jun-2004	60	Varun Shipping Company Ltd.
13	Pramod K. Dhyani	Asst. Vice President, Coastal Operations	12,359,623	Master FG	39	16-Apr-1979	61	-
14	Reginald C. Sequeira	Head - Bulk Carrier Business Unit	13,833,897	B.Sc.,MBA,LLB	43	18-Dec-2006	63	Noble Chartering Ltd, Hong Kong
15	Salil R Manalmaril	Head - Human Resources	10,379,736	B.Tech.,PGD (PM & IR)	27	06-May-2005	52	BPL Mobile
16	Somesh K. Kapila	Head - Tanker Business Unit	12,973,806	B.Sc.,PGDBM	31	04-May-1995	54	The Shipping Corportion of India Ltd.

SR. NO.	NAME	DESIGNATION	REMUNERATION RECEIVED (₹) GROSS	QUALIFICATIONS	EXPERIENCE (YEARS)	DATE OF COMMENCEMENT OF EMPLOYMENT	AGE (YEARS)	LAST EMPLOYMENT HELD
17	Udaybir S Bakshi	General Manager, Sale & Purchase	10,378,367	B.E.,MBA	19	14-Feb-2000	44	Bank of Madura Ltd.
FLOATING STAFF :								
18	Sinha A	Master	12004211	Master (F.G)	22	2-May-96	42	-
19	Pradhan R S	Chief Engineer	11202926	Class I (Motor)	14	9-Jun-04	39	-
20	Kumar K	Chief Engineer	12573168	Class I (Motor)	20	27-Apr-05	46	The Shipping Corporation of India Ltd.
21	Dasgupta T	Chief Engineer	11939157	Class I (Motor)	22	10-Jan-06	55	OMI Corp
22	Mukherjee K	Chief Engineer	12257425	Class I (Motor)	20	14-Jan-06	45	The Shipping Corporation of India Ltd.
23	Singh L	Additional Master	10794099	Master (F.G)	11	18-Jan-08	30	-
24	Jacob S	Master	10659378	Master (F.G)	16	17-Sep-12	38	Northern Marine Management Pvt. Ltd.
25	Rao B R	Chief Engineer	11357412	Class I (Motor)	23	27-May-15	52	V Ships
26	Khan A	Master	10404152	Master (F.G)	25	14-Jun-16	48	-
27	Keremane M B	Chief Engineer	12754729	Class I (Motor)	15	12-Apr-17	40	The Shipping Corporation of India Ltd
28	Bakhedi J B	Master	11230801	Master (F.G)	8	22-Jun-17	47	Asp Ship Management Pvt. Ltd.
29	*Tiwari A K	Chief Engineer	3268305	Class I (Motor)	15	17-Dec-17	61	Essar Shipping Limited
30	Fernandes J	Master	13209518	Master (F.G)	29	2-Jan-18	51	Islamic Republic of Iran
31	*Kumar M	Master	9584446	Master (F.G)	24	28-May-18	47	Marlow Navigation
32	*Singh T P	Master	9570500	Master (F.G)	12	1-Sep-18	41	Andromeda Shipping Pvt. Ltd.
33	*Raikar R S	Master	7723813	Master (F.G)	15	20-Aug-18	38	Executive Ship Management Pvt. Ltd.
34	*Ambetkar Y S	Master	9872016	Master (F.G)	12	7-Sep-18	44	Electran Shipping
35	*Ranjan P	Master	6958066	Master (F.G)	15	5-Sep-18	50	Fleet Management Ltd.
36	*Shukla A O	Chief Engineer	6624184	Class I (Motor)	13	8-Sep-18	51	Tolani Shipping Co.Ltd.

SR. NO.	NAME	DESIGNATION	REMUNERATION RECEIVED (₹) GROSS	QUALIFICATIONS	EXPERIENCE (YEARS)	DATE OF COMMENCEMENT OF EMPLOYMENT	AGE (YEARS)	LAST EMPLOYMENT HELD
37	*Waje A S	Master	8744330	Master (F.G)	22	22-Sep-18	45	
38	*Veetil S C	Chief Engineer	6134249	Class I (Motor)	15	25-Sep-18	40	V Ships
39	*Chatterjee D	Chief Engineer	6153571	Class I (Motor)	14	26-Sep-18	52	Wallems Ship Management Ltd
40	*Noronha N J	Master	7146371	Master (F.G)	14	28-Sep-18	46	Bp Shipping
41	*Lopez J G	Master	8645173	Master (F.G)	13	25-Sep-18	50	Bernhard Schulte Shipmgmnt (I) Pvt. Ltd.
42	*Pillai J N	Master	5735894	Master (F.G)	30	3-Oct-18	48	Anglo Eastern Ship Management Ltd.
43	*De S K	Chief Engineer	5188173	Class I (Motor)	16	7-Oct-18	42	Admiral Marine
44	*Sithamparanathan M	Chief Engineer	6107719	Class I (Motor)	35	29-Oct-18	59	Bp Shipping
45	*Thakur P K	Chief Engineer	7314170	Class I (Motor)	29	25-Oct-18	58	-
46	*Singh A K	Master	4297319	Master (F.G)	17	12-Nov-18	35	The Shipping Corporation of India Ltd.
47	*Dokania S K	Chief Engineer	4481306	Class I (Motor)	20	19-Nov-18	47	Nyk Ship Management Pvt. Ltd.
48	*Nair V M	Chief Engineer	5011222	Class I (Motor)	10	27-Nov-18	46	Executive Ship Management Pvt. Ltd.
59	*Vishwakarma S K	Master	3977143	Master (F.G)	32	3-Dec-18	56	Navig8 Shipmanagement Pte Ltd
50	*Kumar S	Master	3408508	Master (F.G)	19	11-Dec-18	42	Synergy Oceanic Services India Pvt Ltd
52	*Prasad A	Chief Engineer	2747991	Class I (Motor)	14	3-Jan-19	50	Anglo Eastern Ship Management Ltd.
53	*Gupta S	Chief Engineer	1142061	Class I (Motor)	22	22-Feb-19	46	Mercator Lines Ltd.

* Employed for the part of the year.

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

Notes:

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

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

In the case of Shore-Staff, other terms and conditions are as per Company's service rules whereas for Floating Staff they are as per agreements with Maritime Union of India/National Union of Seafarers of India.

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

Mr.Bharat K. Sheth is son of Mr. K.M. Sheth, Chairman of the Company.

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

ANNEXURE 'F' TO THE BOARD'S REPORT

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

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

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

Details of contracts/arrangements or transactions not at arm's length basis : The details of the contracts/ arrangements or transactions entered into during the year ended March 31, 2019, which were not at arm's length basis are as follows :

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

Justification : N.A.

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

The details of contracts/arrangements or transactions at arm's length basis and in the ordinary course of business of the Company for the year ended March 31, 2019 are as follows :

NAME OF RELATED PARTY	NATURE OF RELATIONSHIP	NATURE OF CONTRACT / ARRANGEMENT / TRANSACTION	DURATION OF CONTRACT / ARRANGEMENT / TRANSACTION	SALIENT TERMS OF CONTRACT / ARRANGEMENT / TRANSACTION	AMOUNT (₹ IN CRORES)
The Greatship (Singapore) Pte. Ltd.	Wholly owned Subsidiary	Agency Fees	Several transactions during the year	Payment of fees for shipping agency services availed by the Company	1.58
The Greatship (Singapore) Pte. Ltd.	Wholly owned Subsidiary	Agency Disbursement	Several transactions during the year	Reimbursement of expenses incurred while rendering shipping agency services to the Company	7.28
The Greatship (Singapore) Pte. Ltd.	Wholly owned Subsidiary	Payables	-	Outstanding amount towards agency fees and disbursements	0.65
The Great Eastern Chartering LLC (FZC)	Wholly owned Subsidiary	Payables	-	Outstanding amount towards in-chartering of vessels by the Company	0.40
Greatship (India) Ltd.	Wholly owned Subsidiary	Sale of Training Slots	Several transactions during the year	Sale of training slots as per DG Shipping Rules	1.48
Greatship (India) Ltd.	Wholly owned Subsidiary	Dividend Income	-	Dividend received by the Company as per the terms of preference shares held by the Company	25.77
Greatship (India) Ltd.	Wholly owned Subsidiary	Receivables	-	Receivables towards reimbursement of expenses incurred by the Company	0.89
Great Eastern CSR Foundation	Wholly owned Subsidiary	Donation Given	-	Donation given pursuant to Section 135 of the Companies Act, 2013	7.26
Mr. Rahul R. Sheth	Son of Mr. Ravi K. Sheth (Director of the Company)	Holding office or place of profit	With effect from October 1, 2014	Salary upto ₹ 25 lakh and other benefits applicable to his grade from time to time	0.23

For and on behalf of the Board of Directors
K.M. Sheth
Chairman
(DIN : 00022079)

Mumbai, May 06, 2019

Annexure 'G' to the Board's Report

EXTRACT OF ANNUAL RETURN - FORM NO. MGT - 9

Extract of Annual Return as on the Financial Year ended on March 31, 2019

[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	L35110MH1948PLC006472
ii	Registration Date	03/08/1948
iii	Name of the Company	The Great Eastern Shipping Company Limited
iv	Category/Sub-Category of the Company	Public company /Limited by shares
v	Address of the Registered office and contact details	Ocean House, 134/A, Dr. Annie Besant Road, Worli, Mumbai 400 018 Tel : 022-66613000 / 24922100 Fax : 022-24925900 E-mail : shares@greatship.com
vi	Whether listed Company	Yes
vii	Name Address and Contact details of Registrar and Transfer Agent, if any	Karvy Fintech Pvt. Ltd. Unit: The Great Eastern Shipping Co. Ltd. Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda Hyderabad – 500 032 Tel: +91 40 6716 2222 Fax: +91 40 2342 0814 Email: greatship.ris@karvy.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the Business activities contributing 10% or more of the total turnover of the company shall be stated :-

SR. NO.	NAME AND DESCRIPTION OF MAIN PRODUCTS/SERVICES	NIC CODE OF THE PRODUCT/SERVICE	% TO TOTAL TURNOVER OF THE COMPANY
1	Shipping	50120	89.75*

**10.25% of total turnover of the Company comprises of other operating revenue and other income.*

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

SR. NO.	NAME OF THE COMPANY	ADDRESS	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
1	The Greatship (Singapore) Pte. Ltd.	15, Hoe Chiang Road, #06-03, Tower Fifteen, Singapore 089316	NA	Subsidiary	100%	2(87)(ii)
2	The Great Eastern Chartering LLC (FZC)	Executive Suite ZI-42, P.O. Box 9271, Sharjah, UAE	NA	Subsidiary	100%	2(87)(ii)
3	The Great Eastern Chartering (Singapore) Pte. Ltd.	15, Hoe Chiang Road, #06-03, Tower Fifteen, Singapore 089316	NA	Subsidiary	100%	2(87)(ii)
4	Great Eastern CSR Foundation	Plot - 134A, Ocean House, Dr. Annie Besant Road, New Worli Police Station, Shivaji Nagar, Worli, Mumbai 400018	U85300MH2015 NPL262266	Subsidiary	100%	2(87)(ii)
5	Greatship (India) Ltd.	Indiabulls Finance Centre, Tower 3, 23rd Floor, Senapati Bapat Marg, Elphinstone Road (West), Mumbai 400013	U63090MH2002 PLC136326	Subsidiary	100%	2(87)(ii)
6	Greatship Global Offshore Services Pte. Ltd.*	15, Hoe Chiang Road, #06-03, Tower Fifteen, Singapore 089316	NA	Subsidiary	100%	2(87)(ii)
7	Greatship Global Energy Services Pte. Ltd.*	15, Hoe Chiang Road, #06-03, Tower Fifteen, Singapore 089316	NA	Subsidiary	100%	2(87)(ii)
8	Greatship (UK) Ltd.*	10 Queen Street Place, London-EC4R 1AG, United Kingdom	NA	Subsidiary	100%	2(87)(ii)
9	Greatship Oilfield Services Ltd.*	Indiabulls Finance Centre, Tower 3, 23rd Floor, Senapati Bapat Marg, Elphinstone Road (West), Mumbai 400013	U74900MH2015 PLC266483	Subsidiary	100%	2(87)(ii)

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

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

i. Category-wise Share Holding

CATEGORY OF SHAREHOLDERS		NO. OF SHARES HELD AT THE BEGINNING OF THE YEAR				NO. OF SHARES HELD AT THE END OF THE YEAR				% CHANGE DURING THE YEAR
		DEMAT	PHYSICAL	TOTAL	% OF TOTAL SHARES	DEMAT	PHYSICAL	TOTAL	% OF TOTAL SHARES	
A	**PROMOTERS**									
1	**INDIAN**									
a	Individual /HUF	38468757	0	38468757	25.51	38469077	0	38469077	25.51	0
b	Central Government	0	0	0	0	0	0	0	0	0
c	State Government(s)	0	0	0	0	0	0	0	0	0
d	Bodies Corporate	6251857	0	6251857	4.15	6251857	0	6251857	4.15	0
e	Financial Institutions / Banks	0	0	0	0	0	0	0	0	0
f	Others	0	0	0	0	0	0	0	0	0
Sub-Total (A)(1) :		**44720614**	**0**	**44720614**	**29.66**	**44720934**	**0**	**44720934**	**29.66**	**0**
2	**FOREIGN**									
a	Individuals (NRIs)	0	0	0	0	0	0	0	0	0
b	Individuals (Others)	0	0	0	0	0	0	0	0	0
c	Bodies Corporate	0	0	0	0	0	0	0	0	0
d	Banks/FI	0	0	0	0	0	0	0	0	0
e	Others	0	0	0	0	0	0	0	0	0
Sub-Total (A)(2) :		**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**
Total shareholding of promoters A=A(1)+A(2)		**44720614**	**0**	**44720614**	**29.66**	**44720934**	**0**	**44720934**	**29.66**	**0**
B	**PUBLIC SHAREHOLDING**									
1	**INSTITUTIONS**									
a	Mutual Funds	28321506	1932	28323438	18.78	32598783	1932	32600715	21.62	2.84
b	Financial Institutions / Banks	128408	28768	157176	0.10	129573	15360	144933	0.10	0
c	Central Government	0	10238	10238	0	0	10238	10238	0	0
d	State Government(s)	0	0	0	0	0	0	0	0	0
e	Venture Capital Funds	0	0	0	0	0	0	0	0	0
f	Insurance Companies	5088501	409	5088910	3.38	5015681	45	5015726	3.33	(0.05)

CATEGORY OF SHAREHOLDERS		NO. OF SHARES HELD AT THE BEGINNING OF THE YEAR				NO. OF SHARES HELD AT THE END OF THE YEAR				% CHANGE DURING THE YEAR
		DEMAT	PHYSICAL	TOTAL	% OF TOTAL SHARES	DEMAT	PHYSICAL	TOTAL	% OF TOTAL SHARES	
g	Foreign Institutional Investors	32814277	15210	32829487	21.77	28925027	15210	28940237	19.19	(2.58)
h	Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i	Others – Alternate Investment Fund	0	0	0	0	20000	0	20000	0.01	0.01
Sub-Total B (1) :		**66352692**	**56557**	**66409249**	**44.04**	**66689064**	**42785**	**66731849**	**44.26**	**0.22**
2	**NON-INSTITUTIONS**									
a	Bodies Corporate									
	(i) Indian	8245677	59163	8304840	5.51	7758389	38919	7797308	5.17	(0.34)
	(ii) Overseas	0	0	0	0	0	0	0	0	0
b	Individuals									
	(i) Individual shareholders holding nominal share capital upto ₹1 lakh	17574547	2664469	20239016	13.42	18064835	2274042	20338877	13.49	0.07
	(ii) Individual shareholders holding nominal share capital in excess of ₹ 1 lakh	9046654	363527	9410181	6.24	9040191	308831	9349022	6.20	(0.04)
c	Others									
	IEPF	531025	0	531025	0.35	572421	0	572421	0.38	0.03
	Foreign Nationals	2600	0	2600	0	2600	0	2600	0	0
	Non Resident Indians	1138369	16131	1154500	0.77	1247059	16131	1263190	0.84	0.07
	Overseas Corporate Bodies	0	864	864	0	0	864	864	0	0
Sub-Total (B)(2) :		**36538872**	**3104154**	**39643026**	**26.29**	**36685495**	**2638787**	**39324282**	**26.08**	**(0.21)**
Total (B)=(B)(1)+(B)(2)		**102891564**	**3160711**	**106052275**	**70.34**	**103374559**	**2681572**	**106056131**	**70.34**	**0**
C	**SHARES HELD BY CUSTODIANS FOR GDRS AND ADRS**									
	Public	2520	1656	4176	0	0	0	0	0	0
	GRAND TOTAL (A+B+C)	**147614698**	**3162367**	**150777065**	**100**	**148095493**	**2681572**	**150777065**	**100**	**0**

ii. Shareholding of Promoters

SR. NO.	SHAREHOLDERS NAME	SHAREHOLDING AT THE BEGINNING OF THE YEAR			SHAREHOLDING AT THE END OF THE YEAR			% CHANGE IN SHAREHOLDING DURING THE YEAR
		NO OF SHARES	% OF TOTAL SHARES OF THE COMPANY	% OF SHARES PLEDGED/ ENCUMBERED TO TOTAL SHARES	NO OF SHARES	% OF TOTAL SHARES OF THE COMPANY	% OF SHARES PLEDGED/ ENCUMBERED TO TOTAL SHARES	
1	A H Bhiwandiwalla Consultancy Pvt Ltd	3600	0		3600	0		0
2	Amita Ravi Sheth	183808	0.12		183808	0.12		0
3	Arjun Ravi Sheth	50040	0.03		50040	0.03		0
4	Anuradha Manghnani#	-	-		75500	0.05		0.05
5	Asha Vasant Sheth	2122851	1.41		2122851	1.41		0
6	Ashadeep Trading LLP	203444	0.13		203444	0.13		0
7	Bharat K. Sheth	15719490*	10.43		15719490*	10.43		0
8	Gopa Investments Co (Pvt) Ltd	424000	0.28		424000	0.28		0
9	Gopali Mulji	400000	0.27		400000	0.27		0
10	Jyoti Bharat Sheth	137796	0.09		137796	0.09		0
11	Jyotsna Kanaiyalal Sheth	247968	0.16		247968	0.16		0
12	Kabir Mulji	529615	0.35		529615	0.35		0
13	Kapil Nagu#	-	-		76102	0.05		0.05
14	K. M. Sheth	278133	0.18		278133	0.18		0
15	Ketaki Vasant Sheth	989980	0.66		989980	0.66		0
16	Laadki Trading and Investments Ltd	5524981	3.66		5524981	3.66		0
17	Nirja Bharat Sheth	105317	0.07		105317	0.07		0
18	Nisha Viraj Mehta	112037	0.07		112037	0.07		0
19	Pradeep Padgaokar#	151282	0.10		-	-		(0.10)
20	Rahul Ravi Sheth	108521	0.07		108521	0.07		0
21	Rajni Nagu#	-	-		-	-		0
22	Ravi K. Sheth	15262504*	10.12		15262504*	10.12		0
23	Rosaleen Mulji	432000	0.29		432000	0.29		0
24	Sachin Mulji	1055000	0.70		1055000	0.70		0
25	Sangita Mulji	582415	0.39		582415	0.39		0
26	V J Share Enterprises LLP	95832	0.06		95832	0.06		0
	Total	**44720614**	**29.66**		**44720934**	**29.66**		**0**

** Total shareholding includes shares held as trustee*

#The shares held by Mr. Pradeep Padgaokar were transmitted in favour Mrs. Rajni Nagu as administrator of his will. Mrs. Rajni Nagu further distributed the said shares to Mr. Kapil Nagu and Mrs. Anuradha Manghnani, being beneficiaries of Mr.Pradeep Padgaokar's will.

iii. Details of changes in promoters' shareholding

SL. NO.	NAME OF THE SHARE HOLDER	SHAREHOLDING AT THE BEGINNING OF THE YEAR		DATE	INCREASE/ DECREASE IN SHARE HOLDING	REASON	CUMULATIVE SHAREHOLDING DURING THE YEAR AND AT THE END OF THE YEAR	
		NO OF SHARES	% OF TOTAL SHARES OF THE COMPANY				NO OF SHARES	% OF TOTAL SHARES OF THE COMPANY
1	Pradeep Padgaokar	151282	0.10	27.04.2018	(151282)	Transmitted under will	0	0
2	Rajni Nagu	-	-	27.04.2018	151282	Acquired as administrator of will	151282	0.10
				27.08.2018	(75500)	Distributed to beneficiary of will	75782	0.05
				05.09.2018	(75782)	Distributed to beneficiary of will	0	0
3	Anuradha Manghnani	0	0	27.08.2018	75500	Acquired by way of transmission	75500	0.05
4	Kapil Nagu	320	0	05.09.2018	75782	Acquired by way of transmission	76102	0.05

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

SL. NO.	NAME OF THE SHARE HOLDER	SHAREHOLDING AT THE BEGINNING OF THE YEAR		DATE	INCREASE/ DECREASE IN SHARE HOLDING	REASON	CUMULATIVE SHAREHOLDING DURING THE YEAR AND AT THE END OF THE YEAR	
		NO OF SHARES	% OF TOTAL SHARES OF THE COMPANY				NO OF SHARES	% OF TOTAL SHARES OF THE COMPANY
1	Nalanda India Equity Fund Limited	10524139	6.98				10524139	6.98
2	SBI Equity Hybrid Fund (erstwhile SBI Magnum Balanced Fund)	5537077	3.67				5537077	3.67
3	Fidelity Puritan Trust-Fidelity Low-Priced Stock Fund	5100000	3.38					
				21.12.2018	(104,219)	Sell	4995781	3.31
				28.12.2018	(95,781)	Sell	4900000	3.25
				22.02.2019	(52,500)	Sell	4847500	3.22
				01.03.2019	(37,560)	Sell	4809940	3.19
				08.03.2019	(9,940)	Sell	4800000	3.18
4	ICICI Prudential Multi Asset Fund (erstwhile ICICI Prudential Dynamic Plan)	4874552	3.23					
				06.04.2018	16,960	Buy	4891512	3.24
				13.07.2018	25,973	Buy	4917485	3.26
				20.07.2018	419	Buy	4917904	3.26
				27.07.2018	5,477	Buy	4923381	3.27
				10.08.2018	(53,005)	Sell	4870376	3.23
				17.08.2018	(1,386)	Sell	4868990	3.23
				30.11.2018	7,501	Buy	4876491	3.23
				07.12.2018	66,396	Buy	4942887	3.28
				21.12.2018	(253,989)	Sell	4688898	3.11
				29.03.2019	104,810	Buy	4793708	3.18
5	ICICI Prudential Life Insurance Company Ltd	4754786	3.15					
				20.04.2018	(17,709)	Sell	4737077	3.14
				27.04.2018	(10,170)	Sell	4726907	3.14
				04.05.2018	(13,301)	Sell	4713606	3.13
				18.05.2018	(2,964)	Sell	4710642	3.12
				25.05.2018	(5,598)	Sell	4705044	3.12
				10.08.2018	(281)	Sell	4704763	3.12
				05.10.2018	18,169	Buy	4722932	3.13
				12.10.2018	(13,352)	Sell	4709580	3.12
				26.10.2018	(24,940)	Sell	4684640	3.11
				09.11.2018	(657)	Sell	4683983	3.11
				18.01.2019	(2,479)	Sell	4681504	3.10
				25.01.2019	(4,400)	Sell	4677104	3.10
				08.02.2019	(12,086)	Sell	4665018	3.09
				08.03.2019	(1,505)	Sell	4663513	3.09
				15.03.2019	(44,456)	Sell	4619057	3.06
				22.03.2019	(27,102)	Sell	4591955	3.05
				29.03.2019	(168,277)	Sell	4423678	2.93

SL. NO.	NAME OF THE SHARE HOLDER	SHAREHOLDING AT THE BEGINNING OF THE YEAR		DATE	INCREASE/ DECREASE IN SHARE HOLDING	REASON	CUMULATIVE SHAREHOLDING DURING THE YEAR AND AT THE END OF THE YEAR	
		NO OF SHARES	% OF TOTAL SHARES OF THE COMPANY				NO OF SHARES	% OF TOTAL SHARES OF THE COMPANY
6	HDFC Small Cap Fund	1302300	0.86					
				27.04.2018	35,300	Buy	1337600	0.89
				22.06.2018	12,000	Buy	1349600	0.90
				27.07.2018	48,200	Buy	1397800	0.93
				03.08.2018	55,000	Buy	1452800	0.96
				10.08.2018	11,000	Buy	1463800	0.97
				24.08.2018	13,000	Buy	1476800	0.98
				31.08.2018	118,500	Buy	1595300	1.06
				07.09.2018	23,700	Buy	1619000	1.07
				14.09.2018	65,500	Buy	1684500	1.12
				21.09.2018	41,000	Buy	1725500	1.14
				28.09.2018	515,133	Buy	2240633	1.49
				05.10.2018	171,500	Buy	2412133	1.60
				12.10.2018	56,100	Buy	2468233	1.64
				26.10.2018	246,000	Buy	2714233	1.80
				02.11.2018	337,659	Buy	3051892	2.02
				09.11.2018	150,000	Buy	3201892	2.12
				16.11.2018	21,000	Buy	3222892	2.14
				23.11.2018	44,000	Buy	3266892	2.17
				30.11.2018	362,400	Buy	3629292	2.41
				07.12.2018	206,000	Buy	3835292	2.54
				14.12.2018	29,000	Buy	3864292	2.56
				21.12.2018	318,500	Buy	4182792	2.77
				28.12.2018	106,700	Buy	4289492	2.84
				04.01.2019	7,066	Buy	4296558	2.85
7	ICICI Prudential Value Discovery Fund	3465077	2.30				3465077	2.30
8	General Insurance Corporation of India	3101311	2.06				3101311	2.06
9	SBI Focussed Equity Fund (erstwhile SBI Emerging Businesses Fund)	3100000	2.06				3100000	2.06
10	UTI-Dividend Yield Fund	1800000	1.19					
				11.05.2018	(45,000)	Sale	1755000	1.16
				10.08.2018	(11,879)	Sale	1743121	1.16
11	Franklin Templeton Investment Funds	1656647	1.10					
				17.08.2018	(81,600)	Sale	1575047	1.04
				12.10.2018	(77,914)	Sale	1497133	0.99
				19.10.2018	(3,688)	Sale	1493445	0.99
				02.11.2018	(1,136,504)	Sale	356941	0.24
				09.11.2018	(280,800)	Sale	76141	0.05
				30.11.2018	(76,141)	Sale	0	0

v. Shareholding of Directors and Key Managerial Personnel

SL NO	NAME	SHAREHOLDING AT THE BEGINNING OF THE YEAR		DATE	INCREASE/ DECREASE IN SHARE HOLDING	REASON	CUMULATIVE SHAREHOLDING DURING THE YEAR AND AT THE END OF THE YEAR	
		NO OF SHARES	% OF TOTAL SHARES OF THE COMPANY				NO OF SHARES	% OF TOTAL SHARES OF THE COMPANY
1	K M Sheth	278133	0.18				278133	0.18
2	Bharat K Sheth	15719490*	10.43				15719490*	10.43
3	Ravi K Sheth	15262504*	10.12				15262504*	10.12
4	Berjis Desai	800	0				800	0
5	Cyrus Guzder	986	0				986	0
6	Farrokh Kavarana	3153	0				3153	0
7	Rita Bhagwati	0	0				0	0
8	Shankar Acharya	0	0				0	0
9	Vineet Nayyar	23005	0.02				23005	0.02
10	Tapas Icot	1600	0				1600	0
11	G Shivakumar	57	0				57	0
12	Jayesh M Trivedi	80	0				80	0

** Total shareholding includes shares held as trustee.*

V. INDEBTEDNESS

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

(₹ in crores)

	SECURED LOANS EXCLUDING DEPOSITS	UNSECURED LOANS	DEPOSITS	TOTAL INDEBTEDNESS
Indebtedness at the beginning of the financial year				
i) Principal Amount	1,302.95	2,931.02	-	4,233.97
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	26.56	121	-	147.56
Total (i+ii+iii)	**1,329.51**	**3,052.02**	**-**	**4,381.53**
Change in Indebtedness during the financial year				
* Addition	491.16	-	-	491.16
* Reduction	(218.05)	(455.08)	-	(673.13)
* Exchange Difference Adjustment	53.90	9.06	-	62.96
Net Change	**327.01**	**(446.02)**	**-**	**(119.01)**
Indebtedness at the end of the financial year				
i) Principal Amount	1,629.96	2,485.00	-	4,114.96
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	52.41	114.55	-	166.96
Total (i+ii+iii)	**1,682.37**	**2,599.55**	**-**	**4,281.93**

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

(Amount in ₹)

SN.	PARTICULARS OF REMUNERATION	BHARAT K. SHETH	TAPAS ICOT	G. SHIVAKUMAR	TOTAL AMOUNT
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	31,889,760	14,718,000	13,684,195	60,291,955
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	7,482,409	1,301,288	1,427,744	10,211,441
	(c) Profits in lieu of salary under section 17(3) of the Income- tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission				
	- as % of profit	-	-	-	-
	- Variable Pay	40,500,000	4,840,000	5,531,000	50,871,000
5	Others Benefits	4,343,344	1,027,310	969,444	6,340,098
	Total (A)				**127,714,494**
	Ceiling as per the Act (₹ in crores)				Refer Note No. 1

• Salary excludes commission for previous financial year, i.e. FY 2017-18.

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

Note : The Remuneration Committee has formulated a Retirement Benefit Scheme for the eligible Wholetime Directors. The Board approved Scheme has been made effective from January 01, 2005. The Scheme provides for provision of pension, medical reimbursements and other benefits to the eligible retiring Wholetime Directors. On the basis of an actuarial valuation, an amount of ₹ 0.47 crore (previous year : reversal of provision of ₹ 0.29 crore) was provided during the year for pension payable to eligible Wholetime Directors on their retirement.

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

(Amount in ₹)

SN.	PARTICULARS OF REMUNERATION	K. M. SHETH*	RITA BHAGWATI	FARROKH KAVARANA	SHANKAR ACHARYA	BERJIS DESAI	CYRUS GUZDER	VINEET NAYYAR	RAVI K. SHETH$	TOTAL AMOUNT
1	**Independent Directors**									
	Fee for attending board and committee meetings	-	1,100,000	200,000	600,000	1,500,000	1,700,000	500,000	-	5,600,000
	Commission	-	-	-	-	-	-	-	-	-
	Others, please specify	-	-	-	-	-	-	-	-	-
	Total (1)	**-**	**1,100,000**	**200,000**	**600,000**	**1,500,000**	**1,700,000**	**500,000**		**5,600,000**
2	**Other Non-Executive Directors**									
	Fee for attending board and committee meetings	500,000	-	-	-	-	-	-	-	500,000
	Commission	-	-	-	-	-	-	-	-	-
	Others, please specify*	15,604,290	-	-	-	-	-	-	-	15,604,290
	Total (2)	**16,104,290**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**16,104,290**
	Total (B)=(1+2)	**16,104,290**	**1,100,000**	**200,000**	**600,000**	**1,500,000**	**1,700,000**	**500,000**		**21,704,290**
	Total Managerial Remuneration (A+B)									**149,418,784**
	Overall Ceiling as per the Act (₹ In crores)									Refer Note No. 1 & 2

**During the year ₹ 15,604,290 was paid to Mr. K.M. Sheth towards pension and other retirement benefits as per the Retirement Benefit Scheme.*

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

Note No. 1 - Managing & Wholetime Directors : In view of the absence of profits for the financial year 2018-19 and as per the provisions of Schedule V of the Companies Act, 2013, the limits for managerial remuneration as approved by the shareholders of the Company by passing special resolutions through postal ballot (results of which were declared on January 24, 2019) shall apply.

Note No. 2 - Non-Executive Directors : In view of the absence of profits for the financial year 2018-19, Non-Executive Directors (including Independent Directors) were not paid any remunerations other than sitting fees for attending Board and Committee meetings.

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

(Amount in ₹)

SN	PARTICULARS OF REMUNERATION	KEY MANAGERIAL PERSONNEL
		MR. JAYESH M. TRIVEDI (COMPANY SECRETARY)
1	Gross salary	
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	11,665,730
	(b) Value of perquisites u/s 17(2) of the Income-tax Act, 1961	882,901
	(c) Profits in lieu of salary under section 17(3)of the Income-tax Act, 1961	-
2	Stock Option	-
3	Sweat Equity	-
4	Commission	
	- as % of profit	-
	- others, specify	-
5	Other benefits	729,239
	Total (A)	**13,277,870**

* Salary includes variable pay for previous financial year, i.e. FY 2017-18. Mr. Jayesh M. Trivedi is also entitled to gratuity in accordance with the Company's rules.

VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES

TYPE	SECTION OF THE COMPANIES ACT	BRIEF DESCRIPTION	DETAILS OF PENALTY / PUNISHMENT/ COMPOUNDING FEES IMPOSED	AUTHORITY [RD / NCLT/ COURT]	APPEAL MADE, IF ANY (GIVE DETAILS)
COMPANY/ DIRECTORS/ OTHER OFFICERS IN DEFAULT					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL

For and on behalf of the Board of Directors

K.M. Sheth
Chairman
(DIN : 00022079)

Mumbai, May 06, 2019

ANNEXURE 'H' TO THE BOARD'S REPORT

DIVIDEND DISTRIBUTION POLICY

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

ANNEXURE 'I' TO THE BOARD'S REPORT

SECRETARIAL AUDIT REPORT

FORM MR-3

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2019
[PURSUANT TO SECTION 204(1) OF THE COMPANIES ACT, 2013 AND RULE 9 OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014]

To,
Members,
The Great Eastern Shipping Company Limited,
134/A, Ocean House,
Dr. Annie Besant Road,
Worli, Mumbai - 18.

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

Based on our verification of the Company's books, papers, minutes books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2019, complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter :

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2019 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 hereunder;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment;

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') :-

 (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

 (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

 (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

 (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (during the period under review not applicable to the Company);

 (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

 (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

 (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (during the period under review not applicable to the Company); and

 (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 (during the period under review not applicable to the Company);

(vi) Merchant Shipping Act, 1958

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

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

The Company has complied with the provisions of Act, Rules, Regulations, Guidelines etc. mentioned above.

We further report that :

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

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

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

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

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

1. Members at the Annual General Meeting held on August 10, 2018 passed the following resolutions :
   - Issue of Non-Convertible Debentures upto an amount not exceeding ₹ 1000 crore by way of private placement during the year.
   - Declaration of dividend of ₹ 7.20 per share for the year ended March 31, 2018.
2. Following Debentures were redeemed during the period under review :
   - Redemption of 9.19% Unsecured Redeemable Non-Convertible Debentures aggregating to ₹ 100 crore (NCD's) on December 24, 2018.
   - Redemption of 9.40% Unsecured Redeemable Non-Convertible Debentures aggregating to ₹ 90 crore (NCD's) on January 07, 2019.
   - Redemption of 9.35% Unsecured Redeemable Non-Convertible Debentures aggregating to ₹ 85 crore (NCD's) on February 08, 2019.

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

Atul Mehta
Partner
FCS No : 5782
CP No. : 2486
Place : Mumbai
Date : May 06, 2019.

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

Annexure A

To,
Members,
The Great Eastern Shipping Company Limited
134/A Ocean House,
Dr. Annie Besant Road,
Worli, Mumbai-18

Our 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. Our responsibility is to express an opinion on these secretarial records based on our audit.

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

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

4. Where ever required, we 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 laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.

6. As regard the books, papers, forms, reports and returns filed by the Company under the regulations referred to in point vi, the adherence and compliance to the requirements of the said regulation is the responsibility of management. Our examination was limited to checking the execution and timeliness of the filing of various forms, reports, returns and documents that need to be filed by the Company with various authorities under the said regulations. We have not verified the correctness and coverage of the contents of such forms, reports, returns and documents.

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

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

Atul Mehta
Partner
FCS No : 5782
CP No. : 2486
Place : Mumbai
Date : May 06, 2019.

CORPORATE GOVERNANCE REPORT

COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

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

BOARD OF DIRECTORS

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

The Board has an optimum combination of Executive and Non-Executive Directors and comprises of 11 Directors as on March 31, 2019 of which 8 are Non-Executive Directors. The Company has 6 Independent Directors.

The composition of the Board, Number of Directorships, Memberships/Chairmanships in public companies and details of shares of the Company held by the Non-Executive Directors as on March 31, 2019 are as follows :

NAME OF THE DIRECTOR	NO. OF OTHER DIRECTORSHIP(S)#	OTHER COMMITTEE MEMBERSHIP(S)@	CHAIRPERSON OF OTHER COMMITTEE(S)@	SHARES OF THE COMPANY HELD BY THE NON-EXECUTIVE DIRECTORS
EXECUTIVE DIRECTOR (PROMOTER)				
Mr. Bharat K. Sheth (DIN: 00022102)	1	-	-	NA
EXECUTIVE DIRECTORS				
Mr. Tapas Icot (DIN:00905882)	-	-	-	NA
Mr. G. Shivakumar (DIN: 03632124)	-	-	-	NA
NON-EXECUTIVE DIRECTORS (PROMOTERS)				
Mr. K. M. Sheth (DIN: 00022079)	-	-	-	278,133
Mr. Ravi K. Sheth (DIN: 00022121)	2	-	-	1,52,62,504*
INDEPENDENT DIRECTORS				
Mr. Berjis Desai (DIN: 00153675)	8	4	4	800
Mr. Cyrus Guzder (DIN: 00080358)	1	2	-	986
Mr. Farrokh Kavarana (DIN: 00027689)	-	-	_	3153
Ms. Rita Bhagwati (DIN: 06990589)	2	-	-	-
Dr. Shankar Acharya (DIN: 00033242)	-	-	-	-
Mr. Vineet Nayyar (DIN: 00018243)	6	1	-	23005

#Excludes Directorships in private limited companies, foreign companies and Section 8 companies.

@Includes memberships of Audit and Stakeholders' Relationship Committee of other companies. Membership excludes Chairmanship of Committees.

**Total Shareholding including shares held as Trustee.*

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

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

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

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

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

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

FAMILIARIZATION PROGRAMMES FOR INDEPENDENT DIRECTORS

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

Details of familiarization process for Independent Directors are available on website of the Company: www.greatship.com/ investors.

CODE OF CONDUCT

All personnel to whom the Code of Conduct is applicable have affirmed compliance with the Code of Conduct for the financial year ended March 31, 2019. A declaration to this effect, duly signed by the Deputy Chairman & Managing Director, is annexed hereto.

BOARD MEETINGS

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

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

During the year ended March 31, 2019, five (5) Board Meetings were held on May 04, 2018, August 10, 2018, November 02, 2018, February 11, 2019 and March 16, 2019.

The attendance of Directors at the Board Meetings held during the year 2018 -19 is as follows :

NAME OF THE DIRECTOR	NO. OF MEETINGS ATTENDED
Mr. K. M. Sheth	5
Mr. Bharat K. Sheth	5
Mr. Berjis Desai	5
Mr. Cyrus Guzder	5
Mr. Farrokh Kavarana	1
Ms. Rita Bhagwati	5
Dr. Shankar Acharya	4
Mr. Vineet Nayyar	5
Mr. Ravi K. Sheth	4
Mr. Tapas Icot	5
Mr. G. Shivakumar	5

COMMITTEES

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

A. AUDIT COMMITTEE

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

TERMS OF REFERENCE OF THE AUDIT COMMITTEE ARE AS FOLLOWS :

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

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

COMPOSITION OF AUDIT COMMITTEE

The Committee comprises of 4 Independent Directors, namely, Mr. Cyrus Guzder (Chairman), Mr. Berjis Desai, Mr. Farrokh Kavarana and Ms. Rita Bhagwati.

During the year, the Committee met seven times on May 04, 2018, May 10, 2018, June 15, 2018, August 10, 2018, November 02, 2018, December 12, 2018 and February 11, 2019.

Details of attendance of the members at the Committee meetings held during the year 2018 - 19 are as follows :

	MR. CYRUS GUZDER (CHAIRMAN)	MR. BERJIS DESAI	MR.FARROKH KAVARANA	MS. RITA BHAGWATI
Number of meetings attended	7	7	2	7

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

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

B. NOMINATION & REMUNERATION COMMITTEE

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

- Formulation of the criteria for determining qualifications, positive attributes and independence of a director;
- Recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees;
- Formulation of criteria for evaluation of performance of Independent Directors and the Board;
- Devising a policy on Board diversity;

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

COMPOSITION OF NOMINATION & REMUNERATION COMMITTEE

The Committee comprises of 4 Independent Directors, namely, Mr. Cyrus Guzder (Chairman), Mr. Berjis Desai, Mr. Farrokh Kavarana and Dr. Shankar Acharya.

During the year, the Committee met four times on May 04, 2018, November 02, 2018, December 12, 2018 and February 11, 2019.

Details of attendance of members at the Committee meetings held during the year 2018-19 are as follows :

	MR. CYRUS GUZDER (CHAIRMAN)	MR. BERJIS DESAI	MR.FARROKH KAVARANA	DR. SHANKAR ACHARYA
Number of meetings attended	4	4	0	2

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

REMUNERATION POLICY

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

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

DETAILS OF REMUNERATION PAID/TO BE PAID TO ALL DIRECTORS FOR FY 2018-19

(Amount in ₹)

NAME OF DIRECTOR	SALARY*	BENEFITS	VARIABLE PAY	SITTING FEES
Mr. K. M. Sheth	-	-	-	500,000
Mr. Bharat K. Sheth	31,889,760	11,825,753	40,500,000	-
Mr. Ravi K. Sheth**	-	-	-	-
Mr. Berjis Desai	-	-	-	1,500,000
Mr. Cyrus Guzder	-	-	-	1,700,000
Mr. Farrokh Kavarana	-	-	-	200,000
Ms. Rita Bhagwati	-	-	-	1,100,000
Dr. Shankar Acharya	-	-	-	600,000
Mr. Vineet Nayyar	-	-	-	500,000
Mr. Tapas Icot+	14,718,000	2,328,598	4,840,000	-
Mr. G. Shivakumar+	13,684,195	2,397,188	5,531,000	-
Total	**60,291,955**	**16,551,539**	**50,871,000**	**6,100,000**

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

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

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

- Presently, the Company does not have a scheme for grant of stock options.
- The Company has no pecuniary relationship or transactions with its Non-Executive Directors other than payment of sitting fee, commission, retirement benefits and dividend on equity shares held by them.
- The Remuneration Committee has formulated a Retirement Benefit Scheme for the eligible Wholetime Directors. The Board approved Scheme has been made effective from January 01, 2005. The Scheme provides for provision of pension, medical reimbursements and other benefits to the retiring eligible Wholetime Directors. On the basis of an actuarial valuation, an amount of ₹ 0.47 crore (previous year : reversal of provision of ₹ 0.29 crores) was provided during the year for pension payable to Wholetime Directors on their retirement. During the year ₹15,604,290/- was paid to Mr. K.M. Sheth towards pension and other retirement benefits as per the Scheme.
- The Company or Mr. Tapas Icot/ Mr. G. Shivakumar shall be entitled to terminate their respective appointments by giving three months' notice in writing.

PARAMETERS FOR PERFORMANCE EVALUATION

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

PARAMETERS FOR PERFORMANCE EVALUATION OF BOARD

ATTRIBUTE	DESCRIPTION
Strategy & Business Plan Management	• The Board understands the interests and risk-returns philosophy of the shareholders and bases investment and financial plans on them • The Board ensures the development of business strategy and plans to suit the economic environment and growth opportunities • Significant time of the Board is being devoted to management of current and potential strategic issues
Risk Management & Controls	• The Board considers, understands, and approves the process implemented by management to effectively identify, assess, and respond to the organization's key risks. • The Board evaluates strategic risks • The Board (directly or through Audit Committee) ensures the integrity of the entity's accounting and financial reporting systems, including the independent audit, and that appropriate systems of control are in place, in particular, systems for risk management, financial and operational control, and compliance with the law and relevant standards.
Compliances & Governance	• The Board ensures compliances with corporate governance practices in line with applicable regulations and best-practices • The Board oversees the process of disclosure and communications. • The Board regularly reviews the grievance redressal mechanism of investors, details of grievances received, disposed of and those remaining unresolved. • The Board monitors and manages potential conflicts of interest of management, members of the board of directors and shareholders, including misuse of corporate assets and abuse in related party transactions. • Sufficient number of non-interested members of the board of directors (capable of exercising independent judgment) take decisions in respect of matters where there is a potential for conflict of interest • The Board sets a good corporate culture and the values for the group employees.
Business Performance	• The Board is effective in reviewing and setting long and short-term performance goals for the organization against the business strategy • The Board is effective in monitoring business performance and guiding Management in prioritizing areas of focus and resolving business challenges
Board Constitution & Functioning	• The Board comprises a set of directors that collectively possess the diversity of skills required for oversight and guidance to Management. • Structure of the Board and appointment process for directors is as per the Company's Policy for Appointment of Directors and Board Diversity. • Role and responsibilities of the Board/ Committee are clearly documented. • The Board facilitates the independent directors to perform their role effectively as a member of the board of directors and also as a member of a committee of board of directors and any criticism by such directors is taken constructively. • Adequate induction and professional development programmes are made available to new and existing directors. Continuing directors training is provided to ensure that the members of board of directors are kept up to date

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

PARAMETERS FOR PERFORMANCE EVALUATION OF EXECUTIVE DIRECTORS

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

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

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

ADDITIONAL PARAMETERS FOR PERFORMANCE EVALUATION OF CHAIRMAN

ATTRIBUTE	DESCRIPTION
Management of Board Agenda & Information Flow	• Selection of issues & decisions as board meeting agenda items • Allocation of adequate time for debate on agenda items in board meetings • Collation and presentation of information required to board members
Management of Board Meetings	• Respecting diversity of views within board members by conducting discussions including views from all board members • Managing discussions with efficiency to conclude clear decisions and action points

ATTRIBUTE	DESCRIPTION
Team Leadership	• Keeping the board members committed to actively engage in their responsibilities with adequate dedication of time for company familiarization, preparations and participation in meetings • Drawing on the specific expertise & capabilities of each director • Resolving conflicts between opposing points of view and converging on an approach to problems
Personal Attributes	• The Chairperson displays efficient leadership, is open-minded, decisive, courteous, displays professionalism, able to coordinate the discussion, etc. and is overall able to steer the meeting effectively • The Chairperson is impartial in conducting discussions, seeking views and dealing with dissent, etc. • The Chairperson is sufficiently committed to the Board and its meetings. • The Chairperson is able to keep shareholders' interest in mind during discussions and decisions.

BOARD SKILLS MATRIX

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

This matrix supplements the criteria as specified in the Company's Policy for appointment of Directors and Board Diversity (as may be amended or substituted from time to time).

The Board comprises of Directors who collectively have the following skills to effectively govern and direct the Company :

SKILLS	DESCRIPTION
Expertise in Shipping Business	In depth knowledge of shipping business and extensive experience of working in shipping industry.
Entrepreneurship	Ability of setting up and running a business, taking on risks, with a view to make profit.
Financial & Accounting expertise	Qualifications and/or experience in accounting, finance and economics and the ability to: ·understand financial reporting; ·analyze key financial statements; ·critically assess financial viability and performance; ·oversee budgets and the efficient use of resources.
Legal expertise	Ability to understand and oversee legal and regulatory compliances. This may include qualification and/or experience in legal field such as experience of judicial/quasi-judicial hearings, providing legal/ regulatory advice and guidance, etc.
Risk Management	Ability to identify and assess key risks to the organization; manage and monitor the risks; and design, implement and control the risk management framework.
Strategic Planning & Policy Development	Ability to think strategically; identify and critically assess strategic opportunities, threats and key issues for the organization; and develop effective strategies and policies.
Management skills	Qualification and/or experience in management. This may include demonstrated ability in managing complex projects, allocating resources, planning and measuring performance, etc.
Commercial experience	A broad range of commercial /business / administrative experience in government agencies or large organisations.
Corporate Governance	Understanding of the role and responsibilities of the Board of Directors within the governance framework. Extensive experience at board level in large organizations.

SKILLS	DESCRIPTION
Personal effectiveness	Personal attributes or qualities that are generally considered desirable to be an effective Director. This may include: ·Ability to inspire, motivate and offer leadership to others. ·Ability to make prudent business decisions based on assessment of market conditions and corporate values of the organization. ·Appropriate level of engagement in Board and committee discussions. ·Critical thinking and problem-solving skills. ·Understanding of importance of teamwork to the success of the Board. ·Commitment to the organization, its culture, values, ethics and people.

The Board may review and update the aforesaid skills from time to time to ensure that the skills remain aligned with the Company's requirements as the Company and the industry in which it operates evolves.

C. STAKEHOLDERS' RELATIONSHIP COMMITTEE

The Stakeholders' Relationship Committee oversees redressal of shareholders and investors grievances.

TERMS OF REFERENCE OF THE STAKEHOLDERS' RELATIONSHIP COMMITTEE ARE AS FOLLOWS :

- Resolving the grievances of the security holders of the Company including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.
- Review of measures taken for effective exercise of voting rights by shareholders.
- Review of adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent.
- Review of the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company.

COMPOSITION OF THE COMMITTEE

As on date the Committee comprises of 1 Non-Executive Director and 2 Executive Directors namely Mr. Cyrus Guzder (Chairman), Mr. Bharat K. Sheth and Mr. G. Shivakumar.

The Committee met twice on May 04, 2018 and November 02, 2018. The details of attendance of the members at the Committee meetings held during the year 2018-19 are as follows :

	MR. CYRUS GUZDER (CHAIRMAN)	MR. BHARAT K. SHETH	MR. G. SHIVAKUMAR
Number of meetings attended	2	2	2

Mr. Jayesh M. Trivedi, Company Secretary, is the Compliance Officer of the Company.

During the year under review, 16 complaints were received. All the complaints were replied / resolved to the satisfaction of the investors. There were no complaints pending as on March 31, 2019. 43 requests for transfer involving 7578 shares and 64 requests for dematerialization involving 15549 shares were pending for approval as on March 31, 2019. These pending requests were duly approved and dealt with by the Company.

RISK MANAGEMENT

The Company has laid down procedures to inform Board members about the risk assessment and minimization procedures. These procedures are periodically reviewed to ensure that executive management controls risk through means of a properly defined framework.

Detailed note on Risk Management is given in the Board's Report.

The details of the commodity price risk and foreign exchange risk and related hedging activities are as follows :

Commodity price risk

1. Commodity price risk is the risk of financial performance being adversely affected by fluctuations in the prices of commodities. In the shipping industry, bunker fuel is a major component of operating costs and hence risks arising out of volatility in oil prices in general and bunker fuel in particular needs to be managed.
2. Exposure of the Company to commodity and commodity risks faced by the Company throughout the year :
   a) Total exposure of the Company to commodities in INR 6,522,044,877
   b) Exposure of the listed entity to various commodities :

COMMODITY NAME	EXPOSURE IN INR TOWARDS THE PARTICULAR COMMODITY	EXPOSURE IN QUANTITY TERMS TOWARDS THE PARTICULAR COMMODITY QTY IN MTS	% OF SUCH EXPOSURE HEDGED THROUGH COMMODITY DERIVATIVES				
			DOMESTIC MARKET		INTERNATIONAL MARKET		TOTAL
			OTC	EXCHANGE	OTC	EXCHANGE	
Bunker *	6,522,044,877	204,145	-	-	10.04%	-	10.04%

* Fuel

   c) The Company manages this risk by bunker hedging and reduces the exposure to fluctuating bunker costs using swaps, call options and fixed price forward contracts.

Foreign exchange fluctuation risk

Foreign exchange fluctuation risk arises from having revenues, expenses, assets or liabilities in a currency other than the reporting currency. In the case of the Company, a large part of revenues are denominated in US Dollars. Some part of this risk is compensated by having expenses, interest costs, and loan repayments also in US Dollars. For the remaining, the Company hedges its risk using various instruments such as plain forward sales and range forwards.

GENERAL MEETINGS

Next Annual General Meeting and date of Book Closure

Date	August 08, 2019
Time	3.00 p.m.
Venue	Ravindra Natya Mandir, P. L. Deshpande Maharashtra Kala Academy, Near Siddhivinayak Temple, Sayani Road, Prabhadevi, Mumbai 400 025
Dividend Payment Date	On or after August 09, 2019
Date of Book Closure	August 02, 2019 to August 08, 2019 (both days inclusive)

The Company shall provide to its members facility to exercise their right to vote on items listed in the Notice of the 71st Annual General Meeting by electronic means. Procedure for the same is set out in the Notice of Annual General Meeting.

None of the items to be transacted at the ensuing Annual General Meeting are required to be transacted only by means of voting through Postal Ballot.

GENERAL BODY MEETINGS HELD DURING PREVIOUS THREE FINANCIAL YEARS

The following are the details of General Body Meetings held during previous three financial years.

MEETING	TIME	LOCATION	SPECIAL RESOLUTIONS PASSED
68th Annual General Meeting	August 11, 2016 At 3.00 p.m	Rama and Sundri Watumull Auditorium, K. C. College, Churchgate, Mumbai 400 020	According consent to the Board of Directors of the Company to Issue non-convertible debentures aggregating upto ₹ 1500 crores.
69th Annual General Meeting	August 10, 2017 At 3.00 p.m.	Auditorium, Swatantryaveer Savarkar Rastriya Smarak, 252, Swatantryaveer Savarkar Marg, Shivaji Park, Dadar West, Mumbai – 400028	According consent to the Board of Directors of the Company to Issue non-convertible debentures aggregating upto ₹ 1000 crores.

MEETING	TIME	LOCATION	SPECIAL RESOLUTIONS PASSED
70th Annual General Meeting	August 10, 2018 At 3.00 p.m.	Auditorium, Swatantryaveer Savarkar Rastriya Smarak, 252, Swatantryaveer Savarkar Marg, Shivaji Park, Dadar West, Mumbai – 400028	• According consent for continuation of directorship of Mr. K. M. Sheth as Non-Executive Director of the Company on and after April 01, 2019. • According consent for continuation of directorship of Mr. Vineet Nayyar as an Independent Director of the Company on and after April 01, 2019. • According consent for continuation of directorship of Mr. Farrokh Kavarana as an Independent Director of the Company on and after April 01, 2019. • According consent to the Board of Directors of the Company to issue non-convertible debentures aggregating upto ₹ 1000 crores.

All resolutions moved at the last Annual General Meeting held on August 10, 2018 were passed by electronic voting and ballot conducted at the Annual General Meeting.

All the Directors of the Company attended the last Annual General Meeting held on August 10, 2018.

Details of special resolutions passed through postal ballot last year

The Company had sought the approval of the shareholders by way of Special Resolutions as mentioned hereunder through notice of postal ballot dated November 2, 2018 which was duly passed and the results of which were announced on January 24, 2019. Ms. Dipti Mehta, Practising Company Secretary, was appointed as the Scrutinizer to scrutinize the postal ballot and remote e-voting process in a fair and transparent manner. The postal ballot and remote e-voting were conducted as per the procedure as prescribed under the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

1. Restructuring the remuneration of Mr. Bharat K. Sheth, the Deputy Chairman & Managing Director of the Company, with effect from April 01, 2018 for the remaining tenure of his appointment.

CATEGORY	NO. OF SHARES HELD	NO. OF VOTES POLLED	% OF VOTES POLLED	NO. OF VOTES IN FAVOUR	NO. OF VOTES AGAINST	% OF VOTES IN FAVOUR	% OF VOTES AGAINST
Promoter and Promoter Group	44720934	44568705	99.66	44568705	0	100	0
Public- Institutions	66639950	59088399	88.67	45751693	13336706	77.43	22.57
Public- Non Institutions	39416181	9265768	23.51	9254123	11645	99.87	0.13
Total	**150777065**	**112922872**	**74.89**	**99574521**	**13348351**	**88.18**	**11.82**

2. Restructuring the remuneration of Mr. G. Shivakumar, the Executive Director of the Company, with effect from April 01, 2018 for the remaining tenure of his appointment.

CATEGORY	NO. OF SHARES HELD	NO. OF VOTES POLLED	% OF VOTES POLLED	NO. OF VOTES IN FAVOUR	NO. OF VOTES AGAINST	% OF VOTES IN FAVOUR	% OF VOTES AGAINST
Promoter and Promoter Group	44720934	44568705	99.66	44568705	0	100	0
Public- Institutions	66639950	59088399	88.67	45751693	13336706	77.43	22.57
Public- Non Institutions	39416181	9255942	23.48	9244597	11345	99.88	0.12
Total	**150777065**	**112913046**	**74.89**	**99564995**	**13348051**	**88.18**	**11.82**

3. Restructuring the remuneration of Mr. Tapas Icot, the Executive Director of the Company, with effect from April 01, 2018 upto November 01, 2018.

CATEGORY	NO. OF SHARES HELD	NO. OF VOTES POLLED	% OF VOTES POLLED	NO. OF VOTES IN FAVOUR	NO. OF VOTES AGAINST	% OF VOTES IN FAVOUR	% OF VOTES AGAINST
Promoter and Promoter Group	44720934	44568705	99.66	44568705	0	100.00	0.00
Public- Institutions	66639950	59088399	88.67	45751693	13336706	77.43	22.57
Public- Non Institutions	39416181	9256336	23.48	9244991	11345	99.88	0.12
Total	**150777065**	**112913440**	**74.89**	**99565389**	**13348051**	**88.17**	**11.82**

4. Re-appointment of Mr. Tapas Icot as a Whole time Director of the Company designated as an 'Executive Director' for a period of 3 years with effect from November 02, 2018.

CATEGORY	NO. OF SHARES HELD	NO. OF VOTES POLLED	% OF VOTES POLLED	NO. OF VOTES IN FAVOUR	NO. OF VOTES AGAINST	% OF VOTES IN FAVOUR	% OF VOTES AGAINST
Promoter and Promoter Group	44720934	44568705	99.66	44568705	0	100.00	0.00
Public- Institutions	66639950	60543386	90.85	59599953	943433	98.44	1.56
Public- Non Institutions	39416181	9256113	23.48	9245393	10720	99.88	0.12
Total	**150777065**	**114368204**	**75.85**	**113414051**	**954153**	**99.17**	**0.83**

DISCLOSURES

- There were no transactions of material nature with its Promoters, the Directors or the Management, their subsidiaries or relatives, etc. that may have potential conflict with the interests of the Company at large. However, the Company has annexed to the accounts a list of related parties as per Ind AS 24 and the transactions entered into with them.
- There were no instances of non-compliances nor have any penalties, strictures been imposed by Stock Exchanges or SEBI or any statutory authority during the last 3 years on any matter related to capital markets.
- The senior management has made disclosures to the Board relating to all material financial and commercial transactions stating that they did not have personal interest that could result in a conflict with the interest of the Company at large.
- The Deputy Chairman & Managing Director and the Chief Financial Officer have issued a certificate to the Board in compliance with Regulation 17(8) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 for the Financial Year ended March 31, 2019.
- The "Policy for determining Material subsidiaries" and "Policy for dealing with Related Party Transactions" are available on the website of the Company : www.greatship.com

MEANS OF COMMUNICATION TO SHAREHOLDERS

Half-yearly report sent to each household of shareholders	No. As the results of the Company are published in the newspapers, uploaded on the Company's website and press releases are also issued.
Quarterly, half yearly and annual results	Published in Business Standard, Free Press Journal and Navshakti.
Whether Company displays official news releases and presentations made to institutional investors or to the analysts on its website	Yes
Whether Management Discussion & Analysis Report is a part of Annual Report	Yes

Website of the Company : www.greatship.com

Your Company's official press releases are available and archived on the corporate website www.greatship.com. Presentations made to analysts, institutional investors and the media are posted on the website. The Company holds conference calls on declaration of its quarterly results, the transcripts of which are also posted on the website. The shareholders and general public visiting the website have greatly appreciated the contents and user friendliness of the corporate website.

SHAREHOLDERS INFORMATION

FINANCIAL CALENDAR

1st Quarterly Result	Second week of August 2019
2nd Quarterly Result	Second week of November 2019
3rd Quarterly Result	Second week of February 2020
4th Quarterly Result	April / May 2020

LISTING ON STOCK EXCHANGES

STOCK EXCHANGE	STOCK CODE	ISIN NO.
BSE Ltd. Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400001	500620	INE 017A01032
National Stock Exchange of India Ltd. Exchange Plaza, Bandra-Kurla Complex, Bandra (E), Mumbai – 400 051	GESHIP	INE 017A01032

NON-CONVERTIBLE DEBENTURES
Wholesale-Debt Market – National Stock Exchange of India Ltd.,
Exchange Plaza, Bandra-Kurla Complex, Bandra (East), Mumbai – 400 051

The Company has paid the requisite Annual Listing Fees to both the Stock Exchanges for the financial year 2018-19.

SHARE TRANSFER SYSTEM

As per the provisions of Regulation 40(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, except in case of transmission or transposition of securities, requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialized form with a depository.

Share transmission or transposition requests received in physical form are registered within the prescribed time limits. Requests for dematerialization (demat) received from the shareholders are also effected within the prescribed time limits.

A Share Transfer Committee comprising of members of the Board meets once in a week to consider the requests received.

OUTSTANDING WARRANTS

No Warrants were outstanding as on March 31, 2019.

PLANT LOCATION

The Company has no plants.

DEBENTURE TRUSTEE

Vistra ITCL (India) Ltd.
The IL&FS Financial Centre
Plot C- 22, G Block, 7th Floor
Bandra Kurla Complex, Bandra (E)
Mumbai 400051
Tel : 022 - 26593535
Fax : 022 - 26533297
Web : www.vistraitcl.com

ADDRESS FOR CORRESPONDENCE

COMPANY	TRANSFER AGENT	
Share Department Ocean House, 134-A, Dr. Annie Besant Road, Worli, Mumbai - 400 018 Tel : 022-66613000/24922100 Fax : 022-24925900 E-mail : shares@greatship.com	Karvy Fintech Pvt. Ltd. Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda Hyderabad – 500 032 Tel : 040-67162222 Fax : 040 - 23420814 Email:greatship.ris@karvy.com	24, B, Rajabahadur Mansion, Ground Floor, Amalal Doshi Marg, Fort, Mumbai - 400023 Tel: 022 32920444

CREDIT RATINGS RECEIVED BY THE COMPANY ALONG WITH ANY REVISIONS DURING THE RELEVANT FINANCIAL YEAR :

A. CARE RATINGS LTD :

1. **Long Term / Short term Bank facilities : [₹ 50 cr]**
   Previous rating : CARE AAA : Negative/ CARE A1+
   Present rating : CARE AA+ : Stable/ CARE A1+

2. **Non-Convertible Debentures : [₹ 3450 cr]**
   Previous rating : CARE AAA : Negative
   Present rating : CARE AA+ : Stable

B. BRICKWORK RATINGS INDIA PRIVATE LTD :

Listed secured/ unsecured redeemable NCDs : [₹ 3210 cr]
Previous rating : BWR AAA : Stable
Present rating : BWR AAA : Negative

Details of utilization of funds raised through preferential allotment

The Company had issued and allotted 3,000 8.85% secured Redeemable Non-Convertible Debentures aggregating to ₹ 300 crore on April 12, 2018, by way of private placement for funding the capital expenditure requirements of the Company and general corporate purposes. The details of utilization of the same are as follows :

PARTICULARS	AMOUNT (IN ₹ CRORE)
For acquisition of vessel	279.75
Investment in Mutual funds	20.25
Total	**300.00**

Fees paid to Statutory Auditors

Details of fees for FY 2018-19 paid by the Company and its subsidiaries, on a consolidated basis, to Deloitte Haskins & Sells LLP, the Statutory Auditors of the Company, and all the entities in the network firm/network entity of which Statutory Auditors forms part were as follows :

NAME OF THE ENTITY	AMOUNT (₹)
The Great Eastern Shipping Company Ltd.	9084237
Great Eastern CSR Foundation	14750
Greatship (India) Ltd	4327550
Total	13426537

ADDITIONAL SHAREHOLDERS INFORMATION

UNCLAIMED DIVIDENDS AND SHARES

Under the Companies Act, 2013, dividends that are unclaimed for a period of seven years are required to be transferred to the Investor Education and Protection Fund (IEPF) administered by the Central Government. An amount of Rs. 57,25,922 and Rs.40,71,078 being unclaimed 57th (Final dividend) and 58th (Interim dividend) was transferred on October 3, 2018 and April 10, 2019 respectively to the IEPF.

During the year, 41,396 shares (in respect of which dividend has not been paid or claimed for seven consecutive years) were transferred to the IEPF pursuant to Section 124(6) of the Companies Act, 2013.

All unclaimed dividend for the year 2011-12 (58th final dividend) will be due for transfer to the IEPF on September 08, 2019 pursuant to Section 124(5) of the Companies Act, 2013. Shareholders who have not encashed the Dividend Warrants are requested to claim the amount from the Company's Share Department at the Registered Office of the Company.

All shares in respect of which dividend has not been paid or claimed for seven consecutive years will also be due for transfer by the Company to the IEPF on September 08, 2019 pursuant to Section 124(6) of the Companies Act, 2013. Any claimant of dividend and shares transferred above shall be entitled to claim the same from IEPF.

The following table gives the dates of dividend declaration or payment since 2012 and the corresponding dates when unclaimed dividend and corresponding shares (if any) are due to be transferred to the IEPF.

DUE DATES OF TRANSFERRING UNCLAIMED DIVIDEND AND CORRESPONDING SHARES TO THE INVESTOR EDUCATION AND PROTECTION FUND (IEPF)

YEAR	DIVIDEND NO.	TYPE	DATE OF DECLARATION	DUE DATE OF TRANSFER TO IEPF
2012	58	Final	09.08.2012	08.09.2019
2013	59	Interim	07.02.2013	08.03.2020
2013	59	Final	08.08.2013	09.09.2020
2014	60	Interim	06.02.2014	07.03.2021
2014	60	Final	25.09.2014	26.10.2021
2015	61	Interim	12.08.2014	13.09.2021
2015	61	Final	12.08.2015	13.09.2022
2016	62	1st Interim	04.02.2016	05.03.2023
2016	62	2nd Interim	10.03.2016	11.04.2023
2017	63	Interim	03.02.2017	04.03.2024
2017	63	Final	10.08.2017	09.09.2024
2018	64	Final	10.08.2018	09.09.2025

THE FOLLOWING TABLE GIVES THE DETAILS OF UNCLAIMED DIVIDEND AMOUNT SINCE 2012

UNCLAIMED DIVIDEND AS ON MARCH 31, 2019								
YEAR	DIV. NO.	TYPE	NO. OF WARRANTS ISSUED	NO. OF WARRANTS UNCLAIMED	% UNCLAIMED	AMOUNT OF DIVIDEND (₹ LAKHS)	UNCLAIMED DIVIDEND (₹ LAKHS)	% UNCLAIMED
2012	58	INTERIM	93791	11272	12.02	4568	40.71	0.89
2012	58	FINAL	91277	10331	11.32	5330	49.33	0.93
2013	59	INTERIM	88563	11277	12.73	4569	44.45	0.97
2013	59	FINAL	85801	10602	12.36	6854	60.94	0.89
2014	60	INTERIM	81768	11403	13.95	6031	58.66	0.97

UNCLAIMED DIVIDEND AS ON MARCH 31, 2019								
YEAR	DIV. NO.	TYPE	NO. OF WARRANTS ISSUED	NO. OF WARRANTS UNCLAIMED	% UNCLAIMED	AMOUNT OF DIVIDEND (₹ LAKHS)	UNCLAIMED DIVIDEND (₹ LAKHS)	% UNCLAIMED
2014	60	FINAL	75993	10894	14.34	7538	73.35	0.97
2015	61	INTERIM	77023	10977	14.25	6031	59.6	0.99
2015	61	FINAL	74691	11140	14.91	10554	105.27	1.00
2016	62	1st INTERIM	75206	11882	15.80	9046	101.31	1.12
2016	62	2nd INTERIM	74758	11334	15.16	11308	123.49	1.09
2017	63	INTERIM	74888	13042	17.42	5427	65.12	1.20
2017	63	FINAL	74331	12303	16.55	9800	112.88	1.15
2018	64	FINAL	68244	7630	11.18	10855	94.59	0.87

EQUITY SHARES HELD IN UNCLAIMED SUSPENSE ACCOUNT

The details of unclaimed equity shares lying in the 'Unclaimed Suspense Account' are as follows :

PARTICULARS	NUMBER OF SHAREHOLDERS	NUMBER OF EQUITY SHARES
Aggregate number of shareholders and the outstanding shares in the suspense account lying as on April 1, 2018	671	106,200
Number of shareholders who approached the Company for transfer of shares from suspense account during the year	5	274
Number of shareholders to whom shares were transferred from suspense account during the year	5	274
Total no of shares transferred to the IEPF Authority.	65	8,792
Aggregate number of shareholders and the outstanding shares in the suspense account lying as on March 31, 2019	601	97,134

As per the requirements of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 all corporate benefits in terms of securities accruing on such shares viz. Bonus shares, split etc. shall be credited to Unclaimed Suspense Account. The voting rights on such shares shall remain frozen till the rightful owner claims the shares. As and when such owners approach the Company, their shares shall be transferred to them after proper verification.

The concerned shareholders are requested to claim their shares by writing to the Company / RTA.

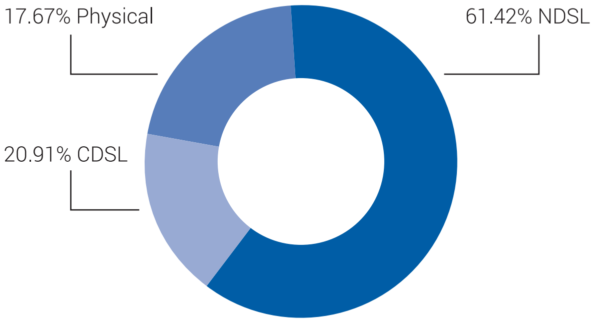
ELECTRONIC CLEARING SERVICES FOR PAYMENT OF DIVIDEND IN CASE OF SHARES HELD IN PHYSICAL FORM

To avoid the risk of loss/interception of dividend warrants in postal transit and/or fraudulent encashment, shareholders are requested to avail of NECS/ECS facility – where dividends are directly credited in electronic form to their respective bank accounts. This also ensures faster credit of dividend. The NECS/ECS application form can be obtained either from the Company's Share Transfer Agent's Office or the Registered Office of the Company.

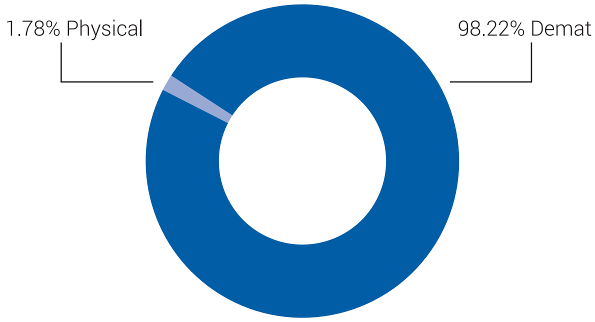
Shareholders located in places where NECS/ECS facility is not available, may submit their bank details. This will enable the Company to incorporate this information on the dividend warrants and thus prevent fraudulent encashment.

SHARES HELD IN DEMATERIALIZED FORM AND PHYSICAL FORM AS ON MARCH 31, 2019

Shareholders holding Shares in Demat and Physical Form



Shareholding - Demat and Physical Form

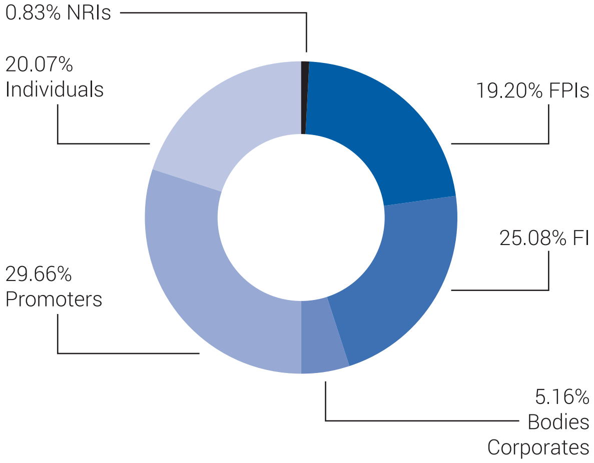


SHAREHOLDERS HOLDING SHARES IN DEMATERIALIZED FORM MAY NOTE THAT :

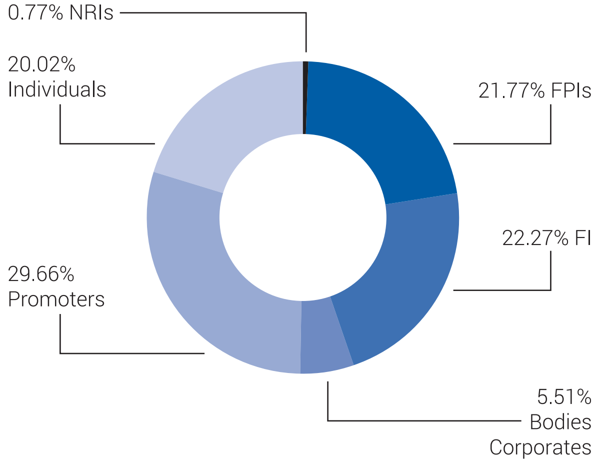
- Instructions regarding bank details which they wish to have incorporated on their dividend warrants must be submitted to their depository participants. As per the regulations of NSDL and CDSL, the Company is obliged to print the bank details on the dividend warrants, as furnished by these depositories to the Company.
- Instructions already given by them for shares held in physical form will not automatically be applicable to the dividend paid on shares held in electronic form.
- Instructions regarding change of address, nomination and power of attorney should be given directly to the depository participants. The Company cannot entertain any such requests directly from the shareholders.
- The Company provides NECS/ECS facility for shares held in electronic form and for reasons mentioned earlier, shareholders may wish to avail of this facility.

SHAREHOLDING PATTERN :

Shareholding Pattern as on March 31, 2019



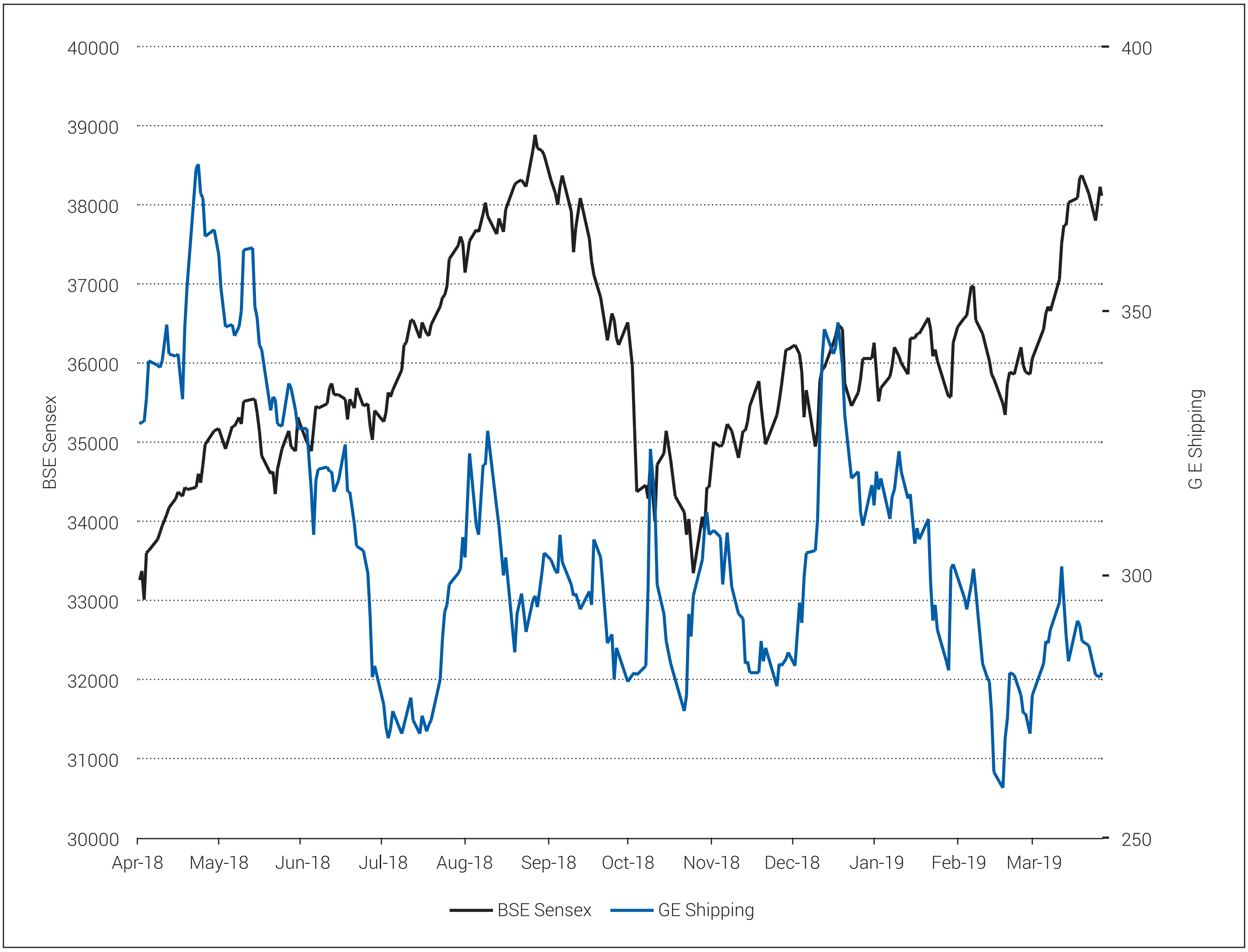
Shareholding Pattern as on March 31, 2018



DISTRIBUTION OF HOLDINGS AS ON MARCH 31, 2019

NO. OF SHARES HELD		SHAREHOLDERS		SHARES	
From	To	Number	% to total	Number	% to total
1	500	57,379	85.81	67,49,896	4.48
501	1000	4,424	6.62	32,14,813	2.13
1001	2000	2,479	3.71	35,36,607	2.35
2001	3000	862	1.29	21,47,117	1.42
3001	4000	429	0.64	15,10,446	1.00
4001	5000	256	0.38	11,66,329	0.77
5001	10000	540	0.81	38,58,653	2.56
10001 and ABOVE		501	0.75	12,85,93,204	85.29
Total:		**66,870**	**100.00**	**15,07,77,065**	**100.00**

COMPANY'S SHARE PRICE COMPARED TO BSE SENSEX



MARKET PRICE DATA - HIGH / LOW DURING EACH MONTH IN THE YEAR 2018-19

MONTH	HIGH PRICE (₹)	LOW PRICE (₹)	NO .OF SHARES
Apr 18	390.50	327.00	138082
May 18	369.80	325.00	158207
Jun 18	333.65	276.50	199480
Jul 18	305.00	266.10	114856
Aug 18	335.00	279.65	234138
Sep 18	312.00	278.00	67771
Oct 18	342.40	273.00	403557
Nov 18	322.00	277.45	93193
Dec 18	353.00	278.00	146282
Jan 19	330.65	280.50	114562
Feb 19	306.00	240.05	200308
Mar 19	306.00	271.30	211105

Source: BSE

STATUS OF COMPLIANCE WITH NON-MANDATORY REQUIREMENTS

Your Company continuously strives towards improving its Corporate Governance practices. Whilst your Company is fully compliant with the mandatory requirements of Regulation 17 to 27 and Regulation 46(2) and other applicable regulations of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the status of compliance of non-mandatory requirements is as follows :

THE BOARD

Mr. K. M. Sheth, Chairman of the Company, is entitled to maintain a Chairman's office at the Company's expense and also allowed reimbursement of expenses incurred in performance of his duties.

SHAREHOLDERS' RIGHTS

The financial results of the Company for every quarter are extensively published in the newspapers and are also uploaded on the Company's website. These are also available on website of the stock exchanges. In view of the same half yearly communication on financial results is not sent to each household of shareholders.

AUDIT QUALIFICATIONS

During the year under review there was no audit qualification in the Company's financial statements. The Company continues to adopt best practices to ensure the regime of financial statements with unmodified audit opinion.

SEPARATION OF OFFICES OF CHAIRMAN AND DEPUTY CHAIRMAN & MANAGING DIRECTOR

Mr. K. M. Sheth holds the office of Chairman of the Company and Mr. Bharat K. Sheth holds the office of Deputy Chairman & Managing Director of the Company.

REPORTING OF INTERNAL AUDITOR

The internal auditor reports directly to the Audit Committee.

DECLARATION BY THE DEPUTY CHAIRMAN & MANAGING DIRECTOR UNDER REGULATION 34(3) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 REGARDING ADHERENCE TO THE COMPANY'S CODE OF CONDUCT

In accordance with Regulation 34(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, I hereby confirm that, all Directors and Senior Management personnel of the Comapany have affirmed compliance with the Code of Conduct laid down by the Company, as applicable to them for the Financial Year ended March 31, 2019.

For the Great Eastern Shipping Co. Ltd.

Bharat K. Sheth
Deputy Chairman & Managing Director
Date: May 06, 2019

AUDITORS CERTIFICATE ON CORPORATE GOVERNANCE

To,
The Members,
The Great Eastern Shipping Company Limited

We have examined the compliance of conditions of Corporate Governance by The Great Eastern Shipping Company Limited (hereinafter referred as "Company") for the Finanacial year ended March 31, 2019 as prescribed under Regulations 17 to 27, clauses (b) to (i) of sub-regulation (2) of regulation 46 and paras C, D and E of Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as "Listing Regulations").

We state that compliance of conditions of Corporate Governance is the responsibility of the management, and our examination was limited to procedures and implementation thereof adopted by the Company for ensuring compliance with conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion, and to the best of our information and according to our examination of the relevant records and the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as prescribed under Listing Regulations.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

This certificate is issued solely for the purposes of complying with Listing Regulations and may not be suitable for any other purpose.

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

Atul Mehta
Partner

FCS No : 5782
CP No. : 2486
Place : Mumbai
Date : May 6, 2019

AUDITORS CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

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

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **The Great Eastern Shipping Company Limited** having CIN L35110MH1948PLC006472 and having registered office at 134/A, Ocean House, Dr. Annie Besant Road, Worli, Mumbai-400018 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me / us by the Company & its officers, We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2019 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

SR. NO.	NAME OF DIRECTORS	DIN	DATE OF APPOINTMENT IN COMPANY
1	K. M. Sheth	00022079	03/04/1970
2	Bharat K. Sheth	00022102	01/07/1989
3	Berjis Desai	00153675	27/10/2006
4	Cyrus Guzder	00080358	14/03/2003
5	Farrokh Kavarana	00027689	14/11/2014
6	Rita Bhagwati	06990589	14/11/2014
7	Shankar Acharya	00033242	05/02/2015
8	Vineet Nayyar	00018243	24/03/2004
9	Ravi K. Sheth	00022121	30/01/2006
10	G. Shivakumar	03632124	14/11/2014
11	Tapas Icot	00905882	12/08/2014

Ensuring the eligibility of for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

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

Atul Mehta
Partner

FCS No : 5782
CP No. : 2486
Place : Mumbai
Date : May 06, 2019

BUSINESS RESPONSIBILITY REPORT

SECTION A: GENERAL INFORMATION ABOUT THE COMPANY

1. Corporate Identity Number (CIN) of the Company :
   L35110MH1948PLC006472
2. Name of the Company :
   The Great Eastern Shipping Company Limited
3. Registered address :
   Ocean House, 134/A, Dr. Annie Besant Road, Worli, Mumbai 400018
4. Website :
   www.greatship.com
5. E-mail id :
   shares@greatship.com
6. Financial Year reported :
   2018-19
7. Sector(s) that the Company is engaged in (industrial activity code-wise) :
   Sea and coastal freight water transport (NIC Code: 50120)
8. List three key products/services that the Company manufactures/provides (as in balance sheet) :
   Shipping
9. Total number of locations where business activity is undertaken by the Company

i) Number of International Locations (Provide details of major 5)

ii) Number of National Locations

The registered office of the Company is situated in Mumbai. Ships of the Company trade in Indian as well as international waters.

10. Markets served by the Company – Local/State/National/International/
    Indian as well as International.

SECTION B: FINANCIAL DETAILS OF THE COMPANY

1. Paid up Capital (INR) : ₹ 150.78 crore
2. Total Turnover (INR) : ₹ 2913.41 crore
3. Total profit after taxes (INR) : ₹ (19.47) crore
4. Total Spending on Corporate Social Responsibility (CSR) as percentage of profit after tax (%) : 2%
5. List of activities in which expenditure in 4 above has been incurred:-
   The CSR expenditure has been incurred in the area of promoting education, healthcare, skill development and holistic development.

SECTION C: OTHER DETAILS

1. Does the Company have any Subsidiary Company/ Companies?

As on 31st March 2019, the Company has following subsidiaries :

- Greatship (India) Limited
- Greatship Global Energy Services Pte. Ltd.
- Greatship Global Offshore Services Pte. Ltd.
- Greatship (UK) Limited
- Greatship Oilfield Services Ltd.
- The Greatship (Singapore) Pte. Ltd.
- The Great Eastern Chartering LLC (FZC)
- The Great Eastern Chartering (Singapore) Pte. Ltd.
- Great Eastern CSR Foundation

2. Do the Subsidiary Company/Companies participate in the BR Initiatives of the parent company? If yes, then indicate the number of such subsidiary company(s) :
   The subsidiaries of the Company handle their BR initiatives to such extent and in such manner as may be applicable to them /

determined by them. They follow certain policies which are consistent with the policies of the Company. All the CSR activities of the Company and its subsidiaries are handled by Great Eastern CSR Foundation.

3. Do any other entity/entities (e.g. suppliers, distributors etc.) that the Company does business with, participate in the BR initiatives of the Company? If yes, then indicate the percentage of such entity/entities? [Less than 30%, 30-60%, More than 60%] :
Presently other entities, that the Company does business with, do not participate in the BR initiatives of the Company. CSR activities of the Company are undertaken in partnership with a number of different NGOs. The NGOs help the Company reach its target beneficiaries as they have unparalleled access and understanding of ground realities.

SECTION D: BR INFORMATION

1. DETAILS OF DIRECTOR/DIRECTORS RESPONSIBLE FOR BR

Details of the Director/Directors responsible for implementation of the BR policy/policies

PARTICULARS	DETAILS
DIN	00022102
Name	Mr. Bharat K. Sheth
Designation	Deputy Chairman & Managing Director

Details of the BR head

PARTICULARS	DETAILS
DIN (if applicable)	02299280
Name	Mr. Jayesh M. Trivedi
Designation	President (Secl. & Legal) & Company Secretary
Telephone number	022-66613000
E-mail id	jayesh_trivedi@greatship.com

2. PRINCIPLE-WISE (AS PER NVGS) BR POLICY/POLICIES (REPLY IN Y/N)

S.NO.	QUESTIONS	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
1.	Do you have a policy/policies for....	**Yes. The Company has policies incorporating principles of Environmental, Social and Governance norms as part of its business practices.**								
2.	Has the policy being formulated in consultation with the relevant stakeholders?	**The policies have been framed in accordance with the principles laid down by SEBI, practices followed by the Company, industry practices, regulatory requirements as well as requirements of certain stakeholders. Certain policies have been framed in formal / informal consultation with certain stakeholders, where required. However, there has been no formal consultation process with all of them. The policies address concerns of the relevant stakeholders, where applicable.**								
3.	Does the policy conform to any national / international standards? If yes, specify? (50 words)	**Yes. The Company has been certified to ISO 9001: 2000 standard by the governing body Det Norske Veritas (DNV).**								
4.	Has the policy being approved by the Board? Is yes, has it been signed by MD/owner/ CEO/appropriate Board Director?	**Yes. The Business Responsibility Policy (hereinafter referred to as 'BR Policy') has been approved by the Board at its meeting held on May 05, 2016. The BR Policy has been signed by the Deputy Chairman & Managing Director.**								
5.	Does the company have a specified committee of the Board/ Director/Official to oversee the implementation of the policy?	**Yes. Company Secretary of the Company shall oversee the implementation of the BR Policy.**								
6.	Indicate the link for the policy to be viewed online?	**The BR Policy can be viewed online at : www.greatship.com**								

S.NO.	QUESTIONS	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
7.	Has the policy been formally communicated to all relevant internal and external stakeholders?	**Yes. The BR Policy has been formally communicated to the employees of the Company. The BR Policy has been communicated to the other stakeholders by way of placing the same on the website of the Company.**								
8.	Does the company have in-house structure to implement the policy/policies.	**Yes.**								
9.	Does the Company have a grievance redressal mechanism related to the policy/ policies to address stakeholders' grievances related to the policy/policies?	**Yes. The Company has a Whistle Blower Policy which can be viewed online at : www.greatship.com**								
10.	Has the company carried out independent audit/evaluation of the working of this policy by an internal or external agency?	**Yes. The working of the BR Policy is continuously evaluated by the Company internally. Certain policies are subject to independent audit / review by external agencies, such as DNV.**								

3. GOVERNANCE RELATED TO BR

- Indicate the frequency with which the Board of Directors, Committee of the Board or CEO to assess the BR performance of the Company. Within 3 months, 3-6 months, Annually, More than 1 year :

The activities forming part of BR performance are assessed internally by the Company on an ongoing basis. Mr. Bharat K. Sheth, Deputy Chairman & Managing Director also assesses the same on ongoing basis. The Board of Directors, Corporate Social Responsibility Committee, Stakeholders' Relationship Committee, Audit Committee periodically assess the BR performance forming part of their terms of reference.

- Does the Company publish a BR or a Sustainability Report? What is the hyperlink for viewing this report? How frequently it is published? :

BR Report forms part of the Annual Report of the Company. It can be viewed online at : www.greatship.com.

SECTION E: PRINCIPLE-WISE PERFORMANCE

PRINCIPLE 1: BUSINESSES SHOULD CONDUCT AND GOVERN THEMSELVES WITH ETHICS, TRANSPARENCY AND ACCOUNTABILITY

1. Does the policy relating to ethics, bribery and corruption cover only the company? Yes / No. Does it extend to the Group/Joint Ventures/ Suppliers/Contractors/NGOs/Others?

   The policies relating to ethics, bribery and corruption cover the Company. The policies do not extend to the Group companies. However, the policies cover dealings with / by the Company by / with third parties such as customers, suppliers, contractors, NGOs etc.
2. How many stakeholder complaints have been received in the past financial year and what percentage was satisfactorily resolved by the management?

   Details of investor complaints received during the year have been disclosed in the Corporate Governance Report annexed to the Board's Report. There have been no complaints by other stakeholders during the year.

PRINCIPLE 2: BUSINESSES SHOULD PROVIDE GOODS AND SERVICES THAT ARE SAFE AND CONTRIBUTE TO SUSTAINABILITY THROUGHOUT THEIR LIFE CYCLE

1. List upto 3 of your products or services whose design has incorporated social or environmental concerns, risks and/or opportunities.

   The Company is engaged in the business of providing shipping services. The Company operates its ships in accordance with applicable health, safety and environmental regulations.
2. For each such product, provide the following details in respect of resource use (energy, water, raw material etc.) per unit of product (optional) :

i) Reduction during sourcing/production/ distribution achieved since the previous year throughout the value chain?

ii) Reduction during usage by consumers (energy, water) has been achieved since the previous year?

   Considering nature of business of the Company, these details are not applicable. The details of conservation of energy by the Company are published as part of Board's report.

3. Does the company have procedures in place for sustainable sourcing (including transportation)? i. If yes, what percentage of your inputs was sourced sustainably? Also, provide details thereof, in about 50 words or so.

   Considering the nature of business of the Company, these details are not applicable.
4. Has the company taken any steps to procure goods and services from local & small producers, including communities surrounding their place of work? If yes, what steps have been taken to improve their capacity and capability of local and small vendors?

Wherever feasible the Company procures goods and services from local and small vendors in vicinity. The local and small producers cannot fulfil the major sourcing requirements of the Company, which is ships and fuel oil.

5. Does the company have a mechanism to recycle products and waste? If yes what is the percentage of recycling of products and waste (separately as <5%, 5-10%, >10%). Also, provide details thereof, in about 50 words or so.
   Considering the nature of business of the Company, these details are not applicable.

PRINCIPLE 3: BUSINESSES SHOULD PROMOTE THE WELL BEING OF ALL EMPLOYEES

1. Please indicate the Total number of employees.
   Shore staff : 462
   Floating staff : 1,795
2. Please indicate the Total number of employees hired on temporary/contractual/casual basis.
   Shore staff : 252
   Floating staff : 705
3. Please indicate the Number of permanent women employees.
   Shore staff : 37
   Floating staff : 2
4. Please indicate the Number of permanent employees with disabilities
   Nil
5. Do you have an employee association that is recognized by management.
   Yes.
6. What percentage of your permanent employees is members of this recognized employee association?
   Shore staff : 16%
   Floating staff : 100%
7. Please indicate the number of complaints relating to child labour, forced labour, involuntary labour, sexual harassment in the last financial year and pending, as on the end of the financial year.

S. NO.	CATEGORY	NO OF COMPLAINTS FILED DURING THE FINANCIAL YEAR	NO OF COMPLAINTS PENDING AS ON END OF THE FINANCIAL YEAR
1	Child labour/forced labour/involuntary labour	Nil	Nil
2	Sexual harassment	Nil	Nil
3	Discriminatory employment	Nil	Nil

8. What percentage of your under mentioned employees were given safety & skill up-gradation training in the last year?
   » Permanent Employees
   Shore staff : 85%
   Floating staff : 95%
   » Permanent Women Employees
   Shore staff : 80%
   Floating staff : 100%
   » Casual/Temporary/Contractual Employees
   Shore staff : 80%
   Floating staff : 80%
   » Employees with Disabilities
   NA

PRINCIPLE 4: BUSINESSES SHOULD RESPECT THE INTERESTS OF, AND BE RESPONSIVE TOWARDS ALL STAKEHOLDERS, ESPECIALLY THOSE WHO ARE DISADVANTAGED, VULNERABLE AND MARGINALIZED.

1. Has the company mapped its internal and external stakeholders?
   Yes. The Company considers following as its stakeholders:
   - **Shareholders and debenture holders of the Company**

- **Employees of the Company**
- **Directors of the Company**
- **Customers, contractors and third-party intermediaries engaged by the Company, such as agents and consultants**

2. Out of the above, has the company identified the disadvantaged, vulnerable & marginalized stakeholders.

   The Company does not consider any of its aforesaid stakeholders as disadvantaged, vulnerable & marginalized.

3. Are there any special initiatives taken by the company to engage with the disadvantaged, vulnerable and marginalized stakeholders. If so, provide details thereof, in about 50 words or so.

   The Company, through Great Eastern CSR Foundation has identified promoting education and knowledge enhancement as its focus areas for social upliftment. Accordingly, the Company strives to provide quality education to underprivileged children, training to teachers and funding assistance to schools.

   The Company's Great Eastern Institute of Maritime Studies situated at Lonavala is a state of the art maritime institute sprawled over 18 acres of land. The objective of the Institute is to equip / empower young trained pool of professionals to enter the Shipping and Offshore Oil and Gas industry.

PRINCIPLE 5: BUSINESSES SHOULD RESPECT AND PROMOTE HUMAN RIGHTS

1. Does the policy of the company on human rights cover only the company or extend to the Group/Joint Ventures/Suppliers/ Contractors/ NGOs/Others?

   The policies relating to human rights cover the Company. The policies also cover dealings with / by the Company by / with third parties such as customers, suppliers, etc.

2. How many stakeholder complaints have been received in the past financial year and what percent was satisfactorily resolved by the management?

   No complaints have been received in the FY 2018-19.

PRINCIPLE 6: BUSINESS SHOULD RESPECT, PROTECT, AND MAKE EFFORTS TO RESTORE THE ENVIRONMENT

1. Does the policy related to Principle 6 cover only the company or extends to the Group/Joint Ventures/Suppliers/Contractors/ NGOs/ others.

   The policies relating to environment protection cover the Company. The policies also cover dealings with / by the Company by / with third parties such as customers, suppliers, etc.

2. Does the company have strategies/ initiatives to address global environmental issues such as climate change, global warming, etc? Y/N. If yes, please give hyperlink for webpage etc.

   Yes. The initiatives to address environmental issues have been described in the Board's Report.

3. Does the company identify and assess potential environmental risks? Y/N

   Yes.

4. Does the company have any project related to Clean Development Mechanism? If so, provide details thereof, in about 50 words or so. Also, if Yes, whether any environmental compliance report is filed?

   The Clean Development Mechanism is not applicable to the shipping industry. However, the Company operates its ships in accordance with applicable emission norms.

5. Has the company undertaken any other initiatives on – clean technology, energy efficiency, renewable energy, etc. Y/N. If yes, please give hyperlink for web page etc.

   The initiatives on energy efficiency have been described in the Board's Report.

6. Are the Emissions/Waste generated by the company within the permissible limits given by CPCB/SPCB for the financial year being reported?

   Not applicable.

7. Number of show cause/ legal notices received from CPCB/SPCB which are pending (i.e. not resolved to satisfaction) as on end of Financial Year.

   Not applicable.

PRINCIPLE 7: BUSINESSES, WHEN ENGAGED IN INFLUENCING PUBLIC AND REGULATORY POLICY, SHOULD DO SO IN A RESPONSIBLE MANNER

1. Is your company a member of any trade and chamber or association? If Yes, Name only those major ones that your business deals with:

   The Company is a member of following chambers / associations:

- **Indian National Shipowners' Association**
- **Bombay Chamber of Commerce and Industry**
- **Federation of Indian Export Organisations**
- **Services Export Promotion Council**

2. Have you advocated/lobbied through above associations for the advancement or improvement of public good? Yes/No; if yes specify the broad areas (drop box : Governance and Administration, Economic Reforms, Inclusive Development Policies, Energy security, Water, Food Security, Sustainable Business Principles, Others)

   The Company supports / participates in the initiatives of above associations.

PRINCIPLE 8: BUSINESSES SHOULD SUPPORT INCLUSIVE GROWTH AND EQUITABLE DEVELOPMENT

1. Does the company have specified programmes/initiatives/projects in pursuit of the policy related to Principle 8? If yes details thereof.

   The Company strives to provide quality education to underprivileged children, training to teachers and funding assistance to schools as part of its CSR initiatives. It also participates in holistic rural development programmes.

   The Company's Great Eastern Institute of Maritime Studies situated at Lonavala equips / empowers young trained pool of professionals to enter the Shipping and Offshore Oil and Gas industry.

2. Are the programmes/projects undertaken through in-house team/own foundation/external NGO/government structures/any other organization?

   All the CSR activities of the Company and its subsidiaries are handled by Great Eastern CSR Foundation. The Great Eastern CSR Foundation undertakes the same in partnership with a number of different NGOs.

3. Have you done any impact assessment of your initiative?

   Great Eastern CSR Foundation monitors its CSR projects on a regular basis. The social impact of the initiatives taken by the Foundation has been described in the CSR sections of the Annual Report.

4. What is your company's direct contribution to community development projects- Amount in INR and the details of the projects undertaken.

   The details of projects undertaken by Great Eastern CSR Foundation have been described in detail as CSR Sections of the Annual Report.

5. Have you taken steps to ensure that this community development initiative is successfully adopted by the community? Please explain in 50 words, or so.

   The Company's CSR initiatives are undertaken in partnership with NGOs. As a policy, the Company joins hands with only those NGOs who have a good track record. The services of those NGOs are greatly appreciated by the neighbourhood where they work. The project management team of the Great Eastern CSR Foundation monitors the initiatives on regular basis in various ways, including site visits and interaction with the target beneficiaries.

PRINCIPLE 9: BUSINESSES SHOULD ENGAGE WITH AND PROVIDE VALUE TO THEIR CUSTOMERS AND CONSUMERS IN A RESPONSIBLE MANNER

1. What percentage of customer complaints/consumer cases are pending as on the end of financial year.

   All the customer complaints have been duly attended. There were no customer complaints against the Company pending as on 31st March, 2019.

2. Does the company display product information on the product label, over and above what is mandated as per local laws? Yes/ No/N.A. / Remarks (additional information)

   Not applicable.

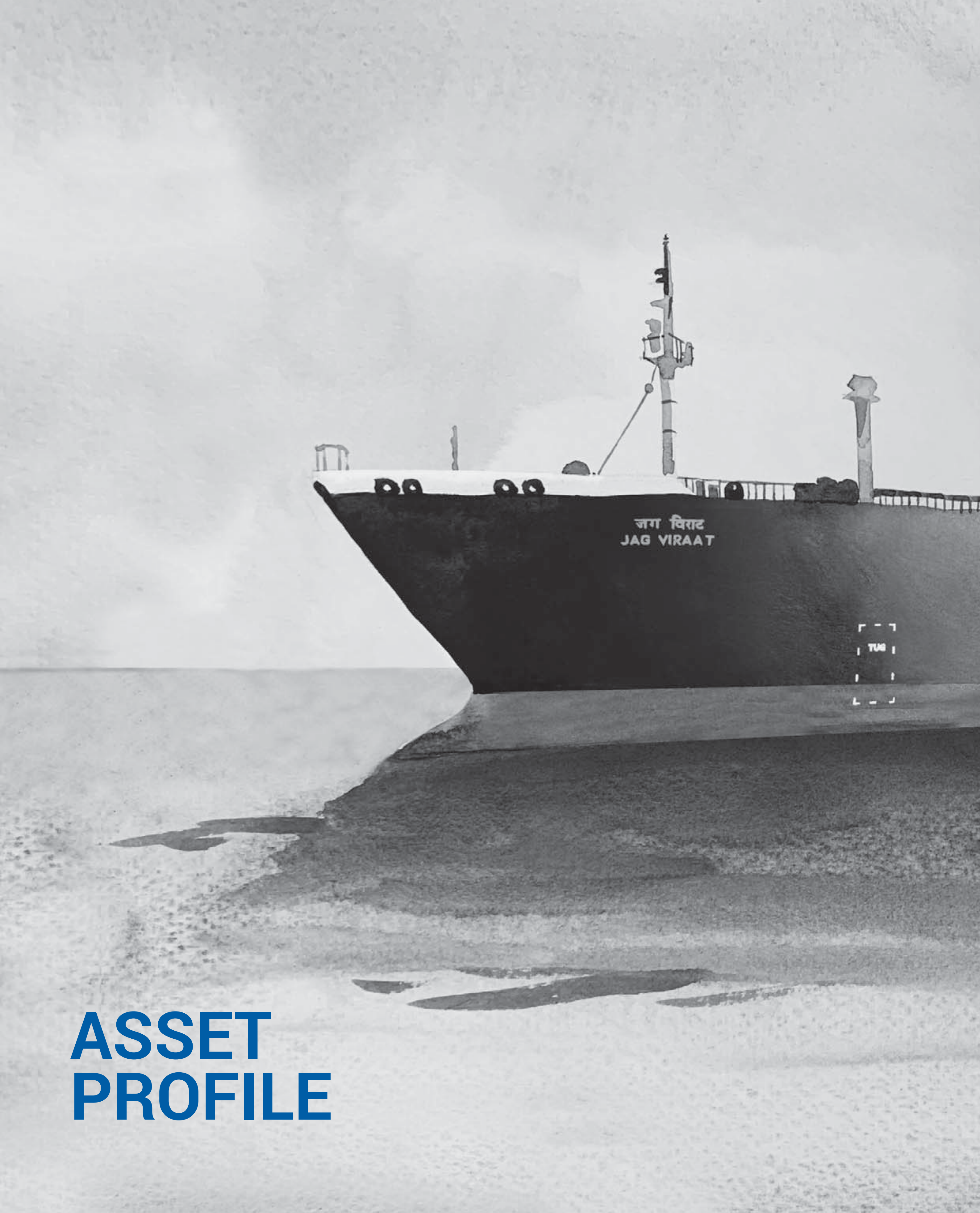
3. Is there any case filed by any stakeholder against the company regarding unfair trade practices, irresponsible advertising and/or anti-competitive behaviour during the last five years and pending as on end of financial year. If so, provide details thereof, in about 50 words or so.

   There were no such cases against the Company.

4. Did your company carry out any consumer survey/ consumer satisfaction trends?

   Considering nature of its business, the Company does not carry out any formal consumer survey / consumer satisfaction trends. However, the Company is in constant dialogue with its clients and seeks their feedback on the services rendered.

   Backed by an enviable clientele comprising industry leaders, international oil companies who vouch for its services, the Company has earned the status of being a preferred shipping service provider. With a thorough understanding of the evolving market needs, the Company is well-equipped to anticipate the demands of its clients and to deliver on its commitments, successfully and satisfactorily.



ASSET PROFILE

Jag Viraat – LPG Carrier : Acquired in April 2018

FLEET AS ON 31ST MARCH 2019

TYPE			VESSEL NAME	DWT (MT)	YR BUILT	AVERAGE AGE (YRS)
CRUDE OIL CARRIERS	**SUEZMAX**	1	JAG LALIT	158,344	2005	
		2	JAG LOK	158,280	2005	
		3	JAG LATEEF	147,092	2000	
		4	JAG LAKSHITA	147,092	2000	
		5	JAG LAADKI	150,284	2000	
		6	JAG LEENA	157,642	2010	
		7	JAG LAKSHYA	157,642	2011	
		7		**1,076,376**		**14.39**
	AFRAMAX	1	JAG LYALL	110,531	2006	
		2	JAG LATA	105,716	2003	
		3	JAG LAVANYA	105,010	2004	
		4	JAG LEELA	105,525	2011	
		5	JAG LAXMI	105,525	2012	
		5		**532,307**		**11.78**
	TOTAL TONNAGE (DWT)	**1,608,683**				
	NO. OF SHIPS	**12**				
	AVERAGE AGE (YRS)	**13.53**				
	% OF TOTAL TONNAGE	**41%**				
PRODUCT CARRIERS	**LONG RANGE TWO**	1	JAG LOKESH	105,900	2009	
		1		**105,900**		**9.84**
	LONG RANGE ONE	1	JAG AABHA	74,841	2008	
		2	JAG AANCHAL	74,811	2008	
		3	JAG AMISHA	74,889	2009	
		4	JAG APARNA	74,859	2009	
		4		**299,400**		**10.12**
	MEDIUM RANGE	1	JAG PAHEL	46,319	2004	
		2	JAG PANKHI	46,273	2003	
		3	JAG PRABHA	47,999	2004	
		4	JAG PRAKASH	47,848	2007	
		5	JAG PUSHPA	47,848	2007	
		6	JAG PRERANA	47,824	2007	
		7	JAG PRANAV	51,383	2005	
		8	JAG PRANAM	48,694	2004	
		9	JAG PADMA	47,999	2005	
		10	JAG POOJA	48,539	2005	
		11	JAG PUNIT	49,717	2016	
		12	JAG PAVITRA	51,464	2008	
		12		**581,907**		**12.41**
	TOTAL TONNAGE (DWT)	**987,207**				
	NO. OF SHIPS	**17**				
	AVERAGE AGE (YRS)	**11.44**				
	% OF TOTAL TONNAGE	**25%**				

TYPE			VESSEL NAME	DWT (MT)	YR BUILT	AVERAGE AGE (YRS)
GAS CARRIERS	LPG CARRIERS	1	JAG VISHNU	49,353	1994	
		2	JAG VIDHI	49,849	1996	
		3	JAG VIJAYA	26,897	1997	
		4	JAG VIRAAT	54,450	2007	
		5	JAG VAYU	38,427	1996	
		6	JAG VASANT	54,490	2006	
		6		**273,466**		**18.91**
	TOTAL TONNAGE (DWT)	**273,466**				
	NO. OF SHIPS	**6**				
	AVERAGE AGE (YRS)	**18.91**				
	% OF TOTAL TONNAGE	**7%**				
DRY BULK CARRIERS	CAPESIZE	1	JAG ANAND	179,250	2011	
		1		**179,250**		**7.81**
	KAMSARMAX	1	JAG AARATI	80,324	2011	
		2	JAG ADITI	80,325	2011	
		3	JAG ARNAV	81,732	2015	
		4	JAG AJAY	82,094	2016	
		5	JAG AALOK	82,023	2016	
		6	JAG AKSHAY	82,044	2016	
		7	JAG AMAR	82,094	2017	
		7		**570,636**		**4.26**
	SUPRAMAX	1	JAG ROHAN	52,450	2006	
		2	JAG RISHI	56,719	2011	
		3	JAG RANI	56,820	2011	
		4	JAG ROOPA	52,454	2006	
		5	JAG RADHA	58,133	2009	
		5		**276,576**		**10.06**
	TOTAL TONNAGE (DWT)	**1,026,462**				
	NO. OF SHIPS	**13**				
	AVERAGE AGE (YRS)	**6.44**				
	% OF TOTAL TONNAGE	**26%**				
FLEET TOTAL						
TOTAL TONNAGE (DWT)		**3,895,818**				
NO. OF SHIPS		**48**				
AVERAGE AGE (YRS)		**11.34**				

ACQUISITIONS AND SALES DURING FY 2018-19

ACQUISITIONS

CATEGORY	VESSEL NAME	DWT (MT)	YR BUILT	MONTH OF ACQUISITION
LPG Carrier	JAG VIRAAT	54,450	2007	Apr-2018
	JAG VAYU	38,427	1996	May-2018
	JAG VASANT	54,490	2006	Sep-2018

SALES

CATEGORY	VESSEL NAME	DWT (MT)	YR BUILT	MONTH OF SALE
Supramax	JAG RATAN	52,179	2001	Jul-2018
Kamsarmax	JAG ARYA	80,480	2011	Dec-2018

CONTRACTED TO SELL

CATEGORY	VESSEL NAME	DWT (MT)	YR BUILT	EXPECTED DELIVERY
LPG Carrier	JAG VISHNU	49,353	1994	Q1-FY2020

SUBSIDIARIES FLEET AS ON MARCH 31, 2019

GREATSHIP (INDIA) LIMITED AND ITS SUBSIDIARIES

CATEGORY			VESSEL NAME	COMPANY #	DWT (MT)	YEAR BUILT	AV. AGE (YEARS)
OFFSHORE SUPPORT VESSELS	PLATFORM SUPPLY VESSELS	1	m.v. Greatship Dipti	GIL	3,329	2005	
		2	m.v. Greatship Dhriti	GIL	3,329	2008	
		3	m.v. Greatship Dhwani	GIL	3,304	2008	
		4	m.v. Greatship Prachi	GIL	4,194	2015	
		4			**14,156**		**9.63**
	ANCHOR HANDLING TUG CUM SUPPLY VESSELS	1	m.v. Greatship Anjali	GIL	2,188	2008	
		2	m.v. Greatship Amrita	GIL	2,045	2008	
		3	m.v. Greatship Asmi	GIL	1,634	2009	
		4	m.v. Greatship Ahalya	GIL	1,643	2009	
		5	m.v. Greatship Aarti	GIL	1,650	2009	
		6	m.v. Greatship Vidya	GIL	3,289	2012	
		7	m.v. Greatship Vimla	GIL	3,311	2012	
		8	m.v. Greatship Aditi	GIL*	2,045	2009	
		8			**17,805**		**9.47**
	MULTI-PURPOSE PLATFORM SUPPLY AND SUPPORT VESSELS	1	m.v. Greatship Maya	GGOS	4,252	2009	
		2	m.v. Greatship Manisha	GGOS	4,221	2010	
		2			**8,473**		**8.94**
	ROV SUPPORT VESSELS	1	m.v. Greatship Ramya	GGOS**	2,242	2010	
		2	m.v. Greatship Rohini	GIL	3,684	2010	
		3	m.v. Greatship Rashi	GIL	3,609	2011	
		4	m.v. Greatship Roopa	GIL	3,656	2012	
		5	m.v. Greatship Rachna	GIL	3,674	2012	
		5			**16865**		**7.63**
	TOTAL OFFSHORE SUPPORT VESSELS						
	NUMBER	**19**					
	TOTAL TONNAGE (DWT)	**57,299**					
	AVERAGE AGE (YEARS)	**8.96**					
DRILLING UNITS	350' JACK UP RIGS	1	Greatdrill Chitra	GIL	N.A.	2009	
		2	Greatdrill Chetna	GIL	N.A.	2009	
		3	Greatdrill Chaaya	GIL	N.A.	2013	
		4	Greatdrill Chaaru	GIL	N.A.	2015	
		4				**7.45**	
	TOTAL DRILLING UNITS						
	NUMBER	**4**					
	AVERAGE AGE (YEARS)	**7.45**					

 # GIL stands for 'Greatship (India) Limited';
GGOS stands for 'Greatship Global Offshore Services Pte. Ltd.'
** Acquired from GGOS on February 15, 2019*
*** Acquired from GIL on April 8, 2019*

FINANCIAL STATEMENTS

Deck of Jag Amar – Kamsarmax Dry Bulk Carrier

THE YEAR AT A GLANCE (CONSOLIDATED)

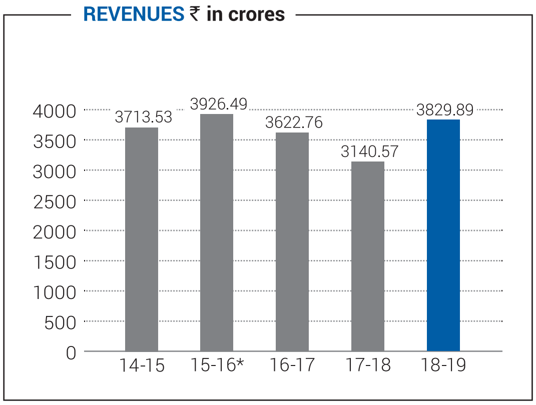
	MARCH 31, 2019		MARCH 31, 2018	
	₹ (IN CRORES)	US$ (IN MILLIONS)	₹ (IN CRORES)	US$ (IN MILLIONS)
	(EXCEPT FOR EARNINGS, CASH EARNINGS AND DIVIDEND PER SHARE)			
FOR THE YEAR				
Total Revenue	**3829.89**	**551**	3140.57	487
Operating Profit (PBIDT)	**1359.14**	**195**	1509.04	234
Net Profit	**(21.45)**	**(3)**	(210.49)	(33)
Cash Profit	**760.59**	**109**	1034.57	160
Earnings per share (₹/US$)	**(1.42)**	**(0.02)**	(13.96)	(0.22)
Cash earnings per share (₹/US$)	**50.44**	**0.73**	68.61	1.06
Dividend per share (₹/US$)	**5.40**	**0.08**	7.20	0.11
Return on Equity (percentage)	**(0.31)**	**(0.31)**	(2.97)	(2.97)
AT THE END OF THE YEAR				
Total assets	**14370.22**	**2078**	14663.85	2250
Fixed assets	**9631.48**	**1393**	9822.00	1507
Total debt	**5998.94**	**868**	6213.34	953
Net worth	**6809.67**	**985**	6927.73	1063
Equity Capital	**150.78**	**22**	150.78	23

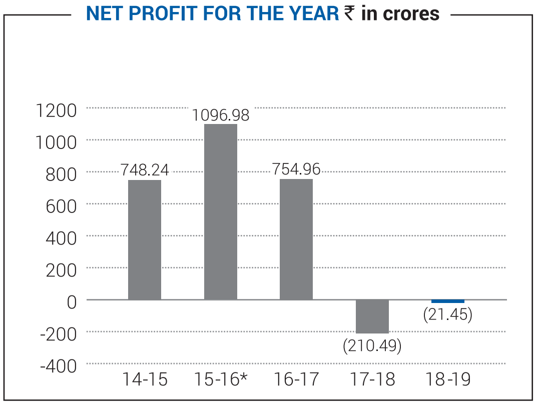
Note:

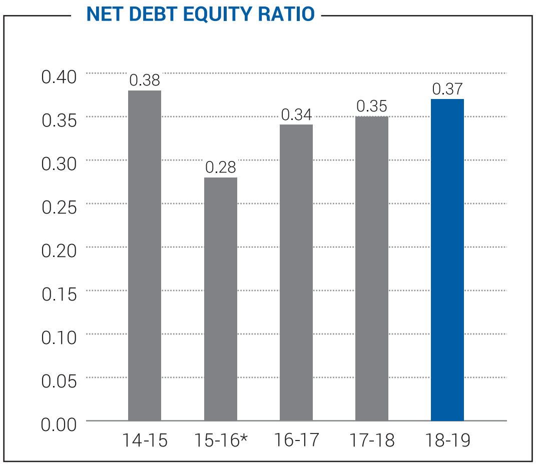
Figures in US$ are arrived at by converting Rupee figures at the average conversion rate for all for the year items and at closing rate for all year end items, as given below, to facilitate comparison.

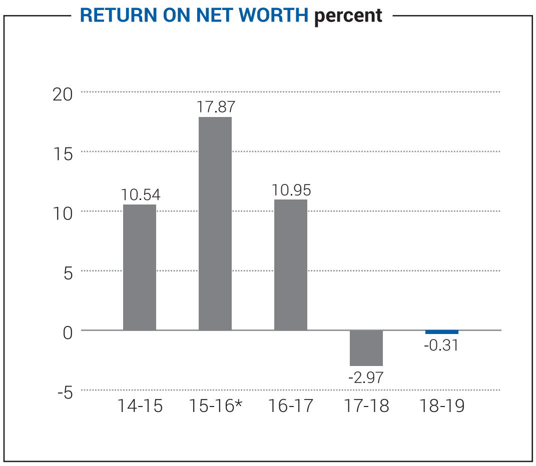
		₹/US$
EXCHANGE RATE	**2018-19**	**2017-18**
-Average	**69.57**	64.48
-Closing	**69.15**	65.175

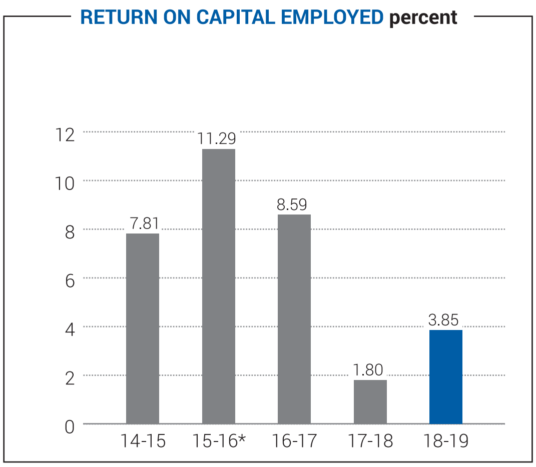
FINANCIAL HIGHLIGHTS (CONSOLIDATED)

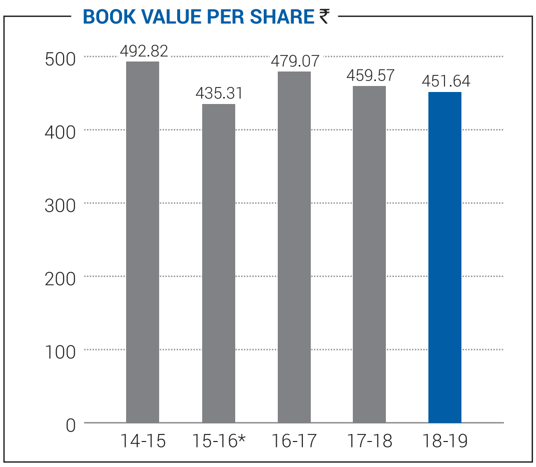












** Figures are restated as per Ind AS*

5 YEARS AT A GLANCE (CONSOLIDATED)

(₹ in crores)

	PREVIOUS GAAP	IND AS			
	2014-15	**2015-16**	**2016-17**	**2017-18**	**2018-19**
PROFIT & LOSS A/C					
Total Revenues	3713.53	3926.49	3622.76	3140.57	3829.89
Operating profit (PBIDT)	1708.74	2267.07	2121.44	1509.04	1359.14
Net Profit (PAT)	748.24	1096.98	754.96	(210.49)	(21.45)
BALANCE SHEET					
What the Company Owned					
Fixed Assets	11114.89	9253.13	10326.69	9822.00	9631.48
Investments, other assets less liabilities and provisions	2854.44	3057.14	3701.21	3526.82	3356.99
Deferred Taxation (Net)	0.90	12.15	11.18	-	-
TOTAL	**13970.23**	**12322.42**	**14039.08**	**13348.82**	**12988.47**
What the Company Owed					
Loans (including current portion)	6539.61	5758.94	6815.75	6213.34	5998.94
Deferred Taxation (Net)	-	-	-	207.75	179.86
TOTAL	**6539.61**	**5758.94**	**6815.75**	**6421.09**	**6178.80**
Shareholders' Funds					
Equity Share Capital	150.78	150.78	150.78	150.78	150.78
Reserves & Surplus	7279.84	6412.70	7072.55	6776.95	6658.89
TOTAL	**7430.62**	**6563.48**	**7223.33**	**6927.73**	**6809.67**
Gross Debt-Equity ratio	0.88:1	0.88:1	0.94:1	0.90:1	0.88:1
Net Debt-Equity ratio	0.38:1	0.28:1	0.34:1	0.35:1	0.37:1
Return on Net Worth (%)	10.54	17.87	10.95	(2.97)	(0.31)
Earning Per Share (in ₹)	49.63	72.76	50.07	(13.96)	(1.42)

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF THE GREAT EASTERN SHIPPING COMPANY LIMITED

REPORT ON THE AUDIT OF THE STANDALONE FINANCIAL STATEMENTS

OPINION

We have audited the accompanying standalone financial statements of **The Great Eastern Shipping Company Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2019, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019, and its loss, total comprehensive loss, its changes in equity and cash flows for the year ended on that date.

BASIS FOR OPINION

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

KEY AUDIT MATTER	AUDITOR'S RESPONSE
Assessment of recoverable amounts of vessels – (Refer note 2(h) and 3 of the standalone financial statements)	
As at 31 March 2019, the carrying amounts of the Company's vessels was ₹ 5,428.65 crores, representing 53% of the total assets. The Company reviews the carrying amount of its vessels on an annual basis to determine if there is an indication of impairment considering the volatility and cyclical nature of shipping industry. The impairment assessment requires management to consider both internal and external sources of information, in determining whether there is any indication that any vessel may have been impaired, which include significant decline in market value of the vessels, or evidence of obsolescence or physical damage.	Our procedures included but were not limited to: - Obtaining a detailed understanding of key controls and processes with regard to identification of impairment indications, and assessment of recoverable amounts of the vessels, where such indications exist, and testing operating effectiveness of such controls. - Evaluating and challenging the key inputs and assumptions considered for cash flow forecasts for estimating 'value in use' especially related to charter hire rates and operating costs with reference to historical performance, and those considered for discount rate for which we also involved our internal experts. - Assessing the accuracy of the 'value-in-use' model by assessing the methodology applied in determining the value-in-use compared with the requirements of Ind AS 36 'Impairment of Assets', and checking the integrity of the 'value-in-use' model.

KEY AUDIT MATTER	AUDITOR'S RESPONSE
The management assesses recoverable amounts of each of the vessels where such indications exist, based on higher of fair value of the vessels less cost to sell, and value in use. The fair value of the vessels is determined based on the valuations provided by independent professional valuers, which are based on brokers' price ideas and brokers' market knowledge. The 'value in use' is determined by discounting the estimated future cash flows of relevant vessels to present value using various estimates and assumptions related to charter hire rates, revenue days, operating and other expenses, and discount rate.	- Assessing adequacy and appropriateness of the disclosures in the financial statements.

INFORMATION OTHER THAN THE FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Board's Report, Corporate Governance Report, Business Responsibility Report, The Year at a Glance, Financial Highlights and 5 Years at a Glance, but does not include the standalone financial statements, consolidated financial statements and our auditor's report thereon.

Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

MANAGEMENT'S RESPONSIBILITY FOR THE STANDALONE FINANCIAL STATEMENTS

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

AUDITOR'S RESPONSIBILITY FOR THE AUDIT OF THE STANDALONE FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the standalone financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by Section 143(3) of the Act, based on our audit we report, to the extent applicable that :

   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

   b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

   c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the relevant books of account.

d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.

e) On the basis of the written representations received from the directors as on March 31, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019 from being appointed as a director in terms of Section 164(2) of the Act.

f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended.

   In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us :

   i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements.

   ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.

   iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W - 100018)

Samir R. Shah
Partner
(Membership No. 101708)

Mumbai, May 6, 2019

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of The Great Eastern Shipping Company Limited ("the Company") as of March 31, 2019 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained, is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

MEANING OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

OPINION

In our opinion, to the best of our information and according to the explanations given to us the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2019, based on the criteria for internal financial control over financial reporting established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W - 100018)

Samir R. Shah
Partner
(Membership No. 101708)

Mumbai, May 6, 2019

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

(I) In respect of the Company's property, plant and equipment :

(a) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment.

(b) The Company has a program of verification of property, plant and equipment to cover all the items in a phased manner over a period of three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain property, plant and equipment were physically verified by the Management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.

(c) According to the information and explanations given to us, the records examined by us and based on the examination of the sale deed/ transfer deed/ conveyance deed provided to us, we report that, the title deeds, comprising all the immovable properties of land and buildings which are freehold, are held in the name of the Company as at the balance sheet date. In respect of immovable property amounting to ₹ 43.72 crores taken on lease and disclosed as property, plant and equipment in the financial statements, the deed of assignment is yet to be transferred in the name of the Company.

(II) As explained to us, the inventories were physically verified during the year by the Management at reasonable intervals and no material discrepancies were noticed on physical verification.

(III) The Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnership or other parties covered in the register maintained under section 189 of the Act. Therefore, provisions of the clause 3 (iii) of the Order are not applicable to the Company.

(IV) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Section 186 of the Act in respect of making investments. According to the information and explanations given to us, the Company has not granted any loans or provided guarantees or securities to parties covered under sections 185 and 186 of the Act.

(V) According to the information and explanations given to us, the Company has not accepted any deposit within the meaning of Section 73 to Section 76 of the Act during the year and does not have any unpaid deposits as at March 31, 2019. Therefore, the provisions of clause 3(v) of the Order are not applicable to the Company.

(VI) The maintenance of cost records has not been specified by the Central Government under section 148(1) of the Act for business activities carried out by the Company. Therefore, the provisions of clause (vi) of the Order are not applicable to the Company.

(VII) According to the information and explanations given to us, in respect of statutory dues :

(a) The Company has been generally regular in depositing undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income-tax, Customs Duty, Goods and Services Tax, Cess and other material statutory dues applicable to it with the appropriate authorities.

(b) There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income-tax, Customs Duty, Goods and Services Tax, Cess and other material statutory dues in arrears as at March 31, 2019 for a period of more than six months from the date they became payable.

(c) Details of dues of Income-tax, Sales Tax and Customs Duty which have not been deposited as on March 31, 2019 on account of disputes are given below :

NAME OF STATUTE	NATURE OF DUES	PERIOD FOR WHICH THE AMOUNT RELATES	FORUM WHERE DISPUTE IS PENDING	AMOUNT (INR CRORE)*
The Central Sales Tax Act, 1956	Sales Tax	1998-99	The Sales Tax Appellate Tribunal	1.67
The Bombay Sales Tax Act, 1959	Sales Tax	1998-99	The Sales Tax Appellate Tribunal	4.56
Customs Act, 1962	Custom Duty regarding vessels at different ports	2009-10	Commissioner of Customs (Appeal), Jamnagar	0.04
		2010-11 to 2011-12	CESTAT, Ahmedabad	0.51
		2011-12	Commissioner of Customs (Appeal), Bhubaneshwar	0.02
		2012-13	The High Court at Ahmedabad, Bhubaneshwar and Chennai	5.55
		2012-13	Commissioner of Customs (Appeal), Jamnagar	0.37
		2013-14	Commissioner of Customs (Appeal), Kolkata	0.01
Income Tax Act, 1961	Income Tax	2007-08 to 2009-10	Income Tax Appellate Tribunal, Mumbai	0.91
		2013-14	Assistant Commissioner of Income Tax	7.71
		2011-12 to 2018-19	Deputy Commissioner of Income Tax	5.02

* These amounts are net of duty paid under protest ₹ 21.11 crores

(VIII) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings to banks or debenture holders. The Company has not taken any loan from financial institution or government.

(IX) In our opinion and according to the information and explanations given to us, the term loans have been applied by the Company during the year for the purposes for which they were raised other than temporary deployment pending application of proceeds. The Company has not raised moneys by way of initial public offer or further public offer during the year.

(X) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or no material fraud on the Company by its officers or employees has been noticed or reported during the year.

(XI) In our opinion and according to the information and explanations given to us, the Company has paid / provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.

(XII) The Company is not a Nidhi Company. Therefore, the provisions of clause (xii) of the Order are not applicable to the Company.

(XIII) In our opinion and according to the information and explanations given to us, the Company is in compliance with Section 177 and 188 of the Act where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.

(XIV) During the year, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures. Therefore, the provisions of clause (xiv) of the Order are not applicable to the Company.

(XV) In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its directors or directors of its subsidiary companies or persons connected with them. Therefore, the provisions of clause (xv) of the Order are not applicable to the Company.

(XVI) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W - 100018)

Samir R. Shah
Partner
(Membership No. 101708)

Mumbai, May 6, 2019

BALANCE SHEET AS AT MARCH 31, 2019

(₹ in crores)

PARTICULARS	NOTE NO.	AS AT 31/03/2019	AS AT 31/03/2018
ASSETS :			
I. NON-CURRENT ASSETS :			
(a) Property, Plant and Equipment	3	**5534.83**	5541.13
(b) Capital Work-in-progress	3	**13.36**	7.63
(c) Intangible Assets	4	**0.88**	1.09
(d) Intangible Assets under development	4	**0.12**	-
(e) Financial Assets			
(i) Non-Current Investments	5	**1684.74**	1682.28
(ii) Other Financial Assets	6	**31.80**	107.92
(f) Current Tax Assets (net)	7	**84.80**	66.15
(g) Other Non-Current Assets	8	**71.17**	0.93
		7421.70	7407.13
II. CURRENT ASSETS :			
(a) Inventories	9	**135.34**	96.27
(b) Financial Assets			
(i) Current Investments	10	**470.79**	754.21
(ii) Trade Receivables	11	**201.81**	159.22
(iii) Cash and Cash Equivalents	12	**773.18**	296.81
(iv) Bank Balances other than (iii) above	13	**1054.02**	1618.09
(v) Other Financial Assets	6	**185.77**	166.14
(c) Other Current Assets	8	**26.95**	39.80
		2847.86	3130.54
III. ASSET CLASSIFIED AS HELD FOR SALE	41	**71.17**	-
TOTAL ASSETS		**10340.73**	10537.67
EQUITY AND LIABILITIES :			
I. EQUITY :			
(a) Equity Share Capital	14	**150.78**	150.78
(b) Other Equity	15	**4914.94**	5074.64
		5065.72	5225.42
II. NON-CURRENT LIABILITIES :			
(a) Financial Liabilities			
(i) Borrowings	16	**3307.69**	3576.44
(ii) Other Financial Liabilities	17	**357.96**	511.85
(b) Provisions	18	**29.81**	27.24
		3695.46	4115.53
III. CURRENT LIABILITIES :			
(a) Financial Liabilities			
(i) Borrowings	16	**-**	171.02
(ii) Trade Payables	19		
(a) total outstanding dues of micro enterprises and small enterprises		**2.05**	3.36
(b) total outstanding dues of creditors other than micro enterprises and small enterprises		**224.71**	183.02
(iii) Other Financial Liabilities	17	**1271.35**	758.89
(b) Other Current Liabilities	20	**54.21**	56.04
(c) Provisions	18	**5.48**	4.53
(d) Current Tax Liabilities (net)	21	**21.75**	19.86
		1579.55	1196.72
TOTAL EQUITY AND LIABILITIES		**10340.73**	10537.67

The accompanying notes are an integral part of the financial statements

As per our Report of even date
For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
Firm Regn. No. : 117366W / W - 100018
Samir R. Shah
Partner
M. No. : 101708

G. Shivakumar
Executive Director & CFO
(DIN : 03632124)
Jayesh M. Trivedi
Company Secretary
(M. No. : 2822)

For and on behalf of the Board
K. M. Sheth
Chairman
(DIN : 00022079)
Bharat K. Sheth
Deputy Chairman & Managing Director
(DIN : 00022102)

Cyrus Guzder
Director
(DIN : 00080358)

Mumbai : May 6, 2019.

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2019

(₹ in crores)

PARTICULARS	NOTE NO.	CURRENT YEAR	PREVIOUS YEAR
I. Revenue from Operations	22	**2651.27**	2061.03
II. Other Income	23	**262.14**	132.26
III. TOTAL INCOME (I + II)		**2913.41**	2193.29
IV. EXPENSES :			
Fuel Oil and Water		**583.38**	321.43
Port, Light and Canal Dues		**252.48**	175.07
Consumption of Spares and Stores		**164.94**	143.36
Employee Benefits Expense	24	**468.36**	435.42
Finance Costs	25	**361.64**	328.20
Depreciation and Amortisation Expense	26	**509.45**	491.49
Other Expenses	27	**579.63**	131.13
TOTAL EXPENSES		**2919.88**	2026.10
V. PROFIT/(LOSS) BEFORE TAX (III - IV)		**(6.47)**	167.19
VI. TAX EXPENSE :			
- Current Tax	28	**33.00**	39.00
- MAT Credit Utilised	28	**(20.00)**	(32.00)
		13.00	7.00
VII. PROFIT/(LOSS) FOR THE YEAR (V - VI)		**(19.47)**	160.19
VIII. OTHER COMPREHENSIVE INCOME			
A. (i) Items that will not be reclassified to profit or loss			
(a) Remeasurement of defined employee benefit plans		**(2.08)**	3.42
		(2.08)	3.42
(ii) Income tax relating to items that will not be reclassified to profit or loss		**-**	-
B. (i) Items that may be reclassified to profit or loss			
(a) Effective portion of gains/(losses) on designated portion of hedging instruments in a cash flow hedge		**(3.95)**	11.37
(b) Movement in Foreign Currency Monetary Item Translation Reserve		**(1.58)**	1.62
		(5.53)	12.99
(ii) Income tax relating to items that may be reclassified to profit or loss		**-**	-
Other Comprehensive Income (A(i-ii)+B(i-ii))		**(7.61)**	16.41
IX. TOTAL COMPREHENSIVE INCOME (VII + VIII)		**(27.08)**	176.60
X. EARNINGS PER EQUITY SHARE : (IN ₹)	29		
(Face value per share ₹ 10/-)			
- Basic		**(1.29)**	10.62
- Diluted		**(1.29)**	10.60

The accompanying notes are an integral part of the financial statements

As per our Report of even date
For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
Firm Regn. No. : 117366W / W - 100018

Samir R. Shah
Partner
M. No. : 101708

G. Shivakumar
Executive Director & CFO
(DIN : 03632124)

Jayesh M. Trivedi
Company Secretary
(M. No. : 2822)

For and on behalf of the Board

K. M. Sheth
Chairman
(DIN : 00022079)

Cyrus Guzder
Director
(DIN : 00080358)

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

Mumbai : May 6, 2019.

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2019

I. EQUITY SHARE CAPITAL

(₹ in crores)

BALANCE AS AT APRIL 1, 2017	CHANGES IN EQUITY SHARE CAPITAL DURING THE YEAR	BALANCE AS AT MARCH 31, 2018
150.78	-	150.78

BALANCE AS AT APRIL 1, 2018	CHANGES IN EQUITY SHARE CAPITAL DURING THE YEAR	BALANCE AS AT MARCH 31, 2019
150.78	-	**150.78**

II. OTHER EQUITY

(₹ in crores)

	RESERVES AND SURPLUS							ITEMS OF OTHER COMPREHENSIVE INCOME		
	CAPITAL RESERVE	SECURITIES PREMIUM RESERVE	GENERAL RESERVE	CAPITAL REDEMPTION RESERVE	TONNAGE TAX RESERVE UNDER SECTION 115VT OF THE INCOME-TAX ACT, 1961	DEBENTURE REDEMPTION RESERVE	RETAINED EARNINGS	EFFECTIVE PORTION OF CASH FLOW HEDGE	FOREIGN CURRENCY MONETARY ITEMS TRANSLATION DIFFERENCE ACCOUNT	TOTAL OTHER EQUITY
Balance as at April 1, 2017	15.98	86.59	2248.46	240.08	270.00	758.75	1405.71	(7.32)	(7.01)	5011.24
Profit for the year	-	-	-	-	-	-	160.19	-	-	160.19
Other comprehensive income for the year, net of income tax	-	-	-	-	-	-	3.42	11.37	1.62	16.41
Total comprehensive income for the year	-	-	-	-	-	-	163.61	11.37	1.62	176.60
Payment of dividend	-	-	-	-	-	-	(98.01)	-	-	(98.01)
Payment of dividend distribution tax	-	-	-	-	-	-	(15.19)	-	-	(15.19)
Transfer from Retained Earnings	-	-	-	-	15.00	28.75	(43.75)	-	-	-
Balance as at March 31, 2018	**15.98**	**86.59**	**2248.46**	**240.08**	**285.00**	**787.50**	**1412.37**	**4.05**	**(5.39)**	**5074.64**

	RESERVES AND SURPLUS							ITEMS OF OTHER COMPREHENSIVE INCOME		
	CAPITAL RESERVE	SECURITIES PREMIUM RESERVE	GENERAL RESERVE	CAPITAL REDEMPTION RESERVE	TONNAGE TAX RESERVE UNDER SECTION 115VT OF THE INCOME-TAX ACT, 1961	DEBENTURE REDEMPTION RESERVE	RETAINED EARNINGS	EFFECTIVE PORTION OF CASH FLOW HEDGE	FOREIGN CURRENCY MONETARY ITEMS TRANSLATION DIFFERENCE ACCOUNT	TOTAL OTHER EQUITY
Balance as at April 1, 2018	15.98	86.59	2248.46	240.08	285.00	787.50	1412.37	4.05	(5.39)	5074.64
Change in accounting policy (Ind AS 115)	-	-	-	-	-	-	(6.54)	-	-	(6.54)
Loss for the year	-	-	-	-	-	-	(19.47)	-	-	(19.47)
Other comprehensive income for the year, net of income tax	-	-	-	-	-	-	(2.08)	(3.95)	(1.58)	(7.61)
Total comprehensive income for the year	-	-	-	-	-	-	(28.09)	(3.95)	(1.58)	(33.62)
Payment of dividend	-	-	-	-	-	-	(108.56)	-	-	(108.56)
Payment of dividend distribution tax	-	-	-	-	-	-	(17.52)	-	-	(17.52)
Transfer from Retained Earnings	-	-	-	-	4.00	6.25	(10.25)	-	-	-
Transfer from Tonnage Tax Reserve	-	-	170.00	-	(170.00)	-	-	-	-	-
Balance as at March 31, 2019	**15.98**	**86.59**	**2418.46**	**240.08**	**119.00**	**793.75**	**1247.95**	**0.10**	**(6.97)**	**4914.94**

The accompanying notes are an integral part of the financial statements

As per our Report of even date
For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
Firm Regn. No. : 117366W / W - 100018

Samir R. Shah
Partner
M. No. : 101708

G. Shivakumar
Executive Director & CFO
(DIN : 03632124)

Jayesh M. Trivedi
Company Secretary
(M. No. : 2822)

For and on behalf of the Board
K. M. Sheth
Chairman
(DIN : 00022079)

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

Cyrus Guzder
Director
(DIN : 00080358)

Mumbai : May 6, 2019.

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED MARCH 31, 2019

(₹ in crores)

	CURRENT YEAR	PREVIOUS YEAR
A. CASH FLOWS FROM OPERATING ACTIVITIES		
Profit before tax for the year	**(6.47)**	167.19
Adjustments For :		
Depreciation and amortisation expense	**509.45**	491.49
Interest income	**(94.37)**	(70.79)
Finance cost	**361.64**	328.20
(Gain)/Loss on settlement of derivative contracts	**70.34**	(2.31)
Net gain on investments	**(40.80)**	(43.67)
Net gain on disposal of property, plant and equipment	**(27.08)**	(12.94)
Provision for loss on asset held for sale	**13.76**	-
Bad debts and advances written off	**0.41**	0.20
Allowances for Doubtful Debts and Advances (net)	**2.74**	19.07
Change in Accounting Policy (Ind AS 115)	**(6.54)**	-
Exchange differences on translation of assets and liabilities	**(82.58)**	(17.44)
Changes in fair value on derivative transactions / other financial assets	**92.14**	(194.18)
Operating profit before working capital changes	**792.64**	664.82
Adjustments For :		
(Increase) / Decrease in trade and other receivables	**(90.04)**	(152.51)
(Increase) / Decrease in inventories	**(39.07)**	(35.86)
Increase / (Decrease) in trade payables	**44.26**	57.34
Increase / (Decrease) in other liabilities	**(7.48)**	19.35
Cash generated from operations	**700.31**	553.14
Direct taxes paid	**(26.49)**	(28.68)
Net cash (used in) / generated from operating activities	**673.82**	524.46
B. CASH FLOWS FROM INVESTING ACTIVITIES		
Payment for purchase of property, plant and equipment	**(755.30)**	(466.95)
Proceeds from disposal of property, plant and equipment	**184.29**	57.32
Purchase of current investments	**(3197.14)**	(2485.86)
Proceeds from disposal /redemption of investments	**3521.36**	2638.20
Placements of deposits with banks	**(2642.56)**	(1657.24)
Withdrawal of deposits with banks	**3335.67**	1509.46
Interest and dividend received	**80.35**	64.86
Net cash (used in) / generated from investing activities	**526.67**	(340.21)

	CURRENT YEAR	PREVIOUS YEAR
C. CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from borrowings	**491.16**	300.00
Repayments of borrowings	**(673.13)**	(515.80)
Dividend paid	**(108.56)**	(98.01)
Dividend distribution tax paid	**(17.52)**	(15.19)
Gain/(Loss) on principal settlement of derivative contracts	**(143.93)**	(68.23)
Gain/(Loss) on interest settlement of derivative contracts	**73.59**	70.54
Interest paid	**(322.92)**	(310.84)
Net cash (used in) / generated from financing activities	**(701.31)**	(637.53)
Net increase / (decrease) in cash and cash equivalents	**499.18**	(453.28)
Cash and cash equivalents at the beginning of the year	**296.81**	725.53
Exchange difference on translation of foreign currency cash and cash equivalents	**(22.81)**	24.56
Cash and cash equivalents at the end of the year	**773.18**	296.81

The above Statement of Cash Flows has been prepared under the "Indirect Method" as set out in Ind AS 7 "Statement of Cash Flows".

Reconciliation for changes in liabilities arising from financing activities including both changes arising from cash flows and non-cash changes as per the requirement of amendment to Ind AS 7 :

(₹ in crores)

PARTICULARS	AS AT MARCH 31, 2018	CASH FLOWS (NET)	NON-CASH CHANGES				AS AT MARCH 31, 2019
			FAIR VALUE CHANGES	FOREIGN EXCHANGE MOVEMENT	ACQUISTION	AMORTISED COST	
Foreign currency term loans from banks	1080.39	(206.97)	-	62.96	-	-	**936.38**
Non-convertible Debentures	3142.24	25.00	-	-	-	0.30	**3167.54**
Total	4222.63	(181.97)	-	62.96	-	0.30	**4103.92**

The accompanying notes are an integral part of the financial statements

As per our Report of even date

For and on behalf of the Board

For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
Firm Regn. No. : 117366W / W - 100018

G. Shivakumar
Executive Director & CFO
(DIN : 03632124)

K. M. Sheth
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(DIN : 00022079)

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Director
(DIN : 00080358)

Samir R. Shah
Partner
M. No. : 101708

Jayesh M. Trivedi
Company Secretary
(M. No. : 2822)

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

Mumbai : May 6, 2019.

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2019

NOTE 1 : CORPORATE INFORMATION

The Great Eastern Shipping Company Ltd. (the Company) is a public limited company registered in India under the provisions of the Companies Act, 1913 and has its registered office in Mumbai, Maharashtra, India. Its shares are listed on the Bombay Stock Exchange and the National Stock Exchange of India. The Company is a major player in the Indian Shipping industry.

The financial statements for the year ended March 31, 2019 were approved by the Board of Directors and authorised for issue on May 6, 2019.

NOTE 2 : SIGNIFICANT ACCOUNTING POLICIES

a) Statement of compliance :

These financial statements are the separate financial statements of the Company (also called standalone financial statements) and have been prepared in accordance with Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards), Rules, 2015 and relevant amendments and rules issued thereafter.

b) Basis of preparation and presentation :

The Financial Statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period.

c) Current / Non-Current Classification :

Any asset or liability is classified as current if it satisfies any of the following conditions:

i) the asset/liability is expected to be realised/settled in the Company's normal operating cycle;

ii) the asset is intended for sale or consumption;

iii) the asset/liability is held primarily for the purpose of trading;

iv) the asset/liability is expected to be realised/settled within twelve months after the reporting period;

v) the asset is cash and cash equivalent or other bank balances unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date;

vi) in the case of a liability, the Company does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting date.

vii) All other assets and liabilities are classified as non-current.

For the purpose of current/non-current classification of assets and liabilities, the Company has ascertained its normal operating cycle as twelve months.

d) Use of Estimates :

The preparation of financial statements in conformity with the recognition and measurement principles of Ind AS requires management of the Company to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, disclosures of contingent assets and contingent liabilities as at the date of financial statements and the reported amounts of income and expenses during the period. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in future periods which are affected.

Key sources of estimation of uncertainty at the date of the financial statements, which may cause a material adjustment to the carrying amounts of assets and liabilities within the next financial year, is in respect of impairment of property, plant and equipment, useful lives of property, plant and equipment, provision and contingent liabilities.

Impairment of property, plant and equipment :

Determining whether a ship is impaired requires an estimation of value in use and fair value less cost of disposal. The key estimates made in the value in use calculation are those regarding discount rates, revenue and operating profit growth rates. The discount rate is estimated using pre-tax rates that reflect current market assessments of the time value of money. The fair values are estimated based on valuations provided by independent valuers considering latest transactions of similar assets.

Useful lives of Property, plant and equipment :

Useful lives of property, plant and equipment are reviewed at each year end based on the best available information. The lives are based on historical experience with similar assets as well as anticipation of future events.

Provisions and Contingent Liabilities :

The Company is a party to certain legal disputes, the outcomes of which cannot be assessed with a high degree of certainty. A provision is recognised where, based on the legal views and advice, it is considered probable that an outflow of resources will be required to settle a present obligation that can be measured reliably. Contingent liabilities are disclosed in note 35 unless the possibility of a loss arising is considered remote. Management applies its judgement in determining whether or not a provision should be recorded or contingent liability should be disclosed.

e) Property, plant and equipment :

Property, plant and equipment (PPE) are stated at acquisition cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes expenses related to acquisition, installation of the concerned assets and any attributable cost of bringing the asset to the condition of its intended use.

The Company identifies and determines cost of each part of an item of property, plant and equipment separately, if the part has a cost which is significant to the total cost of that item of property, plant and equipment and has a useful life that is materially different from that of the remaining item.

Borrowing costs attributable to the acquisition or construction of a qualifying asset are also capitalised as part of the cost of the asset.

Capital work-in-progress and Capital advances :

Cost of assets not ready for intended use as on the balance sheet date, is shown as capital work-in-progress. Advances given towards acquisition of fixed assets outstanding at each balance sheet date are disclosed as Other Non-Current Assets.

Depreciation on Property, Plant and Equipment :

i) Depreciation is recognised on Straight Line Method basis so as to write off the original cost of the asset less its estimated residual value over the estimated useful life. The estimated useful life of the assets are as under :

PROPERTY, PLANT AND EQUIPMENT :	ESTIMATED USEFUL LIFE
Fleet (Main)	
- Crude Oil Tankers	20 years
- Product Tankers *	23 years
- Dry Bulk Carriers *	23 years
- Gas Carriers *	27 years
- Speed Boats	13 years
Fleet (Component)	
- Grabs *	10 years
- Dry Dock *	Period from survey certificate date till the estimated date for next special survey
Leasehold Land	Lease period
Ownership Flats and Buildings	60 years
Furniture & Fixtures, Office Equipment *	5 years
Computers	
- Servers and Networks	6 years
- End User Devices	3 years
Vehicles *	4 years
Mobiles *	2 years
Plant and Equipment *	10 years

* For these class of assets, based on internal technical assessment and past experience, the Management believes that the useful lives as given above, best represent the period over which the Management expects the use of the assets. The useful lives of these assets are different from the useful lives as prescribed under Part C of Schedule II to the Companies Act, 2013.

ii) Estimated useful life of the Fleet and Ownership Flats and Buildings is considered from the year of built. Estimated useful life in case of all other assets is considered from the date of acquisition by the Company.

iii) Residual value in case of Fleet is estimated based on twenty years moving average of scrap rates.

iv) The estimated useful lives and residual values are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

Derecognition :

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the Statement of Profit and Loss.

f) Intangible Assets :

Intangible assets are stated at acquisition cost less accumulated amortisation and accumulated impairment losses, if any. An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses on derecognition measured at difference between net disposal proceeds and the carrying amount of the asset, are recognised in the Statement of Profit and Loss.

Amortisation :

Intangible Assets with finite lives are amortised on a Straight Line basis over the estimated useful economic life. The amortisation expense on intangible assets with finite lives is recognised in the Statement of Profit and Loss. The estimated useful life of intangible assets is mentioned below:

INTANGIBLE ASSETS :	ESTIMATED USEFUL LIFE
Software	5 years

The amortisation period and the amortisation method for an intangible asset with finite useful life are reviewed at the end of each financial year. If any of these expectations differ from previous estimates, such change is accounted for as a change in an accounting estimate.

g) Asset classified as held for sale :

An item of Property, plant and equipment is classified as asset held for sale at the time when the Management is committed to sell / dispose off the asset as per Memorandum of Agreement entered into with the customer and the asset is expected to be sold / disposed off within one year from the date of classification.

Asset classified as held for sale are measured at the lower of their carrying amount and fair value less costs to sell.

h) Impairment :

The carrying amounts of the Company's Property Plant and Equipment and intangible assets are reviewed at the end of each reporting period to determine whether there is any indication of impairment. If any such indication exists, the asset's recoverable amounts are estimated in order to determine the extent of impairment loss, if any. An impairment loss is recognised whenever the carrying amount of an asset or its cash generating unit (CGU) exceeds its recoverable amount. The impairment loss, if any, is recognised in the Statement of Profit and Loss in the period in which impairment takes place.

Recoverable amount is higher of an asset's fair value less cost to sell and its value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset and from its disposal at the end of its useful life. For calculating present value, future cash flows are discounted using a pre-tax discount rate that reflects current market rates and the risk specific to the asset. Fair value less cost to sell is the best estimate of the amount obtainable from the sale of an asset in an arm's length transaction between knowledgeable, willing parties, less the cost of disposal.

Where an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, however subject to the increased carrying amount not exceeding the carrying amount that would have been determined (net of amortisation or depreciation) had no impairment loss been recognised for the asset in prior accounting periods.

i) Investments in subsidiaries :

Non- Current Investments in equity shares in subsidiaries are carried at cost less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down to its recoverable amount. On disposal of investments in subsidiaries, the difference between net disposal proceeds and the carrying amounts are recognised in the Statement of Profit and Loss.

Non-current Investment in Preference Shares of subsidiary is measured at amortised cost as it is held within a business model whose objective is to hold this investment in order to collect the contractual cash flows and the contractual cash flows are solely payment of principal and interest on the principal amount outstanding.

j) Inventories :

Inventories of fuel oil are carried at lower of cost and net realisable value. Cost is ascertained on first–in–first out basis. The cost includes all costs of purchase and other costs incurred in bringing the inventories to their present location and condition. Net realisable value represents the estimated selling price for inventories less all costs necessary to make the sale.

k) Borrowing Costs :

Borrowing costs include interest, ancillary cost incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings availed on or after April 1, 2016, to the extent they are regarded as an adjustment to the interest cost. Borrowing costs that are directly attributable to the acquisition/construction of the qualifying assets are capitalised as part of the cost of the asset, upto the date of acquisition/completion of construction. Other borrowing costs are recognised in the period in which they are incurred.

l) Revenue Recognition :

Revenue is recognised upon transfer of control of promised services to customers at an amount that reflects the consideration which the Company expects to receive in exchange for those services.

The Company earns revenue from time and voyage charter. Time Charter hire earnings are accrued on time proportion basis except where the charter party agreements have not been renewed/finalised, in which case it is recognised on provisional basis.

Revenue for voyage charters is recognised as income, by reference to the voyage progress on a load-to-discharge basis. This has been assessed by management to be an appropriate measure of progress towards complete satisfaction of the performance obligations over time under Ind AS 115.

Judgement is involved in estimating time to reach the load port and discharge port destinations impacting the calculation of income to be accrued for incomplete voyage.

Demurrage revenue is recognised as the performance obligations under the contract is satisfied.

Pool revenue is recognised as the performance obligation is satisfied over time in accordance with the pooling agreement.

Training fees included in other operating income are accounted on accrual basis.

Revenue is measured based on the consideration to which the Company expects to be entitled in contract with a customer. The consideration is determined based on the price specified in the contract, net of address commission. Revenue excludes any taxes or duties collected on behalf of the Government which are levied on sales such as Goods and Services tax.

There is no significant financing component in any transaction.

m) Expenses :

i) Fuel oil, which is part of direct operating expenses, is charged to the Statement of Profit and Loss on consumption basis.
ii) Stores and spares delivered on board the ships are charged to the Statement of Profit and Loss.
iii) Expenses on account of general average claims/ damages to ships are charged to the Statement of Profit and Loss in the year in which they are incurred. Claims against the underwriters are accounted for on acceptance of average adjustment by the adjustors.

n) Operating Lease :

Lease arrangements where the risks and rewards incidental to ownership of an asset vests with the lessor, are recognised as operating lease. Operating lease payments are recognised on a straight line basis over the lease term in the Statement of Profit and Loss, unless the lease agreement explicitly provides for future increase to compensate general inflation.

o) Employee Benefits :

i) Short-Term Employee Benefits :

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits. Benefits such as salaries, performance incentives, etc., are recognised as an expense at the undiscounted amount in the Statement of Profit and Loss of the year in which the employee renders the related service.

ii) Post Employment Benefits :

Liability is provided for retirement benefits of Provident Fund, Superannuation, Gratuity and Compensated Absences in respect of all eligible employees and for pension benefit to eligible Whole-time Directors of the Company.

a) Defined Contribution Plan

Employee benefits in the form of Superannuation Fund and other Seamen's Welfare Contributions are considered as defined contribution plans and the contributions are charged to the Statement of Profit and Loss of the period when the contributions to the respective funds are due.

b) Defined Benefit Plan

Retirement benefits in the form of Provident Fund administered by the Company, Gratuity and Pension plan for eligible Whole-time Directors are considered as defined benefit obligations and are provided for on the basis of actuarial valuations, using the projected unit credit method, as at the date of the Balance Sheet.

iii) Other Long-Term Benefits

Long-term compensated absences are provided for on the basis of an actuarial valuation, using the projected unit credit method, as at the date of the Balance Sheet.

Actuarial gain / loss, comprising of experience adjustments and the effects of changes in actuarial assumptions is recognised in the Statement of Other Comprehensive Income except for Long-term compensated absences where the same is immediately recognised in the Statement of Profit and Loss.

p) Foreign Exchange Transactions :

i) Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The financial statements are presented in 'Indian Rupees' (INR), which is the Company's functional and the Company's presentation currency.

ii) The transactions in currencies other than the entity's functional currency (foreign currencies) are recorded at the rate of exchange that approximates the actual rate at the date of transaction. Non monetary items, which are measured in terms of historical costs denominated in a foreign currency are reported using the exchange rate at the date of the transaction. Monetary assets and liabilities denominated in foreign currency, remaining unsettled at the year end are translated at closing rates. The difference in translation of long term monetary assets acquired and liabilities incurred prior to April 1, 2016 and gains and losses on foreign currency transactions relating to acquisition of depreciable capital assets are added to or deducted from the cost of the asset and depreciated over the balance life of the asset; and in other cases, accumulated in a Foreign Currency Monetary Item Translation Difference Account and amortised over the balance period of such long term asset / liability, by recognition as income or expense but not beyond March 31, 2020. The difference in translation of all other monetary assets and liabilities and realised gains and losses on other foreign currency transactions are recognised in the Statement of Profit and Loss.

q) Financial Instruments :

Initial Recognition :

Financial assets and financial liabilities are recognised when a Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through Profit or Loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through Profit or Loss are recognised immediately in the Statement of Profit and Loss.

Subsequent measurement :

Financial Assets :

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value through Profit or Loss (FVTPL) or fair value through Other Comprehensive Income (FVOCI), depending on the classification of the financial assets. The purchase and sale of financial assets are accounted for at trade date.

Cash and Cash Equivalents :

Cash and cash equivalents include cash in hand, demand deposits with banks, other short term highly liquid financial instruments which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value and having original maturities of three months or less.

Fixed deposit having residual maturity upto twelve months from the reporting period is considered as part of bank balances other than cash and cash equivalent. Fixed deposit with residual maturity more than twelve months from reporting period is classified under other non-current assets.

Trade Receivables and Loans :

These assets are held at amortised cost, using the effective interest rate (EIR) method net of any expected credit losses. The EIR is the rate that discounts estimated future cash income through the expected life of financial instrument.

Debt Instruments :

Debt instruments are initially measured at amortised cost, fair value through Other Comprehensive Income ('FVOCI') or fair value through Profit or Loss ('FVTPL') till derecognition on the basis of (i) the entity's business model for managing the financial assets and (ii) the contractual cash flow characteristics of the financial asset.

(a) Measured at amortised cost :

Financial assets that are held within a business model whose objective is to hold financial assets in order to collect contractual cash flows that are solely payments of principal and interest, are subsequently measured at amortised cost using the effective interest rate ('EIR') method less impairment, if any. The amortisation using EIR and loss arising from impairment, if any, is recognised in the Statement of Profit and Loss.

Under the effective interest method, the future cash receipts are exactly discounted to the initial recognition value using the effective interest rate. The cumulative amortisation using the effective interest method of the difference between the initial recognition amount and the maturity amount is added to the initial recognition value (net of principal repayments, if any) of the financial asset over the relevant period of the financial asset to arrive at the amortised cost at each reporting date. The corresponding effect of the amortisation under effective interest method is recognised as interest income over the relevant period of the financial asset. The same is recognised in the Statement of Profit and Loss.

(b) Measured at fair value through Other Comprehensive Income (FVTOCI) :

Financial assets that are held within a business model whose objective is achieved by both, selling financial assets and collecting contractual cash flows that are solely payments of principal and interest and the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding, are subsequently measured at fair value through Other Comprehensive Income. Fair value movements are recognised in the Other Comprehensive Income (OCI). Interest income measured using the EIR method and impairment losses, if any are recognised in the Statement of Profit and Loss. On derecognition, cumulative gain or loss previously recognised in OCI is reclassified to Profit or Loss.

Further, the Company, through an irrevocable election at initial recognition, has measured certain investments in equity instruments at FVTOCI. The Company has made such election on an instrument by instrument basis. These equity instruments are neither held for trading nor are contingent consideration recognised under a business combination. Pursuant to such irrevocable election, subsequent changes in the fair value of such equity instruments are recognised in OCI. However, the Company recognises dividend income from such instruments in the Statement of Profit and Loss.

On Derecognition of such financial assets, cumulative gain or loss previously recognised in OCI is not reclassified from the equity to Statement of Profit and Loss. However, the Company may transfer such cumulative gain or loss into retained earnings within equity.

(c) Measured at fair value through Profit or Loss (FVTPL) :

A financial asset not classified at either amortised cost or FVOCI, is classified as FVTPL. Such financial assets are measured at fair value with all changes in fair value, including interest income and dividend income if any, recognised in the Statement of Profit and Loss.

Impairment of financial assets :

Expected credit losses are recognised for all financial assets subsequent to initial recognition other than financials assets in FVTPL category. The Company's trade receivables do not contain significant financing component and loss allowance on trade receivables is measured at an amount equal to life time expected losses i.e. expected cash shortfall. The impairment losses and reversals are recognised in the Statement of Profit and Loss.

In case of other assets, the Company determines if there has been a significant increase in credit risk of the financial asset since initial recognition. If the credit risk of such assets has not increased significantly, an amount equal to 12-month ECL is measured and recognised as loss allowance. However, if credit risk has increased significantly, an amount equal to lifetime ECL is measured and recognised as loss allowance.

ECL impairment loss allowance recognised during the period is recognised in the Statement of Profit and Loss.

Derecognition of financial assets :

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. On derecognition of a financial asset, (except as mentioned above for financial assets measured at FVTOCI), the difference between the carrying amount and the consideration received is recognised in the Statement of Profit and Loss.

Financial liabilities and equity instruments :

Classification as debt or equity :

Debt and equity instruments issued by the Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Equity instruments :

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company are recognised at the proceeds received, net of direct issue costs.

Financial liabilities :

All financial liabilities are subsequently measured at amortised cost using the effective interest method or at FVTPL.

Financial liabilities are classified as at FVTPL when the financial liability is held for trading or it is designated as at FVTPL.

Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortised cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method.

Derecognition of financial liabilities :

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. A substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in the Statement of Profit and Loss.

Offsetting financial instruments :

Financial assets and liabilities are offset and the net amount is reported in the Balance Sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

Derivative financial instruments :

The Company enters into a variety of derivative financial instruments to manage its exposure to interest rate and foreign exchange rate risks, including foreign exchange forward contracts, interest rate swaps, currency swaps, commodity swaps etc. Further details of derivative financial instruments are disclosed in Note 36.

Derivatives are initially recognised at fair value at the date the derivative contracts are entered into and are subsequently remeasured to their fair value at the end of each reporting period. The resulting gain or loss is recognised in the Statement of Profit and Loss immediately unless the derivative is designated and effective as a hedging instrument, in which event the timing of the recognition in the Statement of Profit and Loss depends on the nature of the hedging relationship and the nature of the hedged item. The gains or losses on derivative contracts related to the acquisition of depreciable capital assets are added to or deducted from the cost of the assets and not recognised in the Statement of Profit and Loss.

Embedded derivatives:
Derivatives embedded in non-derivative host contracts that are not financial assets within the scope of Ind AS 109 are treated as separate derivatives when their risks and characteristics are not closely related to those of the host contracts and the host contracts are not measured at FVTPL.

Hedge accounting :
The Company designates certain hedging instruments, which include derivatives and non-derivatives in respect of foreign currency risk, as either fair value hedges or cash flow hedges.
At the inception of the hedge relationship, the entity documents the relationship between the hedging instrument and the hedged item, along with its risk management objectives and its strategy for undertaking various hedge transactions. Furthermore, at the inception of the hedge and on an ongoing basis, the Company documents whether the hedging instrument is highly effective in offsetting changes in fair values or cash flows of the hedged item attributable to the hedged risk. Note 36 sets out details of the fair values of the derivative instruments used for hedging purposes.

Fair value hedges:
Changes in fair value of the designated portion of derivatives that qualify as fair value hedges are recognised in the Statement of Profit and Loss immediately, together with any changes in the fair value of the hedged asset or liability that are attributable to the hedged risk. The change in the fair value of the designated portion of hedging instrument and the change in the hedged item attributable to the hedged risk are recognised in the Statement of Profit and Loss in the line item relating to the hedged item.
Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated, or exercised, or when it no longer qualifies for hedge accounting. The fair value adjustment to the carrying amount of the hedged item arising from the hedged risk is amortised to the Statement of Profit and Loss from that date.

Cash flow hedges :
The effective portion of changes in the fair value of derivatives that are designated and qualify as cash flow hedges is recognised in Other Comprehensive Income and accumulated under the heading of Cash Flow Hedging Reserve. The gain or loss relating to the ineffective portion is recognised immediately in the Statement of Profit and Loss.
Amounts previously recognised in Other Comprehensive Income and accumulated in equity (relating to effective portion as described above) are reclassified to the Statement of Profit and Loss in the periods when the hedged item affects profit or loss, in the same line as the recognised hedged item. However, when the hedged forecast transaction results in the recognition of a non-financial asset or a non-financial liability, such gains and losses are transferred from equity (but not as a reclassification adjustment) and included in the initial measurement of the cost of the non-financial asset or non-financial liability.
Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated, or exercised, or when it no longer qualifies for hedge accounting. Any gain or loss recognised in Other Comprehensive Income and accumulated in equity at that time remains in equity and is recognised when the forecast transaction is ultimately recognised in the Statement of Profit and Loss. When a forecast transaction is no longer expected to occur, the gain or loss accumulated in equity is recognised immediately in the Statement of Profit and Loss.

r) Taxation :
Tax expense for the year comprises current and deferred tax. The tax currently payable is based on taxable profit for the year. The Company's liability for current tax is calculated using tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. In contrast, deferred tax assets are only recognised to the extent that it is probable that future taxable profits will be available against which the deductible temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised based on the tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period. The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to cover or settle the carrying value of its assets and liabilities.

Current and deferred tax are recognised as an expense or income in the Statement of Profit and Loss, except when they relate to items credited or debited either in other comprehensive income or directly in equity, in which case the tax is also recognised in other comprehensive income or directly in equity respectively.

Deferred tax assets and liabilities are offset to the extent that they relate to taxes levied by the same tax authority and there are legally enforceable rights to set off current tax assets and current tax liabilities within that jurisdiction. Deferred tax assets include Minimum Alternate Tax (MAT) paid in accordance with the tax laws which is likely to give future economic benefits in the form of availability of set off against future income tax liability.

Minimum Alternate 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.

s) Provisions and Contingent Liabilities :

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are measured at the best estimate of the consideration required to settle the present obligation at the Balance Sheet date. Where the time value of money is material, provisions are measured on a discounted basis.

Contingent liabilities are not recognised but disclosed unless the probability of an outflow of resources is remote. Contingent assets are disclosed where inflow of economic benefits is probable.

t) Earnings per share :

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to the equity shareholders by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period is adjusted for events, such as bonus issue, bonus element in a rights issue and shares split that have changed the number of equity shares outstanding, without a corresponding change in resources. For the purpose of calculating Diluted Earnings per share, the net profit or loss for the period attributable to the equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

u) Government Grant :

Government grants are not recognised until there is a reasonable assurance that the Company will comply with the conditions attached to them and that the grants will be received. Government grants are recognised in the Statement of Profit and Loss on a systematic basis over the periods in which the Company recognises as expenses the related costs for which the grants are intended to compensate. Government grants used to acquire non-current asset are recognised as deferred revenue in the Balance Sheet and transferred to the Statement of Profit and Loss on a systematic basis over the useful lives of the related assets.

Applicability of new and revised Ind AS :

Amendments to Ind AS that are notified and adopted by the Company :

The company has applied the following Ind AS pronouncements pursuant to issuance of the Companies (Indian Accounting Standards) Amendment Rules, 2018. The effect is described below:

a) The Company has adopted Ind AS 115, Revenue from Contract with Customers with effect from 1st April 2018 and it is detailed in note 2 (l). The Company has elected to recognise cumulative effect of initially applying Ind AS 115 retrospectively as an adjustment to opening reserves as at 1st April 2018 on the contracts that are not completed contract as at that date. The effect on adoption of Ind AS 115 was not material and has been adjusted in the opening retained earnings.

b) The Company has adopted Appendix B to Ind AS 21, Foreign currency transactions and advance consideration with effect from 1st April 2018 prospectively to all assets, expenses and income initially recognised on or after 1st April 2018 and the impact on implementation of the Appendix is immaterial.

New standards issued but not yet effective :

In March 2019, the Ministry of Corporate Affairs (MCA) issued the Companies (Indian Accounting Standards) Amendment Rules, 2019 and the Companies (Indian Accounting Standards) Second Amendment Rules, 2019, notifying new standards and amendments to certain issued standards to bring Ind AS in line with recent amendments made by International Accounting Standards Board (IASB). These amendments are applicable to the Company from 1st April, 2019. The Company will be adopting the below stated new standards and applicable amendments from their respective effective date.

a) **Ind AS 116, Leases :**

Ind AS 116 supersedes Ind AS 17, Leases. Under Ind AS 116, a lessee will recognise a liability to make lease payments (i.e., the lease liability) and an asset representing the right to use the underlying asset during the lease term (i.e., the right of use asset) at the commencement date of lease. Lessees will be required to separately recognise interest expense on the lease liability and depreciation expense on the right of use asset. Lessor accounting under Ind AS 116 remains substantially unchanged from accounting under Ind AS 17. Ind AS 116 is effective for annual periods beginning on or after 1 April 2019.

b) **Appendix C, Uncertainty over Income Tax Treatment to Ind AS 12, Income Taxes :**

The Ministry of Corporate Affairs has notified Ind AS 12 Appendix C, Uncertainty over Income Tax Treatments, which is to be applied while performing the determination of taxable profit (or loss), tax bases, unused tax losses, unused tax credits and tax rates, when there is uncertainty over income tax treatments under Ind AS 12. According to the appendix, companies need to determine the probability of the relevant tax authority accepting each tax treatment, or group of tax treatments, that the companies have used or plan to use in their income tax filing which has to be considered to compute the most likely amount or the expected value of the tax treatment when determining taxable profit (tax loss), tax bases, unused tax losses, unused tax credits and tax rates. The Appendix will be applied retrospectively with the cumulative effect of its initial application on the opening balance sheet as on 1st April 2019.

c) **Amendment to Ind AS 12, Income Taxes :**

The amendment clarifies that an entity shall recognise income tax consequences of dividends in profit or loss, other comprehensive income or equity according to where the entity originally recognised those past transactions or events.

Applicability and impact, if any, of the above are being evaluated by the Management.

NOTE 3 : PROPERTY, PLANT AND EQUIPMENT AND CAPITAL WORK-IN PROGRESS

(i) Property, Plant and Equipment

(₹ in crores)

PARTICULARS	GROSS BLOCK					DEPRECIATION / IMPAIRMENT				NET BLOCK	
	AS AT 1/04/2018	ADDITIONS DURING THE YEAR	DEDUCTIONS DURING THE YEAR	OTHER ADJUSTMENTS [REFER NOTE (c)]	AS AT 31/03/2019	ACCUMULATED DEPRECIATION/ IMPAIRMENT AS AT 31/03/2018	ON DEDUCTIONS	FOR THE YEAR	ACCUMULATED DEPRECIATION/ IMPAIRMENT AS AT 31/03/2019	AS AT 31/03/2019	AS AT 31/03/2018
Fleet	7644.22	712.45	373.07	29.29	8012.89	2213.75	131.45	501.94	2584.24	**5428.65**	5430.47
Land (Freehold and Perpetual Lease) [Refer Note (a)]	59.80	-	-	-	59.80	-	-	-	-	**59.80**	59.80
Ownership Flats and Buildings [Refer Note (b)]	55.48	0.21	-	-	55.69	22.14	-	1.14	23.28	**32.41**	33.34
Plant and Equipment	11.17	0.05	0.21	-	11.01	6.32	0.02	0.77	7.07	**3.94**	4.85
Furniture, Fixtures and Office Equipment	34.76	1.66	0.66	-	35.76	29.27	0.66	2.02	30.63	**5.13**	5.49
Vehicles	18.77	1.31	1.15	-	18.93	11.59	0.82	3.26	14.03	**4.90**	7.18
	7824.20	**715.68**	**375.09**	**29.29**	**8194.08**	**2283.07**	**132.95**	**509.13**	**2659.25**	**5534.83**	**5541.13**

(₹ in crores)

PARTICULARS	GROSS BLOCK					DEPRECIATION / IMPAIRMENT				NET BLOCK	
	AS AT 1/04/2017	ADDITIONS DURING THE YEAR	DEDUCTIONS DURING THE YEAR	OTHER ADJUSTMENTS [REFER NOTE (c)]	AS AT 31/03/2018	ACCUMULATED DEPRECIATION/ IMPAIRMENT AS AT 31/03/2017	ON DEDUCTIONS	FOR THE YEAR	ACCUMULATED DEPRECIATION/ IMPAIRMENT AS AT 31/03/2018	AS AT 31/03/2018	AS AT 31/03/2017
Fleet	7242.10	470.10	69.95	1.97	7644.22	1755.17	25.80	484.38	2213.75	5430.47	5486.93
Land (Freehold and Perpetual Lease) [Refer Note (a)]	59.80	-	-	-	59.80	-	-	-	-	59.80	59.80
Ownership Flats and Buildings [Refer Note (b)]	55.41	0.07	-	-	55.48	21.02	(0.01)	1.11	22.14	33.34	34.39
Plant and Equipment	7.92	3.25	-	-	11.17	5.77	-	0.55	6.32	4.85	2.15
Furniture, Fixtures and Office Equipment	31.58	3.48	0.30	-	34.76	27.65	0.27	1.89	29.27	5.49	3.93
Vehicles	17.25	3.74	2.22	-	18.77	10.33	2.04	3.30	11.59	7.18	6.92
	7414.06	**480.64**	**72.47**	**1.97**	**7824.20**	**1819.94**	**28.10**	**491.23**	**2283.07**	**5541.13**	**5594.12**

Notes:

a) The deed of assignment in respect of the Company's leasehold property of ₹ 43.72 crores (Previous Year : ₹ 43.72 crores) at Worli is yet to be transferred in the name of the Company.

b) The ownership flats and buildings include ₹ 11,760 (Previous Year : ₹ 11,760) being value of shares held in various co-operative societies.

c) Other adjustments comprise of exchange differences relating to long term monetary items for acquisition of depreciable capital assets on or before March 31, 2016.

d) Fleet with a carrying amount of ₹ 2782.49 crores (as at March 31, 2018 : ₹ 2631.66 crores) and buildings with a carrying amount of ₹ 0.55 crore (as at March 31, 2018 : ₹ 0.50 crore) have been mortgaged to secure borrowings (Refer Note 16).

(ii) Capital Work-in-progress

Capital Work-in-progress amounting to ₹ 13.36 crores (Previous Year : ₹ 7.63 crores) consists of Dry-dock expenses incurred pending capitalisation.

NOTE 4 : INTANGIBLE ASSETS AND INTANGIBLE ASSETS UNDER DEVELOPMENT

(i) Intangible Assets

(₹ in crores)

PARTICULARS	GROSS BLOCK					AMORTISATION				NET BLOCK	
	AS AT 1/04/2018	ADDITIONS DURING THE YEAR	DEDUCTIONS DURING THE YEAR	OTHER ADJUSTMENTS	AS AT 31/03/2019	ACCUMULATED AMORTISATION AS AT 31/03/2018	ON DEDUCTIONS	FOR THE YEAR	ACCUMULATED AMORTISATION AS AT 31/03/2019	AS AT 31/03/2019	AS AT 31/03/2018
Software	1.56	0.11	-	-	1.67	0.47	-	0.32	0.79	**0.88**	1.09
	1.56	**0.11**	**-**	**-**	**1.67**	**0.47**	**-**	**0.32**	**0.79**	**0.88**	**1.09**

(₹ in crores)

PARTICULARS	GROSS BLOCK					AMORTISATION				NET BLOCK	
	AS AT 1/04/2017	ADDITIONS DURING THE YEAR	DEDUCTIONS DURING THE YEAR	OTHER ADJUSTMENTS	AS AT 31/03/2018	ACCUMULATED AMORTISATION AS AT 31/03/2017	ON DEDUCTIONS	FOR THE YEAR	ACCUMULATED AMORTISATION AS AT 31/03/2018	AS AT 31/03/2018	AS AT 31/03/2017
Software	0.51	1.05	-	-	1.56	0.21	-	0.26	0.47	1.09	0.30
	0.51	**1.05**	**-**	**-**	**1.56**	**0.21**	**-**	**0.26**	**0.47**	**1.09**	**0.30**

(ii) Intangible Assets under development

Intangible Assets under development amounting to ₹ 0.12 crore (Previous Year : ₹ Nil) consist of software under development.

NOTE 5 : NON-CURRENT INVESTMENTS

	FACE VALUE ₹	AS AT 31/03/2019		AS AT 31/03/2018	
		NO. OF SHARES	₹ IN CRORES	NO. OF SHARES	₹ IN CRORES
Investments in Equity Instruments: (Unquoted - valued at cost)					
Subsidiaries:					
- Greatship (India) Ltd.	**10**	**11,13,45,500**	**1305.14**	11,13,45,500	1305.14
- The Greatship (Singapore) Pte. Ltd. of S$ 1 each		**5,00,000**	**1.15**	5,00,000	1.15
- The Great Eastern Chartering L.L.C.(FZC) of AED 100 each		**1,500**	**0.19**	1,500	0.19
			1306.48		1306.48

	FACE VALUE ₹	AS AT 31/03/2019		AS AT 31/03/2018	
		NO. OF SHARES	₹ IN CRORES	NO. OF SHARES	₹ IN CRORES
Investments in Preference Shares: (Unquoted - valued at amortised cost)					
Subsidiary:					
- Greatship (India) Ltd.					
24.60% Cumulative Redeemable Preference Shares (Refer Note (a))	**10**	**4,45,00,000**	**182.75**	4,45,00,000	180.29
22.50% Cumulative Redeemable Preference Shares (Refer Note (b))	**10**	**6,06,24,000**	**195.51**	6,06,24,000	195.51
			378.26		375.80
Other Investments in Equity Instruments: (Unquoted - valued at cost)					
Subsidiary:					
- Great Eastern CSR Foundation	**10**	**49,999**	-	49,999	-
			-		-
			1684.74		1682.28
Aggregate amount of unquoted investments			**1684.74**		1682.28
Aggregate amount of impairment in value of investments			-		-

Notes:

a) 24.60% 4,45,00,000 cumulative redeemable preference shares issued by a subsidiary company, Greatship (India) Limited, are redeemable at a premium of ₹ 30.90 per share in four equal annual tranches from April 1, 2025 to April 1, 2028.
During the year, the terms of the above mentioned preference shares have been modified by increasing the rate of dividend from 21.75% to 24.60% p.a. effective financial year 2018-19 and deferring the redemption of the said shares in four equal tranches commencing from April 1, 2025 as compared with April 1, 2021 earlier.
The subsidiary company has an option of early redemption by providing one month's notice to the Company. The redemption can be in part or in full subject to a minimum of 25 lakhs shares at a time. In case of early redemption, the premium on redemption would be determined at such time so as to provide an effective yield to maturity of 7% p.a. to the Company. The cumulative redeemable preference shares do not contain any equity component.

b) 22.50% 6,06,24,000 cumulative redeemable preference shares are redeemable at a premium of ₹ 20/- per share in four equal annual tranches from April 1, 2025 to April 1, 2028.
During the year, the terms of the above mentioned preference shares have been modified by deferring the redemption of the said shares in four equal tranches commencing from April 1, 2025 as compared with April 1, 2018 earlier.
The subsidiary company has an option of early redemption by providing one month's notice to the Company. Early redemption can be in part or in full subject to a minimum of 25 lakhs shares at a time. The cumulative redeemable preference shares do not contain any equity component.

NOTE 6 : OTHER FINANCIAL ASSETS

(Unsecured)

(₹ in crores)

	NON-CURRENT		CURRENT	
	AS AT 31/03/2019	AS AT 31/03/2018	AS AT 31/03/2019	AS AT 31/03/2018
Considered good				
(a) Security Deposits	**0.50**	0.53	**0.09**	0.07
(b) Mark-to-Market Gains on Derivatives*	**-**	78.11	**98.33**	93.34
(c) Deposits on account of pool arrangement	**31.12**	29.00	**-**	-
(d) Insurance Claims	**-**	-	**4.00**	10.13
(e) Contract Assets	**-**	-	**6.67**	-
(f) Unbilled Revenue	**-**	-	**75.70**	61.66
(g) Other Advances	**0.18**	0.28	**0.98**	0.94
Considered doubtful				
(a) Security Deposit	**0.43**	0.43	**-**	-
(b) Other Advances	**1.01**	1.01	**-**	-
Less : Allowance for doubtful deposit and advances	**(1.44)**	(1.44)	**-**	-
	31.80	107.92	**185.77**	166.14

*Current mark-to-market gains on derivatives include gain on derivatives designated and effective as hedging instruments classified as cash flow hedge amounting to ₹ 2.39 crores (as at March 31, 2018 : ₹ 3.94 crores).

NOTE 7 : CURRENT TAX ASSETS (NET)

(₹ in crores)

	AS AT 31/03/2019	AS AT 31/03/2018
Excess of Advance Payment of Income-tax and Tax Deducted/Collected at Source over Provision for Income-tax	**84.80**	66.15
	84.80	66.15

NOTE 8 : OTHER ASSETS

(Unsecured)

(₹ in crores)

	NON-CURRENT		CURRENT	
	AS AT 31/03/2019	AS AT 31/03/2018	AS AT 31/03/2019	AS AT 31/03/2018
Considered good				
(a) Capital Advances	**33.67**	-	**-**	-
(b) Unutilised Government Grants	**-**	-	**0.51**	6.24
(c) Indirect tax balances/ recoverable/ credits	**35.89**	-	**6.59**	5.04
(d) Other Advances	**1.61**	0.93	**19.85**	28.52
Considered doubtful				
(a) Other Advances	**5.98**	5.98	**0.20**	0.20
Less : Allowance for doubtful advances	**(5.98)**	(5.98)	**(0.20)**	(0.20)
	71.17	0.93	**26.95**	39.80

NOTE 9 : INVENTORIES

(Valued at lower of cost and net realisable value)

(₹ in crores)

	AS AT 31/03/2019	AS AT 31/03/2018
Fuel Oil	**135.34**	96.27
	135.34	96.27

Note:

The cost of inventories recognised as an expense during the year was ₹ 570.35 crores (Previous Year: ₹ 320.84 crores).

NOTE 10 : CURRENT INVESTMENTS

(₹ in crores)

	AS AT 31/03/2019	AS AT 31/03/2018
Investments in Liquid Mutual Funds: Unquoted (valued at FVTPL)	**470.79**	754.21
	470.79	754.21
Aggregate amount of unquoted investments	**470.79**	754.21
Aggregate amount of impairment in value of investments	**-**	-

Note :

Mutual Funds aggregating to ₹ 178.14 crores (as at March 31, 2018: ₹ 127.23 crores) of the above have been placed under lien with a bank for derivative facilities given by it.

NOTE 11 : TRADE RECEIVABLES

(Unsecured)

(₹ in crores)

	AS AT 31/03/2019	AS AT 31/03/2018
Considered good	**201.81**	159.22
Considered doubtful	**21.52**	21.13
	223.33	180.35
Less : Allowance for doubtful receivables	**(21.52)**	(21.13)
	201.81	159.22

Note :

Trade receivables are recognised at their original invoiced amounts which represent their fair values on initial recognition. Trade receivables are considered to be of short duration and are not discounted. The average credit period on sale of services is a maximum of 90 days.

Concentration of credit risk with respect to trade receivables are limited, due to the Company's customer base being large and diverse. Historical experience of collection of receivables also indicates that credit risk is low. All trade receivables are reviewed and assessed for default on a regular basis. Trade receivables are due from customers having high credit quality. In determining the allowances for doubtful trade receivables, the Company has used a practical expedient by computing the expected credit loss allowance for trade receivables based on historical credit loss experience and is adjusted for forward looking information. The expected credit loss allowance is based on the ageing of the receivables.

The movement in expected credit loss during the year is as follows :

(₹ in crores)

	CURRENT YEAR	PREVIOUS YEAR
Opening Balance	**21.13**	7.24
Add : Current year allowance	**11.61**	17.37
Less : Reversal during the year	**(11.22)**	(3.48)
Closing Balance	**21.52**	21.13

NOTE 12 : CASH AND CASH EQUIVALENTS

(₹ in crores)

	AS AT 31/03/2019	AS AT 31/03/2018
(a) Balances with Banks in Current Accounts	**760.77**	296.79
(b) Margin Money Deposits having maturity period of less than 3 months (placed with banks under lien against loan facilities given by the banks)	**12.36**	-
(c) Cash on Hand	**0.01**	0.02
(d) Interest Accrued on Bank Deposits having original maturity for less than 3 months	**0.04**	-
	773.18	296.81

NOTE 13 : BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS

(₹ in crores)

	AS AT 31/03/2019	AS AT 31/03/2018
(a) Term Deposits having residual maturity upto 12 months	**1017.67**	1540.84
(b) Balances with Banks - Unpaid Dividend Account	**9.90**	7.67
(c) Margin Money Deposits (placed with banks under lien against loan facilities given by the banks)	**0.01**	51.43
(d) Interest Accrued on Bank Deposits	**26.44**	18.15
	1054.02	1618.09

NOTE 14 : EQUITY SHARE CAPITAL

	AS AT 31/03/2019		AS AT 31/03/2018	
	NOS.	₹ IN CRORES	NOS.	₹ IN CRORES
Authorised :				
Equity Shares of ₹ 10 each	**30,00,00,000**	**300.00**	30,00,00,000	300.00
Preference Shares of ₹ 10 each	**20,00,00,000**	**200.00**	20,00,00,000	200.00
	50,00,00,000	**500.00**	50,00,00,000	500.00
Issued :				
Equity Shares of ₹ 10 each	**15,11,63,426**	**151.16**	15,11,63,426	151.16
	15,11,63,426	**151.16**	15,11,63,426	151.16
Subscribed and Fully Paid :				
Equity Shares of ₹ 10 each	**15,07,77,065**	**150.78**	15,07,77,065	150.78
Add : Forfeited shares ₹ 30,358 (as at March 31, 2018 : ₹ 30,358)	**2,518**	**-**	2,518	-
	15,07,79,583	**150.78**	15,07,79,583	150.78

a) Terms/Rights attached to Equity Shares :

The Company has only one class of equity shares having a face value of ₹ 10 each. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian rupees. Interim dividend is paid as recommended by the Board of Directors.

In the event of liquidation, the equity shareholders are eligible to receive remaining assets of the Company, after distribution of all preferential amounts in proportion to their shareholding.

b) Details of shareholders holding more than 5% equity shares in the Company :

	AS AT 31/03/2019		AS AT 31/03/2018	
	NOS.	% HOLDING	NOS.	% HOLDING
Equity shares of ₹ 10 each fully paid				
Mr. Bharat Kanaiyalal Sheth *	**1,52,00,000**	**10.08%**	1,52,00,000	10.08%
Mr. Ravi Kanaiyalal Sheth *	**1,47,50,000**	**9.78%**	1,47,50,000	9.78%
Nalanda India Equity Fund Limited	**1,05,24,139**	**6.98%**	1,05,24,139	6.98%

*Shares held as Trustee.

c) There are no shares reserved for issue under options and contracts or commitments for the sale of shares.

d) For the period of five years immediately preceding the date as at which the Balance Sheet is prepared :
(i) No shares were allotted pursuant to contracts without payment being received in cash.
(ii) No bonus shares have been issued.
(iii) 15,45,019 equity shares have been bought back during the financial year 2013-14.

e) There are no securities convertible into equity/preference shares.

f) Under orders from the Special Court (Trial of Offences Relating to Transactions in Securities) Act, 1992, the allotment of 2,53,522 (as at March 31, 2018 : 2,53,522) rights equity shares of the Company have been kept in abeyance in accordance with the Companies Act, 2013 till such time as the title of the bonafide owner is certified by the concerned Stock Exchanges. Additional 40,608 (as at March 31, 2018 : 40,608) shares have also been kept in abeyance for disputed cases in consultation with the Bombay Stock Exchange. 92,231 (at at March 31, 2018 : 92,231) shares are unsubscribed out of the total offered to employees on rights basis during the earlier years.

NOTE 15 : OTHER EQUITY

A. Summary of Other Equity

(Refer Statement of Changes in Equity for details of movement)

(₹ in crores)

	AS AT 31/03/2019	AS AT 31/03/2018
(a) Capital Reserve	**15.98**	15.98
(b) Securities Premium Reserve	**86.59**	86.59
(c) General Reserve	**2418.46**	2248.46
(d) Capital Redemption Reserve	**240.08**	240.08
(e) Tonnage Tax Reserve under Section 115VT of the Income-tax Act, 1961	**119.00**	285.00
(f) Debenture Redemption Reserve	**793.75**	787.50
(g) Retained Earnings	**1247.95**	1412.37
(h) Cash Flow Hedging Reserve	**0.10**	4.05
(i) Foreign Currency Monetary Item Translation Difference Account	**(6.97)**	(5.39)
	4914.94	5074.64

B. Nature of Reserves :

i) **Capital Reserve :** Capital Reserve is created on cancellation of convertible warrants during the year ended March 31, 2009.

ii) **Securities Premium Reserve :** Securities Premium Reserve is used to record the premium on issue of securities of the Company. The reserve is utilised in accordance with the provisions of the Companies Act, 2013.

iii) **General Reserve :** General Reserve is used from time to time to transfer profits from Retained Earnings for appropriation purposes.

iv) **Tonnage Tax Reserve :** Tonnage Tax Reserve created as per the provisions of the Section 115VT of the Income-tax Act, 1961, whereby a minimum of 20% of book profits from the tonnage tax activities is to be utilised for acquiring new ships within 8 years.

v) **Retained Earnings :** Retained Earnings are the profits that the Company has earned till date, less any transfers to reserves and dividend distributions to the shareholders.

In respect of the year ended March 31, 2019, the Board of Directors proposed a dividend of ₹ 5.40 per equity share. This equity dividend is subject to approval by the shareholders at the ensuing Annual General Meeting and has not been included as a liability in these financial statements. The total outflow on this account is estimated to be ₹ 93.36 crores including dividend distribution tax.

vi) **Cash Flow Hedging Reserve :** The Cash Flow Hedging Reserve is the cumulative effective portion of gains or losses arising on changes in fair value of designated portion of hedging instruments entered into for cash flow hedges. The gains or losses arising thereon are transferred to the Statement of Profit and Loss on settlement.

vii) **Foreign Currency Monetary Item Translation Difference Account :** Exchange differences on translation of long term foreign currency monetary items (other than depreciable assets) are transferred to Foreign Currency Monetary Item Translation Difference Account and amortised over the balance life of such assets / liabilities but not beyond March 31, 2020 .

NOTE 16 : BORROWINGS

(₹ in crores)

	NON-CURRENT		CURRENT MATURITIES OF LONG- TERM DEBT	
	AS AT 31/03/2019	AS AT 31/03/2018	AS AT 31/03/2019	AS AT 31/03/2018
(a) Debentures :				
Secured - at amortised cost :				
Redeemable Non-Convertible Debentures of ₹ 10,00,000 each -				
(i) 8.85% 3000 Debentures redeemable on April 12, 2028	**300.00**	-	**-**	-
(ii) 8.05% 1500 Debentures redeemable on August 31, 2024	**150.00**	150.00	**-**	-
(iii) 9.80% 2400 Debentures redeemable on July 3, 2019	**-**	240.00	**240.00**	-
[Refer Notes (i) and (iii) below]				
Unsecured - at amortised cost :				
Redeemable Non-Convertible Debentures of ₹ 10,00,000 each -				
(i) 8.25% 1500 Debentures redeemable on May 25, 2027	**150.00**	150.00	**-**	-
(ii) 8.24% 2000 Debentures redeemable on November 11, 2026	**200.00**	200.00	**-**	-
(iii) 8.70% 2500 Debentures redeemable on May 6, 2026	**250.00**	250.00	**-**	-
(iv) 8.24% 2000 Debentures redeemable on November 11, 2025	**200.00**	200.00	**-**	-
(v) 8.70% 2500 Debentures redeemable on May 31, 2025	**250.00**	250.00	**-**	-
(vi) 7.99% 2500 Debentures redeemable on January 18, 2025	**250.00**	250.00	**-**	-
(vii) 7.99% 2500 Debentures redeemable on January 18, 2024	**250.00**	250.00	**-**	-

	NON-CURRENT		CURRENT MATURITIES OF LONG- TERM DEBT	
	AS AT 31/03/2019	AS AT 31/03/2018	AS AT 31/03/2019	AS AT 31/03/2018
(viii) 9.70% 1000 Debentures redeemable on January 18, 2023	**100.00**	100.00	-	-
(ix) 9.70% 1000 Debentures redeemable on January 7, 2023	**100.00**	100.00	-	-
(x) 9.70% 500 Debentures redeemable on April 25, 2021	**50.00**	50.00	-	-
(xi) 9.70% 1500 Debentures redeemable on April 15, 2021	**150.00**	150.00	-	-
(xii) 9.70% 1000 Debentures redeemable on February 2, 2021	**100.00**	100.00	-	-
(xiii) 9.60% 2000 Debentures redeemable on November 10, 2019	**-**	200.00	**200.00**	-
(xiv) 9.75% 2350 Debentures redeemable on August 20, 2019	**-**	235.00	**235.00**	-
(xv) 9.35% 425 Debentures redeemable on February 8, 2019	**-**	-	**-**	42.50
(xvi) 9.35% 425 Debentures redeemable on February 8, 2019	**-**	-	**-**	42.50
(xvii) 9.40% 900 Debentures redeemable on January 6, 2019	**-**	-	**-**	90.00
(xviii) 9.19% 1000 Debentures redeemable on December 24, 2018	**-**	-	**-**	100.00
[Refer Note (iii) below]				
	2500.00	2875.00	**675.00**	275.00
(b) Term Loans from Banks :				
Secured - at amortised cost :				
Foreign Currency Loans from Banks	**816.05**	709.96	**123.91**	202.99
[Refer Notes (ii) and (iii) below]				
	816.05	709.96	**123.91**	202.99
(c) Unamortised Finance Charges	**(8.36)**	(8.52)	**(2.68)**	(2.82)
Total (a + b + c)	**3307.69**	3576.44	**796.23**	475.17
Less : Amount disclosed under Note 17 : Other Financial Liabilities	**-**	-	**(796.23)**	(475.17)
	3307.69	3576.44	**-**	-

(₹ in crores)

	CURRENT	
	AS AT 31/03/2019	AS AT 31/03/2018
Term Loans from Bank		
Unsecured - at amortised cost :		
Buyer's Credit [Refer Note (ii) below]	**-**	171.02
	-	171.02

Notes :

i) 8.85% 3000 Secured Redeemable Non-Convertible Debentures of ₹ 10,00,000 each, redeemable on April 12, 2028 and 8.05% 1500 Secured Redeemable Non-Convertible Debentures of ₹ 10,00,000 each, redeemable on August 31, 2024 are secured by exclusive charge on specified ships with 1.20 times cover on the market value of ships and additional security by way of mortgage on immovable property of the Company and 9.80% 2400 Secured Redeemable Non-Convertible Debentures of ₹ 10,00,000 each, redeemable on July 3, 2019, are secured by exclusive charge on specified ships with 1.25 times cover on the book value of ships and additional security by way of mortgage on immovable property of the Company.

ii) Foreign currency loans availed from banks carry interest rates of LIBOR plus 30 to 150 bps (Previous Year : LIBOR plus 27 to 150 bps for USD loans and LIBOR plus 62 bps for JPY loans). Some loans are on fixed rates basis. The principal repayments are due quarterly, half yearly or annually. These loans are secured by mortgage of specific ships. In case of Buyer's Credit, the tenure is 6 months.

iii) The terms of repayments of non-current borrowings are as under :

(₹ in crores)

	AS AT 31/03/2019	AS AT 31/03/2018
- between one to three years		
Secured Debentures	**-**	240.00
Unsecured Debentures	**300.00**	535.00
Secured Loans from Banks	**386.48**	243.84
	686.48	1018.84
- between three to five years		
Secured Debentures	**-**	-
Unsecured Debentures	**450.00**	400.00
Secured Loans from Banks	**304.95**	323.76
	754.95	723.76
- over five years		
Secured Debentures	**450.00**	150.00
Unsecured Debentures	**1300.00**	1550.00
Secured Loans from Banks	**124.62**	142.36
	1874.62	1842.36

NOTE 17 : OTHER FINANCIAL LIABILITIES

(₹ in crores)

	NON-CURRENT		CURRENT	
	AS AT 31/03/2019	AS AT 31/03/2018	AS AT 31/03/2019	AS AT 31/03/2018
(a) Current Maturities of Long-Term Debt (Refer Note 16)	**-**	-	**796.23**	475.17
(b) Unpaid Dividend	**-**	-	**9.90**	7.67
(c) Interest Accrued but not due on Borrowings	**-**	-	**166.96**	147.56
(d) Mark-to-Market Losses on Derivatives*	**357.96**	511.85	**294.59**	117.92
(e) Others	**-**	-	**3.67**	10.57
	357.96	511.85	**1271.35**	758.89

*Current mark-to-market losses on derivatives include loss on derivatives designated and effective as hedging instruments classified as cash flow hedge amounting to ₹ 2.21 crores (as at March 31, 2018 : ₹ Nil).

NOTE 18 : PROVISIONS

(₹ in crores)

	NON-CURRENT		CURRENT	
	AS AT 31/03/2019	AS AT 31/03/2018	AS AT 31/03/2019	AS AT 31/03/2018
(a) Provision for Employee Benefits (Refer Note 30)	**29.81**	27.24	**0.81**	1.21
(b) Vessel Performance/ Offhire Claims (Refer Note below)	**-**	-	**4.67**	3.32
	29.81	27.24	**5.48**	4.53

Note :

The Company has recognised the following provisions in its accounts in respect of obligations arising from past events, the settlement of which is expected to result in an outflow embodying economic benefits.

(₹ in crores)

	CURRENT YEAR	PREVIOUS YEAR
Vessel performance/ offhire claims -		
Provision has been recognised for the estimated liability for under-performance of certain vessels and offhire claims under dispute :		
Opening balance	**3.32**	3.92
Add: Addition during the year	**3.17**	0.02
Less : Reversal during the year	**(1.82)**	(0.62)
Closing balance	**4.67**	3.32

NOTE 19 : TRADE PAYABLES

(₹ in crores)

	AS AT 31/03/2019	AS AT 31/03/2018
(a) Dues to Micro and Small enterprises	**2.05**	3.36
(b) Dues to Subsidiary Companies (Refer Note 33)	**1.05**	0.84
(c) Dues to others	**223.66**	182.18
	226.76	186.38

Notes :

i) According to the information available with the Company regarding the status of the suppliers as defined under the 'Micro, Small and Medium Enterprises Development Act, 2006', ₹ 2.05 crores (Previous Year: ₹ 3.15 crores) is overdue as at the reporting date, to Micro and Small Enterprises.

ii) Trade payables are recognised at their original invoiced amounts which represent their fair values on initial recognition. Trade payables are considered to be of short duration and are not discounted.

NOTE 20 : OTHER CURRENT LIABILITIES

(₹ in crores)

	AS AT 31/03/2019	AS AT 31/03/2018
(a) Advances from Customers	**11.81**	25.95
(b) Government Grants	**0.51**	6.24
(c) Statutory Liabilities	**35.27**	18.96
(d) Others	**6.62**	4.89
	54.21	56.04

NOTE 21 : CURRENT TAX LIABILITIES (NET)

(₹ in crores)

	AS AT 31/03/2019	AS AT 31/03/2018
Excess of Provision for Income-tax over Advance Payment of Income-tax and Tax Deducted/Collected at Source	**21.75**	19.86
	21.75	19.86

NOTE 22 : REVENUE FROM OPERATIONS

(₹ in crores)

	CURRENT YEAR	PREVIOUS YEAR
(a) Revenue from -		
- Freight and Demurrage	**1769.27**	1173.40
- Charter Hire	**845.59**	851.83
	2614.86	2025.23
(b) Other Operating Revenue	**36.41**	35.80
	2651.27	2061.03

NOTE 23 : OTHER INCOME

(₹ in crores)

	CURRENT YEAR	PREVIOUS YEAR
(a) Gain on disposal of Property, plant and equipment (net)	**27.08**	12.94
(b) Foreign Exchange Gain (net)	**98.77**	2.66
(c) Interest Income -		
- on Bank Deposits (at amortised cost)	**65.26**	43.76
- on Preference shares investment in a Subsidiary (at amortised cost)	**25.77**	25.43
- on Others	**3.34**	1.60
	94.37	70.79
(d) Gain on Current Investments (at FVTPL)	**40.80**	43.67
(e) Miscellaneous Income	**1.12**	2.20
	262.14	132.26

NOTE 24 : EMPLOYEE BENEFITS EXPENSE

(₹ in crores)

	CURRENT YEAR	PREVIOUS YEAR
(a) Salaries and Wages	**412.04**	391.33
(b) Contribution to Provident and Other funds (Refer Note 30)	**26.11**	15.24
(c) Staff Welfare Expenses	**30.21**	28.85
	468.36	435.42

NOTE 25 : FINANCE COSTS

(₹ in crores)

	CURRENT YEAR	PREVIOUS YEAR
(a) Interest Cost	**339.91**	321.82
(b) Other Borrowing Costs	**2.71**	3.85
(c) Exchange differences regarded as an adjustment to borrowing costs	**19.02**	2.53
	361.64	328.20

NOTE 26 : DEPRECIATION AND AMORTISATION EXPENSE

(₹ in crores)

	CURRENT YEAR	PREVIOUS YEAR
(a) Depreciation on Property, plant and equipment	**509.13**	491.23
(b) Amortisation on Intangible assets	**0.32**	0.26
	509.45	491.49

NOTE 27 : OTHER EXPENSES

(₹ in crores)

	CURRENT YEAR	PREVIOUS YEAR
(a) Hire of Chartered Ships	**104.06**	57.33
(b) Brokerage and Commission	**16.31**	13.62
(c) Agency Fees	**11.78**	8.68
(d) Repairs and Maintenance -		
- Fleet	**110.56**	84.03
- Buildings	**5.28**	6.32
- Others	**11.21**	11.78
	127.05	102.13
(e) Insurance -		
- Fleet Insurance and Protection and Indemnity Club Insurance	**40.15**	37.11
- Others	**1.81**	1.30
	41.96	38.41
(f) Loss on asset held for sale	**13.76**	-
(g) Loss/(Gain) on Derivatives Transactions (net)	**165.38**	(205.98)
(h) Rent (Refer Note 32)	**0.72**	0.47
(i) Rates and Taxes	**0.47**	0.52

	CURRENT YEAR	PREVIOUS YEAR
(j) Bad Debts and Advances Written off	**0.41**	0.20
(k) Allowance for Doubtful Debts and Advances (net)	**2.74**	19.07
(l) Travelling Expenses	**35.25**	39.70
(m) Payment to Auditor (Refer Note below)	**0.91**	0.86
(n) Expenditure on Corporate Social Responsibility activities (Refer Note 33 & 39)	**7.26**	9.14
(o) Miscellaneous Expenses	**51.57**	46.98
	579.63	131.13

Note :

	CURRENT YEAR	PREVIOUS YEAR
Payment to Auditor -		
- Auditor	**0.84**	0.81
- For Other Services	**0.04**	0.05
- For Reimbursement of Expenses	**0.03**	-*
	0.91	0.86

* Amount less than ₹ One Lakh

NOTE 28 : TAX EXPENSE

(₹ in crores)

	CURRENT YEAR	PREVIOUS YEAR
(a) Current Tax	**33.00**	39.00
(b) MAT Credit Utilised	**(20.00)**	(32.00)
	13.00	7.00

Reconciliation of estimated income tax expense at statutory income tax rate to income tax expense reported in the Statement of Profit and Loss is as follows:

	CURRENT YEAR	PREVIOUS YEAR
Profit/(Loss) before Income Tax	**(6.47)**	167.19
Indian statutory income tax rate (including surcharge and cess)	**34.94%**	34.61%
Expected income tax expense as per Indian statutory income tax rate	**(2.26)**	57.86
Tax effect of adjustments to reconcile expected income tax expense to reported income tax expense :		
(Profit)/Loss attributable to tonnage tax activity (net of Deemed Tonnage Income)	**30.70**	(9.01)
Items liable to tax in the year of settlement/payment	**2.79**	(10.22)
Expenses incurred to earn exempt income (net)	**6.60**	4.11
Gain on disposal/held for sale of Property, plant and equipment (net)	**(4.66)**	(4.46)
Others	**(0.17)**	0.72
Provision for Current Tax as per Books	**33.00**	39.00

Pursuant to the introduction of Section 115VA under the Income-tax Act, 1961, the Company has opted for computation of its income from shipping activities under the Tonnage Tax Scheme. Thus, income from the business of operating ships is assessed on the basis of the Deemed Tonnage Income of the Company and no deferred tax is applicable to such income as there are no temporary differences. The temporary differences in respect of the non-tonnage activities of the Company are not material, in view of which provision for deferred taxation is not recognised.

NOTE 29 : BASIC AND DILUTED EARNINGS PER SHARE

	CURRENT YEAR	PREVIOUS YEAR
(a) Net Profit/(Loss) After Tax (₹ in crores)	**(19.47)**	160.19
(b) Number of Equity Shares		
(i) Basic Earning per Share		
Weighted Average Number of Equity Shares	**15,07,77,065**	15,07,77,065
(ii) Diluted Earning per Share		
Weighted Average Number of Equity Shares	**15,07,77,065**	15,07,77,065
Shares deemed to be issued for no consideration in respect of :		
- Rights Shares kept in abeyance	**2,84,217**	2,86,570
Weighted Average Number of Equity Shares adjusted for the effect of dilution	**15,10,61,282**	15,10,63,635
(c) Face Value of Equity Share (in ₹)	**10.00**	10.00
(d) Earnings per Share (in ₹)		
- Basic	**(1.29)**	10.62
- Diluted *	**(1.29)**	10.60

* Diluted EPS for year ended March 31, 2019 is considered same as Basic EPS, since the effect is anti-dilutive.

NOTE 30 : EMPLOYEE BENEFIT PLANS

A) Defined Contribution Plans :

(i) The Company has recognised the following amounts in the Statement of Profit and Loss for the year :

(₹ in crores)

	CURRENT YEAR	PREVIOUS YEAR
Contribution to Employees Superannuation Fund	**6.74**	4.55
Contribution to National Pension Scheme	**1.04**	0.93
Contribution to Seamen's Provident Fund	**0.87**	0.77
Contribution to Seamen's Annuity Fund	**0.94**	0.87
Contribution to Seamen's Rehabilitation Fund	**0.82**	0.73
Contribution to Seamen's Gratuity Fund	**0.20**	0.06

(ii) General description of Defined Contribution Plans :

Superannuation Fund :

In addition to gratuity benefits, employees have the option to become a member of the Superannuation Fund Trust set up by the Company and receive benefits thereunder. It is a defined contribution plan. The Company makes contributions to the trust in respect of the said employees until their retirement or resignation. The Company recognises such contributions as an expense when incurred. The Company has no further obligation beyond its contribution.

National Pension Scheme (NPS) :

NPS is an additional option for offering retirement benefits to the employees. NPS is designed on defined contribution basis wherein the Company contributes to the employees account.

There is no defined benefit that would be available at the time of exit from the system and the accumulated wealth depends on the contributions made and the income generated from the investment of such wealth. The Company recognises such contributions as an expense when incurred. The Company has no further obligation beyond its contribution.

Seamen's Provident Fund :

The Company's contribution towards Provident Fund in respect of seamen i.e. crew who sail on Company's ships is paid to the Seamen's Provident Fund as per the National Maritime Board Agreement binding on the Company.

Seamen's Annuity Fund :

The Company's contribution towards Annuity in respect of seamen is paid to the Seamen's Annuity Fund as per the National Maritime Board Agreement binding on the Company.

Seamen's Rehabilitation Fund :

The Company's contribution towards rehabilitation in respect of seamen is paid to the National Maritime Board Rehabilitation and Welfare Trust as per the National Maritime Board Agreement binding on the Company.

Seamen's Gratuity Fund :

The Company's contribution towards Gratuity in respect of seamen is paid to the Seafarer's Welfare Fund Society as per the National Maritime Board Agreement binding on the Company.

B) Defined Benefit Plans and Other Long Term Benefits :

i) Valuations in respect of Gratuity, Pension Plan for eligible Whole-time Directors, retired directors/spouses, Compensated Absences and Provident Fund have been carried out by an independent actuary as at the Balance Sheet date as per the Projected Unit Credit method, based on the following assumptions :

ACTUARIAL ASSUMPTIONS	GRATUITY		PENSION PLAN		COMPENSATED ABSENCES	
	AS AT 31/03/2019	AS AT 31/03/2018	AS AT 31/03/2019	AS AT 31/03/2018	AS AT 31/03/2019	AS AT 31/03/2018
(a) Discount Rate (p.a.)	**7.59%**	7.55%	**7.49%**	7.55%	**7.49%**	7.55%
(b) Salary Escalation Rate	**4.00%-6.00%**	4.00%-7.00%	**-**	-	**6.00%**	7.00%
(c) Mortality	**IALM - Ultimate 2006-08**	IALM - Ultimate 2006-08	**IALM - Ultimate 2006-08**	IALM - Ultimate 2006-08	**IALM - Ultimate 2006-08**	IALM - Ultimate 2006-08
(d) Withdrawal Rate	**0.00%-7.33%**	0.50%-4.67%	**-**	-	**0.00%-6.67%**	0.67%-4.67%
(e) Expected average remaining service (in years)	**20.45**	21.08	**-**	-	**8.26**	10.67
(f) Weighted average remaining duration of defined benefit obligation (in years)	**13.68**	8.54	**-**	-	**-**	-

ii) Changes in present value of obligations :

(₹ in crores)

	GRATUITY		PENSION PLAN		COMPENSATED ABSENCES	
	CURRENT YEAR	PREVIOUS YEAR	CURRENT YEAR	PREVIOUS YEAR	CURRENT YEAR	PREVIOUS YEAR
Liability at the beginning of the year	**23.10**	23.02	**25.23**	26.51	**2.32**	1.53
Current Service Cost	**0.89**	1.60	**-**	-	**0.19**	0.90
Interest Cost	**1.70**	1.50	**1.84**	1.72	**0.17**	0.10
Actuarial (Gain)/Loss on obligations	**0.56**	(1.88)	**0.77**	(1.31)	**(0.24)**	(0.12)
Benefits Paid	**(1.11)**	(1.14)	**(1.79)**	(1.69)	**(0.13)**	(0.09)
Benefits Transferred in	**-**	0.15	**-**	-	**-**	-
Benefits Transferred out	**-**	(0.15)	**-**	-	**-**	-
Liability at the end of the year	**25.14**	23.10	**26.05**	25.23	**2.31**	2.32

iii) Changes in Fair value of Plan Assets :

(₹ in crores)

	GRATUITY		PENSION PLAN		COMPENSATED ABSENCES	
	CURRENT YEAR	PREVIOUS YEAR	CURRENT YEAR	PREVIOUS YEAR	CURRENT YEAR	PREVIOUS YEAR
Fair Value of Plan Assets at the beginning of the year	**23.84**	22.85	**-**	-	**-**	-
Adjustment to Opening Balance	**(0.22)**	0.33	**-**	-	**-**	-
Return on Plan Assets excluding amount included in interest income	**(0.74)**	0.11	**-**	-	**-**	-
Interest Income	**1.74**	1.52	**-**	-	**-**	-
Employer's Contributions	**-**	0.17	**1.79**	1.69	**0.13**	0.09
Benefits Paid	**(1.11)**	(1.14)	**(1.79)**	(1.69)	**(0.13)**	(0.09)
Fair Value of Plan Assets at the end of the year	**23.51**	23.84	**-**	-	**-**	-

iv) Funded Status :

(₹ in crores)

	GRATUITY	
	AS AT 31/03/2019	AS AT 31/03/2018
Present value of funded defined benefit obligation	**25.14**	23.10
Fair value of plan assets	**(23.51)**	(23.84)
(Surplus)/Deficit of Plan assets over obligations	**1.63**	(0.74)

v) Remeasurement of the net defined liability / (asset) :

(₹ in crores)

	GRATUITY		PENSION PLAN		COMPENSATED ABSENCES	
	CURRENT YEAR	PREVIOUS YEAR	CURRENT YEAR	PREVIOUS YEAR	CURRENT YEAR	PREVIOUS YEAR
(Gain)/Loss on obligation due to change in demographic assumptions	**(0.08)**	(0.06)	**-**	-	**-**	(0.01)
(Gain)/Loss on obligation due to change in financial assumptions	**(0.52)**	(1.10)	**-**	-	**(0.11)**	(0.02)
(Gain)/Loss on obligation due to change in experience adjustments	**1.17**	(0.72)	**0.77**	(1.31)	**(0.13)**	(0.09)
Total Actuarial (Gain)/Loss	**0.57**	(1.88)	**0.77**	(1.31)	**(0.24)**	(0.12)

vi) Actual Return on Plan Assets :

(₹ in crores)

	GRATUITY	
	CURRENT YEAR	PREVIOUS YEAR
Return on Plan Assets excluding interest Income	**(0.74)**	0.11
Interest Income	**1.74**	1.52
Actual Return on Plan Assets	**1.00**	1.63

vii) Amount Recognised in the Balance Sheet :

(₹ in crores)

	GRATUITY		PENSION PLAN		COMPENSATED ABSENCES	
	AS AT 31/03/2019	AS AT 31/03/2018	AS AT 31/03/2019	AS AT 31/03/2018	AS AT 31/03/2019	AS AT 31/03/2018
Liability at the end of the year	**25.14**	23.10	**26.05**	25.23	**2.31**	2.32
Fair Value of Plan Assets at the end of the year	**23.51**	23.84	**-**	-	**-**	-
Short Term Liability	**-**	-	**-**	-	**0.57**	0.91
(Asset)/Liability recognised in the Balance Sheet (net)	**1.63***	(0. 74)	**26.05**	25.23	**2.88**	3.23

*The liability of ₹ 1.63 crores towards Gratuity for the current year was settled during the month of March 2019.

viii) Expenses recognised in the Statement of Profit and Loss :

(₹ in crores)

	GRATUITY		PENSION PLAN		COMPENSATED ABSENCES	
	CURRENT YEAR	PREVIOUS YEAR	CURRENT YEAR	PREVIOUS YEAR	CURRENT YEAR	PREVIOUS YEAR
Current Service Cost	**0.89**	1.60	**-**	-	**0.19**	0.90
Net Interest	**(0.04)**	(0.02)	**1.84**	1.72	**0.17**	0.10
Net Actuarial (gain)/loss to be recognised	**-**	-	**-**	-	**(0.24)**	(0.12)
Expenses recognised in the Statement of Profit and Loss	**0.85**	1.58	**1.84**	1.72	**0.12**	0.88

ix) Other Comprehensive Income (OCI) :

(₹ in crores)

	GRATUITY		PENSION PLAN		COMPENSATED ABSENCES	
	CURRENT YEAR	PREVIOUS YEAR	CURRENT YEAR	PREVIOUS YEAR	CURRENT YEAR	PREVIOUS YEAR
Actuarial (Gain)/Loss recognised for the period	**0.57**	(1.88)	**0.77**	(1.31)	**-**	-
Return on Plan Assets excluding interest Income	**0.74**	(0.11)	**-**	-	**-**	-
Total Actuarial (Gain)/Loss recognised in OCI	**1.31**	(1.99)	**0.77**	(1.31)	**-**	-

x) The fair values of the plan assets at the end of the reporting period for each category, are as follows :

(₹ in crores)

	GRATUITY	
	AS AT 31/03/2019	AS AT 31/03/2018
Public Sector Bonds	**0.30**	1.00
HDFC Group Unit Linked Plan	**23.21**	22.84
Total	**23.51**	23.84

The fair values of the above equity and debt instruments are determined based on quoted market prices in active markets.

xi) Sensitivity Analysis :

(₹ in crores)

PRESENT VALUE OF OBLIGATIONS	DISCOUNT RATE		SALARY ESCALATION RATE	
	+1%	-1%	+1%	-1%
Gratuity	23.37	27.22	26.57	23.91
Pension	24.35	28.02	-	-
Compensated Absences	2.20	2.43	2.42	2.20

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

Furthermore, in presenting the above sensitivity analysis, the present value of the defined benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same as that applied in calculating the defined benefit obligation liability recognised in the balance sheet.
There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.

xii) The defined benefit obligations shall mature after year ended March 31, 2019 as follows :

(₹ in crores)

PRESENT VALUE OF OBLIGATIONS	FIRST YEAR	SECOND YEAR	THIRD YEAR	FOURTH YEAR	FIFTH YEAR	SIX TO TEN YEARS
Gratuity	4.15	1.91	2.56	1.87	1.90	10.32
Pension	1.79	1.79	1.79	1.79	1.79	8.97
Compensated Absences	0.24	0.39	0.46	0.20	0.31	0.89

xiii) General description of Defined Benefit Plans :

Gratuity Plan :

Gratuity is payable to all eligible employees of the Company on superannuation, death, permanent disablement or resignation in terms of the provisions of the Payment of Gratuity Act or as per the Company's scheme whichever is more beneficial. Benefit would be paid at the time of separation based on the last drawn basic salary.
The defined benefit plan is administered by a separate fund that is legally separated from the Company. The Company's investment strategy in respect of its funded plan is implemented within the framework of the applicable statutory requirements.
The plan exposes the Company to a number of actuarial risks such as investment risk, interest rate risk, longevity risk and salary risk.

- Investment / Interest Risk

The Company is exposed to investment/interest risk if the return on the invested fund falls below the discount rate used to arrive at present value of the benefit.

- Longevity Risk

The Company is not exposed to risk of the employees living longer as the benefit under the scheme ceases on the employee separating from the employer for any reason.

- Salary Risk

The Company is exposed to higher liability if the future salaries rise more than assumption of salary escalation.

The Company does an Asset - Liability matching study each year in which the consequences of the strategic investment policies are analysed in terms of risk and return profiles.

Retirement Benefit Scheme including Pension Plan :

Under the Company's Retirement Benefit Scheme for the Whole-time Directors, all the eligible Whole-time Directors are entitled to the benefits of the scheme only after attaining the age of 62 years, except for retirement due to physical disability or death while in office, in which case, the benefits shall start on his retirement due to such physical disability or death. The benefits are in the form of monthly pension @ 50% of his last drawn monthly salary subject to maximum of ₹ 1.25 crores p.a. (Previous Year : ₹ 1.25 crores p.a.) during his lifetime. If he predeceases the spouse, she will be paid monthly pension @ 50% of his last drawn pension during her lifetime. Benefits include reimbursement of medical expenses for self and spouse, overseas medical treatment upto ₹ 0.50 crore for self/spouse, office space including office facilities in the Company's office premises. Benefits also include use of Company's car including reimbursement of driver's salary and other related expenses during his lifetime and in the event of his demise, his spouse will be entitled to avail the said benefit during her lifetime.

Compensated Absences :

All eligible union grade employees had an option to freeze the accumulated leave balance as on June 30, 2008. Such frozen accumulated leave balance will be encashed as per the last drawn basic salary at the time of superannuation, death, permanent disablement, resignation or promotion to the non-union category.

With effect from April 1, 2012, all eligible non-union employees have an option to freeze their leave accumulation days on 30th June every year and such frozen accumulated leave balance will be encashed as per the basic salary for the month of June of the relevant year for which leave was frozen at the time of superannuation, death, permanent disablement or resignation.

For all union and non-union grade employees, maximum leave that can be carried forward is 15 days.

The leave over and above 15 days is encashed and paid to employees on June 30th of every year.

Provident Fund :

Eligible employees of the Company receive benefits from a provident fund, which is a defined benefit plan. Both the eligible employee and the Company make monthly contributions to the provident fund plan equal to a specified percentage of the covered employee's salary. The Company contributes a portion to the Provident Fund Trust. The trust invests in specific designated instruments as permitted by Indian law. The remaining portion is contributed to the government-administered pension fund. The rate at which the annual interest is payable to the beneficiaries by the trust is being administered by the Government. The Company has an obligation to make good the shortfall, if any.

The details of fund and plan asset position are as follows :

Funded Status :

(₹ in crores)

	AS AT 31/03/2019
Present value of funded defined benefit obligation	**342.13**
Fair value of plan assets	**(340.44)**
Deficit of Plan assets over obligations	**1.69**

The plan assets have been invested in government securities, private and public sector bonds.

Assumptions used in determining the present value obligation of the interest rate guarantee :

ACTUARIAL ASSUMPTIONS	AS AT 31/03/2019
(a) Government of India (GOI) bond yield	**7.56%-7.60%**
(b) Average remaining tenure of investment portfolio (in years)	**4.93**
(c) Expected guaranteed interest rate	**8.65%**

The Company contributed ₹ 5.75 crores to the Provident Fund Trust during the year ended March 31, 2019, and the same has been recognised in the Statement of Profit and Loss under the head Employee Benefits Expense.

NOTE 31 : SEGMENT REPORTING

The Company is engaged only in shipping business segment and there are no separate reportable segments as per Ind AS 108, 'Operating Segments'.

Information concerning principal geographic areas is as follows :

(₹ in crores)

SR. NO.	PARTICULARS	CURRENT YEAR	PREVIOUS YEAR
(a)	Revenue from operations :		
	- Revenue from customers located outside India	**1400.99**	1036.17
	- Revenue from customers located within India	**1213.87**	989.06
		2614.86	2025.23

(b) Substantial assets of the Company are ships, which are operating across the world, in view of which they can not be identified by any particular geographical area.

NOTE 32 : OPERATING LEASE

Operating Lease Commitments – where the Company is a lessee

The Company has taken premises on leave and license basis which is similar in substance to an operating lease. The lease has varying terms and renewal rights. The particulars of leasing arrangement are as under :

(₹ in crores)

SR. NO.	PARTICULARS	AS AT 31/03/2019	AS AT 31/03/2018
(a)	Total Future Minimum Lease payments		
	- Not later than 1 year	**0.63**	0.72
	- Later than 1 year and not later than 5 years	**1.60**	2.23
		2.23	2.95

(b) Lease payments recognised in the Statement of Profit and Loss for the year are ₹ 0.72 crore (Previous Year : ₹ 0.47 crore).

NOTE 33 : RELATED PARTY TRANSACTIONS

(I) List of Related Parties :

(a) Parties where control exists :

Subsidiary Companies :
The Greatship (Singapore) Pte. Ltd.
The Great Eastern Chartering L.L.C. (FZC) and its subsidiary :
- The Great Eastern Chartering (Singapore) Pte. Ltd., Singapore

Great Eastern CSR Foundation, India
Greatship (India) Ltd., India and its subsidiaries :
- Greatship Global Offshore Services Pte. Ltd., Singapore
- Greatship Global Energy Services Pte. Ltd., Singapore.
- Greatship (UK) Ltd., UK.
- Greatship Oilfield Services Ltd., India

(b) Key Management Personnel and close members of their family in employment with the Company as at March 31, 2019 :

Mr. K. M. Sheth	- Non - Executive Chairman, father of Mr. Bharat K. Sheth and Mr. Ravi K. Sheth
Mr. Bharat K. Sheth	- Deputy Chairman and Managing Director
Mr. Tapas Icot	- Executive Director and President-Shipping
Mr. G. Shivakumar	- Executive Director and Chief Financial Officer
Mr. Jayesh Trivedi	- Company Secretary
Mr. Ravi K. Sheth	- Non - Executive Director
Mr. Berjis Desai	- Non - Executive Director
Mr. Cyrus Guzder	- Non - Executive Director
Mr. Farrokh Kavarana	- Non - Executive Director
Mrs. Rita Bhagwati	- Non - Executive Director
Dr. Shankar Acharya	- Non - Executive Director
Mr. Vineet Nayyar	- Non - Executive Director
Mr. Rahul R. Sheth	- Son of Mr. Ravi K. Sheth

(c) Other related parties :

Employees' Benefit Plans :
The Provident Fund of The Great Eastern Shipping Company Ltd.
The Great Eastern Shipping Co. Ltd. Employees Gratuity Fund
The Great Eastern Shipping Co. Limited Executives Superannuation Fund
The Great Eastern Shipping Co. Ltd. Floating Staff Superannuation Fund
The Great Eastern Shipping Co. Ltd. Staff Superannuation Fund

II) Transactions with Related Parties :

(₹ in crores)

(A) NATURE OF TRANSACTIONS	SUBSIDIARY COMPANIES		OTHER RELATED PARTIES		KEY MANAGEMENT PERSONNEL AND THEIR CLOSE FAMILY MEMBERS	
	CURRENT YEAR	PREVIOUS YEAR	CURRENT YEAR	PREVIOUS YEAR	CURRENT YEAR	PREVIOUS YEAR
Services received from	**8.86**	14.44	**-**	-	**-**	-
- The Greatship (Singapore) Pte. Ltd.						
₹ 8.86 crores (Previous year: ₹ 7.04 crores)						
- The Great Eastern Chartering L.L.C. (FZC)						
₹ Nil (Previous year: ₹ 7.40 crores)						
Reimbursement of expenses from	**-**	3.55	**-**	-	**-**	-
- The Great Eastern Chartering L.L.C. (FZC)						
Interest income on preference shares investment	**25.77**	25.43	**-**	-	**-**	-
- Greatship (India) Ltd.						
Services rendered to	**1.48**	1.84	**-**	-	**-**	-
- Greatship (India) Ltd.						
Contribution towards CSR	**7.26**	9.14	**-**	-	**-**	-
- Great Eastern CSR Foundation						
Contribution to post employment benefit plans (Refer Note (i) below)	**-**	-	**12.74**	6.87	**-**	-
Compensation to key management personnel and close members of their family						
- Salaries	**-**	-	**-**	-	**7.91**	7.72
- Post-employment benefits (Refer Note (ii) below)	**-**	-	**-**	-	**3.76**	1.61
- Sitting Fees	**-**	-	**-**	-	**0.61**	0.31
- Variable Pay/Commission	**-**	-	**-**	-	**5.09**	6.28
- Dividend	**-**	-	**-**	-	**23.21**	20.96

(₹ in crores)

(B) OUTSTANDING BALANCES	SUBSIDIARY COMPANIES		OTHER RELATED PARTIES		KEY MANAGEMENT PERSONNEL AND THEIR CLOSE FAMILY MEMBERS	
	AS AT 31/03/2019	AS AT 31/03/2018	AS AT 31/03/2019	AS AT 31/03/2018	AS AT 31/03/2019	AS AT 31/03/2018
Receivables	**0.89**	0.89	**-**	-	**-**	-
- Greatship (India) Ltd.						
Interest Income Receivable	**25.77**	25.43	**-**	-	**-**	-
- Greatship (India) Ltd.						
Advances						
- Post employment benefit plans	**-**	-	**-**	0.48	**-**	-
Payables	**1.05**	0.84	**-**	-	**-**	-
- The Greatship (Singapore) Pte. Ltd.						
₹ 0.65 crore (as at March 31, 2018: ₹ 0.47 crore)						
- The Great Eastern Chartering L.L.C. (FZC)						
₹ 0.40 crore (as at March 31, 2018: ₹ 0.37 crore)						
- Post employment benefit plans	**-**	-	**2.49**	-	**-**	-
- Variable pay/Commission payable	**-**	-	**-**	-	**5.09**	6.28
- Provision for retirement benefits	**-**	-	**-**	-	**24.44**	23.57

Notes :

i) Contribution to post employment benefit plans to the extent of ₹ 1.33 crores (Previous Year: ₹ 1.29 Crores) in respect of key management personnel and close members of their family is included under Post-employment benefits.

ii) Post-employment benefits include provision for retirement pension benefits payable ₹ 0.87 crore (Previous Year: reversal of provision of ₹ 1.14 crores) on the basis of actuarial valuation as per the Retirement Benefits Scheme approved by the Board of Directors.

NOTE 34 : CAPITAL COMMITMENTS

(₹ in crores)

PARTICULARS	AS AT 31/03/2019	AS AT 31/03/2018
Estimated amount of contracts, net of advances paid thereon, remaining to be executed on capital account and not provided for	**100.29**	330.15

NOTE 35 : CONTINGENT LIABILITIES

(₹ in crores)

SR. NO.	PARTICULARS	AS AT 31/03/2019	AS AT 31/03/2018
Claims against the Company, not acknowledged as debts :			
(a)	Sales Tax demands under BST Act, CST Act and VAT Act against which the Company has preferred appeals.	**6.23**	7.46
(b)	Demand from the Office of the Collector & District Magistrate, Mumbai City and from Brihanmumbai Mahanagarpalika towards transfer charges for transfer of premises not acknowledged by the Company.	**4.34**	4.34
(c)	Demand for Custom Duty disputed by the Company [The Company has given bank guarantees amounting to ₹ 3.63 crores (as at March 31, 2018: ₹ 3.63 crores) against the said Custom Duty demand]	**6.50**	6.50
(d)	Income Tax Demands for various Assessment Years disputed by the Company	**34.75**	27.47
(e)	Demand for wharfage charges against which the Company has tendered a bank guarantee. Stay is obtained under a Writ Petition filed against Chennai Port Trust for restraining encashment of bank guarantee.	**0.99**	0.99

Notes :

i) It is not practicable for the Company to estimate the timings of cash outflows, if any, in respect of the above pending resolution of the respective proceedings as it is determinable only on receipt of judgements/decisions pending with various forums/authorities.

ii) The Company does not expect any reimbursements in respect of the above contingent liabilities.

iii) The Company's pending litigations comprise of claims pertaining to proceedings pending with Income Tax, Custom, Sales Tax/VAT, Service Tax and other authorities. The Company has reviewed all its pending litigations and proceedings and has adequately provided for where provisions were required and disclosed as contingent liabilities where applicable, in its financial statements. The Company does not expect the outcome of these proceedings to have a materially adverse effect on its financial results.

NOTE 36 : FINANCIAL INSTRUMENTS

A. Capital Management:

The Company's capital management is intended to create value for shareholders by facilitating the meeting of long-term and short-term goals of the Company.

The capital structure of the Company consists of net debt (borrowings as detailed in Note 16 and offset by cash and bank balances and current investments) and total equity of the Company.

The Company is not subject to any externally imposed capital requirements.

The Company's risk management committee reviews the capital structure of the Company on a regular basis considering the cyclicity of business.

The gearing ratio was as follows:

(₹ in crores)

	AS AT 31/03/2019	AS AT 31/03/2018
Debt *	**4114.96**	4233.97
Less : Cash and bank balances (other than margin money deposits and unpaid dividend account) including current investments	**(2275.72)**	(2610.01)
Net debt	**1839.24**	1623.96
Total equity	**5065.72**	5225.42
Net debt to equity ratio	**0.36**	0.31

*Debt includes redeemable non-convertible debentures and term loans from banks.

B. Financial Assets and Liabilities:

The significant accounting policies, including the criteria for recognition, the basis of measurement and the basis on which incomes and expenses are recognised, in respect of each class of financial asset, financial liability and equity instruments are disclosed in Note 2(q) to the financial statements.

The carrying amounts of financial instruments by categories are as follows :

(₹ in crores)

	AS AT 31/03/2019	AS AT 31/03/2018
Financial Assets :		
Measured at Amortised Cost		
- Investments in subsidiaries		
- Preference shares	**378.26**	375.80
- Trade Receivables	**201.81**	159.22
- Cash and Cash Equivalents	**773.18**	296.81
- Other Bank Balances	**1054.02**	1618.09
- Other Financial Assets	**119.24**	102.62
Measured at Fair value through Profit or Loss		
- Investments in Mutual Funds	**470.79**	754.21
- Derivative Contracts	**95.94**	167.50
Measured at Fair value through OCI		
- Derivative Contracts	**2.39**	3.94
Total	**3095.63**	3478.19
Financial Liabilities :		
Measured at Amortised Cost		
- Borrowings	**4103.92**	4222.63
- Trade Payables	**226.76**	186.38
- Other Financial Liabilities	**180.53**	165.80
Measured at Fair value through Profit or Loss		
- Derivative Contracts	**650.34**	629.77
Measured at Fair value through OCI		
- Derivative Contracts	**2.21**	-
Total	**5163.76**	5204.58

The management considers that the carrying amounts of above financial assets and financial liabilities approximate to their fair values.

C. Fair value hierarchy:

The fair value hierarchy is based on inputs to valuation techniques that are used to measure fair value that are either observable or unobservable and consists of the following three levels :

> Level 1 - Inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities.

> Level 2 - Inputs are other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

> Level 3 - Inputs are not based on observable market data (unobservable inputs). Fair values are determined in whole or in part using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

The following table presents assets and liabilities measured at fair value and classified by the level of the following fair value measurements hierarchy:

(₹ in crores)

	AS AT 31/03/2019	AS AT 31/03/2018
Financial Assets :		
Measured at Level 2		
- Investments in Mutual Funds	**470.79**	754.21
- Derivative Contracts	**98.33**	171.44
Total	**569.12**	925.65
Financial Liabilities :		
Measured at Level 2		
- Derivative Contracts	**652.55**	629.77
Total	**652.55**	629.77

Investments in Mutual Funds are valued at the net asset value of the respective units. Derivative instruments are fair valued at the discounted cash flows. Future cash flows are estimated based on forward exchange/ interest rates and contract forward/ interest rates discounted at a rate that reflects the credit risk of various counterparties.

D. Derivative financial instrument and risk management :

The Company uses foreign exchange forward contracts, options and interest rate swaps to hedge its exposure to the movements in foreign exchange and interest rates. The use of these reduces the risk to the Company arising out of movement in exchange and interest rates. The Company does not use foreign exchange forward contracts, currency and interest rate swaps and options for trading purpose. The Company has also entered into cross currency swaps to swap its INR/ JPY borrowings into US dollars to mitigate the exchange risk arising out of foreign currency receivables. The interest rate swap component in the cross currency swap reduces the effective interest costs to the Company.

The Company also uses commodity futures contracts for hedging the exposure to bunker price risk.

(i) Derivative instruments in hedging relationship (Cash Flow Hedges) :

(a) Interest Rate Swap Contracts :

DETAILS	AS AT 31/03/2019	AS AT 31/03/2018
Total No. of contracts outstanding	**5**	5
Principal Notional Amount (USD in million)	**63.668**	65.592
Fair Value gain/(loss)- net (₹ in crores) (Excluding interest accrued)	**(0.75)**	3.94
Maturity Period	**Upto 7 years**	Upto 6 years

b) Bunker Swap Contracts :

DETAILS	AS AT 31/03/2019		AS AT 31/03/2018	
	PURCHASE	SALE	PURCHASE	SALE
Total No. of contracts outstanding	**18**	**-**	-	-
No of Units in MT under above contracts	**25200**	**-**	-	-
Fair Value gain/(loss) - net (₹ in crores)	**0.93**	**-**	-	-
Maturity Period	**Upto 1 year**	**-**	-	-

The interest rate swaps are entered to hedge interest payments from floating to fixed on borrowings. The bunker swaps are entered to hedge the bunker price risk. Fair value gains/(losses) on the interest rate swaps contracts and bunker swap contracts recognised in Cash Flow Hedging Reserve are transferred to the Statement of Profit and Loss as part of interest expense and fuel, oil and water expense on settlement. The same are included in the "Other financial assets" and "Other financial liabilities".

Hedging loss recognised in other comprehensive income during the year is ₹ 16.54 crores (Previous Year : gain of ₹ 2.47 crores) of which loss of ₹ 12.59 crores (Previous Year : gain of ₹ 8.90 crores) has been reclassified to Statement of Profit and Loss.

(ii) Derivative instruments not in hedging relationship :

(a) Forward Exchange Option Contracts :

DETAILS	AS AT 31/03/2019		AS AT 31/03/2018	
	PURCHASE	SALE	PURCHASE	SALE
Total No. of contracts outstanding	**-**	**2**	-	1
Foreign Currency Value (USD in million)	**-**	**8.000**	-	5.000
Fair Value gain/(loss)- net (₹ in crores)	**-**	**0.57**	-	(0.01)
Maturity Period	**-**	**Upto 1 year**	-	Upto 1 year

(b) Forward Exchange Contracts :

DETAILS	AS AT 31/03/2019		AS AT 31/03/2018	
	PURCHASE	SALE	PURCHASE	SALE
Total No. of contracts outstanding	**3**	**-**	-	1
Foreign Currency Value (USD in million)	**8.708**	**-**	-	2.000
Fair Value gain/(loss)- net (₹ in crores)	**(0.03)**	**-**	-	0.01
Maturity Period	**Upto 1 year**	**-**	-	Upto 1 year

(c) Cross Currency Forward Exchange Contracts (USD to EUR) :

DETAILS	CURRENCY	AS AT 31/03/2019	AS AT 31/03/2018
Total No. of contracts outstanding		**1**	-
Foreign Currency Value (USD in million)	**USD/EUR**	**1.132**	-
Fair Value gain/(loss)- net (₹ in crores)		**- ***	-
Maturity Period		**Upto 1 year**	-

* Less than ₹ 1 Lakh

Forward exchange option contracts, forward exchange contracts and cross currency forward exchange contracts mentioned under (ii) above economically hedge the underlying exposures but hedge accounting is not opted for the same. The gains/(losses) on such are recognised in the Statement of Profit and Loss.

Forward exchange option contracts, forward exchange contracts and cross currency forward exchange contracts were entered into to hedge existing transactions / firm commitments denominated in foreign currency.

(iii) Currency Swap Contracts:

(a) Currency Swap Contracts (INR to USD) :

DETAILS	CURRENCY	AS AT 31/03/2019	AS AT 31/03/2018
Total No. of contracts outstanding		**38**	39
Principal Notional Amount (₹ in crores)	**INR/USD**	**3160.00**	3135.00
Fair Value gain/(loss)- net (₹ in crores)		**(554.95)**	(462.37)
Maturity Period		**Upto 10 years**	Upto 10 years

The mark-to-market loss on above mentioned currency swap contracts is recognised in the Statement of Profit and Loss.

E. Market risk :

(i) Foreign currency risk management :

The Company undertakes transactions denominated in foreign currencies; consequently, exposures to exchange rate fluctuation arise. The Company's exposure to unhedged foreign currency is listed as under :

DETAILS	CURRENCY	AS AT 31/03/2019 (CURRENCY IN MILLIONS)	AS AT 31/03/2018 (CURRENCY IN MILLIONS)	AS AT 31/03/2019 (₹ IN CRORES)	AS AT 31/03/2018 (₹ IN CRORES)
Loan Liabilities and Payables	AED	**0.937**	2.699	**1.76**	4.79
	AUD	**0.145**	0.024	**0.71**	0.12
	CAD	**0.008**	-	**0.04**	-
	CHF	**0.001**	0.002	**0.01**	0.01
	CNY	**0.144**	-	**0.15**	-
	DKK	**0.350**	1.283	**0.36**	1.39
	EUR	**1.523**	0.992	**11.83**	8.00
	GBP	**0.023**	0.071	**0.20**	0.66
	JPY	**42.382**	48.564	**2.64**	2.96
	NOK	**0.242**	0.341	**0.19**	0.28
	SGD	**1.209**	1.039	**6.17**	5.17
	USD	**701.083**	750.321	**4847.99**	4890.22
	ZAR	**0.072**	0.215	**0.03**	0.12
Receivables	AED	**-**	0.010	**-**	0.02
	AUD	**0.136**	-	**0.67**	-
	CHF	**-**	0.006	**-**	0.04
	DKK	**-**	0.042	**-**	0.05
	EUR	**-**	0.339	**-**	2.74
	GBP	**-**	0.002	**-**	0.01
	JPY	**19.300**	18.980	**1.20**	1.16
	SGD	**0.100**	0.009	**0.51**	0.05
	USD	**22.111**	26.028	**152.90**	169.64
Bank Balances	AED	**0.019**	0.749	**0.04**	1.33
	SGD	**0.255**	0.261	**1.30**	1.30
	USD	**245.123**	278.795	**1695.03**	1817.05

Sensitivity Analysis :

A 5% strengthening / weakening of Indian Rupee against key currencies to which the Company is exposed (net of hedge), with all other variables being held constant, would have led to approximately a gain / loss of ₹ 151.02 crores (Previous Year: ₹ 146.02 crores) in the Statement of Profit and Loss.

(ii) Interest rate risk :

The Company has mix of fixed and floating rate loans and generally uses Interest rate swaps as cash flow hedges of future interest payments, which have economic effect of converting the borrowings from floating to fixed interest rate loans. Under the Interest rate swaps, the Company agrees with other parties to exchange, at specified intervals, the difference between fixed contract rates and floating rate interest amounts calculated by reference to the agreed notional principal amounts.

Interest rate risk is measured by using the cash flow sensitivity for changes in variable interest rate. The borrowings of the Company are principally denominated in rupees and US dollars with a mix of fixed and floating rates of interest. The Company hedges its US dollar interest rate risk through interest rate swaps to reduce the floating interest rate risk. The Company has exposure to interest rate risk, arising principally on changes in base lending rate and LIBOR rates. The risk is managed by the Company by maintaining an appropriate mix between fixed and floating rate borrowings, and by the use of interest rate swap contracts.

The following table provides a breakup of the Company's fixed and floating rate borrowings :

(₹ in crores)

	AS AT 31/03/2019	AS AT 31/03/2018
Fixed Rate Borrowings	**3175.00**	3150.00
Floating Rate Borrowings	**939.96**	1083.97
Total Borrowings (Gross)	**4114.96**	4233.97

Sensitivity Analysis :

The sensitivity analysis has been determined based on the exposure to the interest rate for floating rate liabilities. A 0.50% decrease in interest rates would have led to approximately gain of ₹ 3.07 crores (Previous Year: ₹ 3.66 crores) in Statement of Profit and Loss. A 0.50% increase in interest rate would have led to an equal but opposite effect.

(iii) Price risk :

The Company is mainly exposed to the price risk due to its investment in debt mutual funds. The price risk arises due to uncertainties about the future market values of these investments.

Sensitivity Analysis:

A 1% increase in prices would have led to approximately an additional gain of ₹ 4.71 crores (Previous Year: ₹ 7.54 crores) in the Statement of Profit and Loss. A 1% decrease in prices would have led to an equal but opposite effect.

(iv) Credit risk :

Credit risk refers to the risk that a counter party will default on its contractual obligations resulting infinancial loss to the Company. The major class of financial asset of the Company is trade receivables. For credit exposures to customer, management assesses the credit quality of the customer, taking into account its financial position, past experience and other factors.
As the Company does not hold any collateral, the maximum exposure to credit risk for each class of financial instruments is the carrying amount of that class of financial instruments presented on the statement of financial position.

Cash and Cash Equivalents, derivatives and mutual fund investments:

Credit risk on cash and cash equivalents is limited as the Company invests in deposits with banks with high credit ratings assigned by international and domestic credit rating agencies. Investments primarily include investments in liquid mutual funds units from reputed funds. For derivative and financial instruments, the Company attempts to limit the credit risk by only dealing with reputable banks having high credit-ratings assigned by credit-rating agencies.

Trade receivables :

Trade receivables consist of a large number of various types of customers, spread across geographical areas. Credit risk arising from trade receivables is managed in accordance with the Group's established policy, procedures and control relating to customer credit risk management. Ongoing credit evaluation is performed on these trade receivables and where appropriate, allowance for losses are provided.

Exposure to credit risk :

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk was ₹ 3095.63 crores as at March 31, 2019 (as at March 31, 2018: ₹ 3478.19 crores), being the total of the carrying amount of investments in subsidiaries (other than investment in equity instruments of subsidiaries), cash and cash equivalents, other bank balances, trade receivables, investments in mutual funds and other financial assets including derivatives instruments.

The ageing analysis of the trade receivables of the company that are past due but not provided as doubtful debts is as follows :

(₹ in crores)

	AS AT 31/03/2019	AS AT 31/03/2018
Overdue		
- Less than 180 days	**189.89**	153.62
- More than 180 days	**11.92**	5.60
	201.81	159.22

The carrying amounts of trade receivables provided as doubtful debts are as follows:

(₹ in crores)

	AS AT 31/03/2019	AS AT 31/03/2018
Overdue		
- Less than 180 days	**11.50**	5.05
- More than 180 days	**10.02**	16.08
Less: Allowance for doubtful debts	**(21.52)**	(21.13)
	-	-

(v) Liquidity risk management :

Liquidity risk may arise from inability to meet financial obligations, including loan repayments and payments for vessel acquisitions. This is dealt with by keeping low leverage, as a result of which the Company is able to borrow even in challenging markets. It is also mitigated by keeping substantial liquidity at all times, which enables the Company to capitalise on any opportunities that may arise.

The following table shows the maturity analysis of the financial liabilities based on contractually agreed undiscounted cash flows :

(₹ in crores)

	PAYABLE WITHIN 1 YEAR	PAYABLE WITHIN 2 - 5 YEARS	MORE THAN 5 YEARS	TOTAL
As at March 31, 2019				
Borrowings	798.91	1441.43	1874.62	4114.96
Interest Commitments	278.10	821.38	316.75	1416.23
Trade Payables	226.76	-	-	226.76
Unpaid Dividend	9.90	-	-	9.90
Interest Accrued but not due on Borrowings	166.96	-	-	166.96
Derivative Contracts	294.59	354.28	3.68	652.55
Other Financial Liabilities	3.67	-	-	3.67
	1778.89	**2617.09**	**2195.05**	**6591.03**
As at March 31, 2018				
Borrowings	649.01	1742.60	1842.36	4233.97
Interest Commitments	306.26	787.85	324.85	1418.96
Trade Payables	186.38	-	-	186.38
Unpaid Dividend	7.67	-	-	7.67
Interest Accrued but not due on Borrowings	147.56	-	-	147.56
Derivative Contracts	117.92	511.85	-	629.77
Other Financial Liabilities	10.57	-	-	10.57
	1425.37	**3042.30**	**2167.21**	**6634.88**

NOTE 37 : GOVERNMENT GRANTS

The Company receives government assistance in the form of Duty Free Credit Entitlement Certificates (DFCEC) under Service Exports From India Scheme (SEIS), which are issued to eligible Indian service providers having free foreign exchange earnings. It can be utilised for duty-free imports of office and professional equipment, spares, furniture and consumables or any other items notified by the Government from time to time.

Following are the balances of DFCEC Licenses held by the Company:

(₹ in crores)

	CURRENT YEAR	PREVIOUS YEAR
Opening Balance	**6.24**	-
Add : Licenses received during the year	**-**	6.24
Less : Amount utilised during the year	**(5.73)**	-
Closing Balance	**0.51**	6.24

NOTE 38 : PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS COVERED UNDER SECTION 186 OF THE COMPANIES ACT, 2013

a) No loans or guarantees have been given to subsidiaries during the year.

b) The particulars of the Company's investments in wholly owned subsidiaries are disclosed in Note 5.

NOTE 39 : CORPORATE SOCIAL RESPONSIBILITY (CSR)

As part of its Corporate Social Responsibity, the Company has set up the Great Eastern CSR Foundation for promoting education, knowledge enhancement and other activities to which the Company has contributed ₹ 7.26 crores during the current year (Previous Year: ₹ 9.14 crores) (Refer Note 27(n)).

(₹ in crores)

		CURRENT YEAR	PREVIOUS YEAR
(a)	Gross amount required to be spent by the Company during the year	**7.26**	9.14
(b)	Amount spent in cash for purposes other than for construction/acquisition of any asset during the year	**7.26**	9.14
(c)	Provisions for Corporate social responsibility expenses	**-**	-

NOTE 40 : REVENUE RECOGNITION

(₹ in crore)

PARTICULARS	AS AT 31/03/2019	AS AT 31/03/2018
Trade Receivables	**201.81**	159.22
Contract asset	**82.37**	61.66
Contract liability	**11.81**	25.95

	CURRENT YEAR	PREVIOUS YEAR
Revenue recognised in the reporting period included in opening contracted liability	**25.95**	24.14

Contract assets include mainly unbilled revenue. Contract liability is towards charter hire received in advance and part of the freight amount received for incomplete voyages which will be recognised as per progress of the voyage.

Applying the practical expedient as given in Ind AS 115, the Company has not disclosed the remaining performance obligation related to contracts as the original expected duration of these contracts is one year or less.

Payment terms differ for each charter party contract. In case of time charter, the amounts receivable from customers become due in advance on raising of invoice and in case of voyage charter, after expiry of credit period which on an average is a maximum of 90 days.

NOTE 41 : ASSET CLASSIFIED AS HELD FOR SALE

During the year, the Company has contracted to sell its 1994 built Very Large Gas Carrier named 'Jag Vishnu' to be delivered in the first quarter of the financial year 2019-20.

STATEMENT CONTAINING SALIENT FEATURES OF THE FINANCIAL STATEMENTS OF SUBSIDIARIES/JOINT VENTURES

Form AOC -I

[Pursuant to first proviso to sub-section (3) of Section 129 read with Rule 5 of Companies (Accounts) Rules, 2014]

PART "A" : SUBSIDIARIES

(₹ in crores)

SR. NO.	NAME OF THE SUBSIDIARY	GREASTSHIP (SINGAPORE) PTE.LTD	GREAT EASTERN CHARTERING L.L.C (FZC)	THE GREAT EASTERN CHARTERING (SINGAPORE) PTE. LTD.	GREAT EASTERN CSR FOUNDATION	GREATSHIP (INDIA) LIMITED	GREATSHIP GLOBAL OFFSHORE SERVICES PTE. LTD.	GREATSHIP GLOBAL ENERGY SERVICES PTE. LTD.	GREATSHIP (UK) LIMITED	GREATSHIP OILFIELD SERVIES LTD.
1	Date from which it became a subsidiary	28/03/1994	01/11/2004	17/04/2013	26/02/2015	26/06/2002	08/05/2007	23/10/2006	29/10/2010	09/07/2015
2	Reporting period	31/03/2019	31/03/2019	31/03/2019	31/03/2019	31/03/2019	31/03/2019	31/03/2019	31/03/2019	31/03/2019
3	Reporting currency	SGD	USD	USD	INR	INR	USD	USD	USD	INR
4	Exchange Rate as on 31/03/2019	₹ 51.05	₹ 69.15	₹ 69.15	₹ 1	₹ 1	₹ 69.15	₹ 69.15	₹ 69.15	₹ 1
5	Share capital	2.55	0.28	15.56	0.05	111.35	491.38	34.58	3.46	0.26
6	Reserves & surplus	5.62	136.04	(10.50)	10.80	2420.42	(45.21)	66.50	2.91	(0.05)
7	Total assets	9.03	139.50	5.10	10.85	5001.87	462.91	115.25	29.09	0.21
8	Total Liabilities	0.86	3.18	0.03	0#	2470.10	16.75	14.17	22.71	0#
9	Investments (excluding investment in subsidiaries)	-	58.98	-	-	71.33	-	-	-	-
10	Turnover	9.39	5.58	-	10.81	979.20	74.25	74.75	-	-
11	Profit/(loss) before taxation	1.43	4.97	(0.08)	(0.35)	67.49	(4.86)	71.28	16.89	(0.01)
12	Provision for taxation	-	-	-	-	22.59	-	12.54	3.60	-
13	Profit after taxation	1.27	4.97	(0.08)	(0.35)	44.90	(4.86)	58.74	13.28	(0.01)
14	Proposed dividend	-	-	-	-	-	-	-	-	-
15	% of shareholding	100%	100%	100%	100%	100%	100%	100%	100%	100%

Amount less than ₹ 1 lakh

Notes :

1. During the year, Great Ship (India) Limited's wholly owned subsidiary in Mauritius - Greatship Global Holdings Limited, has merged with it with the appointed date under the Scheme of Amalgamation being April 1, 2017.
2. Greatship Oilfield Services Limited is yet to commence operations
3. Figures include foreign currency translation adjustment.

PART "B" : NOT APPL ICABLE

For and on behalf of the Board

G. Shivakumar
Executive Director & CFO
(DIN : 03632124)

K. M. Sheth
Chairman
(DIN : 00022079)

Jayesh M. Trivedi
Company Secretary
(M. No. : 2822)

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

Cyrus Guzder
Director
(DIN : 00080358)

Mumbai, May 6, 2019

INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF THE GREAT EASTERN SHIPPING COMPANY LIMITED

REPORT ON THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

OPINION

We have audited the accompanying consolidated financial statements of **The Great Eastern Shipping Company Limited** ("the Parent Company") and its subsidiaries, (the Parent Company and its subsidiaries together referred to as "the Group"), which comprise the Consolidated Balance Sheet as at March 31, 2019, and the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of the other auditors on separate financial statements of the subsidiaries referred to in the Other Matters section below, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ('Ind AS'), and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2019, and their consolidated loss, their consolidated total comprehensive income, their consolidated changes in equity and consolidated cash flows for the year ended on that date.

BASIS FOR OPINION

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing specified under section 143 (10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matters section below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

SR. NO.	KEY AUDIT MATTER	AUDITOR'S RESPONSE
1	**Valuation and impairment of Vessels and Drilling Rigs – (Refer note 2(o), 5 and 30 of the consolidated financial statements)**	
	The Group carries significant amount of property, plant and equipment on the statement of financial position, mainly in the form of vessels and drilling rigs aggregating to ₹ 9,480.41 Crores representing 66% of the total assets as at March 31, 2019. The Group reviews the carrying amount of its vessels and drilling rigs on an annual basis to determine whether there is any indication of impairment considering the volatility and cyclical nature of shipping and offshore industry.	Our procedures included but were not limited to : - Obtaining a detailed understanding of key controls and processes with regard to identification of impairment indications, and assessment of recoverable amounts of the vessels and drilling rigs, where such indications exist, and testing operating effectiveness of such controls.

SR. NO.	KEY AUDIT MATTER	AUDITOR'S RESPONSE
	The impairment assessment requires management to consider both internal and external sources of information, in determining whether there is any indication that any vessel/ rig may have been impaired, which include but are not limited to significant decline in market value, or evidence of obsolescence or physical damage. The management assesses recoverable amounts of each of vessels/ drilling rigs where such indications exists, based on higher of the fair value of the vessels/ drilling rigs less cost to sell and value in use. The fair value of the vessels/ drilling rigs is determined based on the valuations provided by independent professional valuers, which are based on the brokers' price ideas and brokers' market knowledge. The 'value in use' is determined by discounting the estimated future cash flows of relevant vessels/ drilling rigs to present value using various estimates and assumptions related to charter hire rates, revenue days, operating and admin expenses, and discount rate.	- Evaluating and challenging the key inputs and assumptions considered for cash flow forecasts for estimating 'value in use' especially related to charter hire rates and operating costs with reference to historical performance, and those considered for discount rate for which we also involved our internal experts. - Assessing the accuracy of the 'value-in-use' model by assessing the methodology applied in determining the value-in-use compared with the requirements of Ind AS 36 'Impairment of Assets', and checking the integrity of the 'value-in-use' model. - Assessing adequacy and appropriateness of the disclosures in the financial statements.
2	**Provisions and contingent liabilities relating to indirect taxes – (Refer note 2(s) and 39 of the consolidated financial statements)**	
	Greatship India Limited, a subsidiary, is subject to certain indirect tax litigations and judgement is involved in assessing the amount of present obligations and evaluating the likelihood of outflow of economic resources with respect to claims and complex disputes, which increases the risk that provisions and contingent liabilities may not be adequately provided for or disclosed.	Our procedures included but were not limited to: - Evaluating the design and implementation, and testing the operating effectiveness of the relevant key controls over compilation and monitoring of tax claims and litigations, and over assessment of likelihood of outflow of economic resources. - Evaluating the Management's assessment about likelihood of outflow of economic resources by inquiry of the management including in-house legal counsel, reviewing minutes of the meetings of those charged with governance, confirmation from the external legal counsel, and other advice obtained by the Company. - Evaluating, in conjunction with our internal specialists, the tax positions taken by the Management. - Assessing adequacy and appropriateness of the disclosures in the financial statements.

Information Other than the Financial Statements and Auditor's Report Thereon

The Parent Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Board's Report, Corporate Governance Report, Business Responsibility Report, The Year at a Glance, Financial Highlights and 5 Years at a Glance, but does not include standalone financial statements, consolidated financial statements, and our auditor's report thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information, compare with the financial statements of the subsidiaries audited by other auditors, to the extent it relates to these entities and, in doing so, place reliance on the work of the other auditors and consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. Other information so far as it relates to the subsidiaries is traced from their financial statements audited by the other auditors.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Consolidated Financial Statements

The Parent Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated changes in equity of the Group in accordance with the Ind AS and other accounting principles generally accepted in India. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Parent Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the management either intends to liquidate or cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are also responsible for overseeing the financial reporting process of the Group.

Auditor's Responsibility for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also :

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Parent Company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by the other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

Materiality is the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the consolidated financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the consolidated financial statements.

We communicate with those charged with governance of the Parent Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor’s report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication

Other Matters

We did not audit the financial statements/ financial information of 6 subsidiaries, whose financial statements/ financial information reflect total assets of ₹ 755.82 crore as at March 31, 2019, total revenue of ₹ 196.62 crore and net cash inflows amounting to ₹ 2.84 crore for the year ended on that date, as considered in the consolidated financial statements. These financial statements/ financial information have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and our report in terms of subsection (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries is based solely on the reports of the other auditors.

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

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit and on the consideration of the reports of other auditors on the separate financial statements/ financial information of the subsidiaries referred to in the Other Matters section above, we report, to the extent applicable that:

a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.

b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.

c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including Other Comprehensive Income, the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.

d) In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under Section 133 of the Act.

e) On the basis of the written representations received from the directors of the Parent Company as on March 31, 2019 taken on record by the Board of Directors of the Parent Company and its subsidiaries incorporated in India, none of the directors of the Group companies incorporated in India is disqualified as on March 31, 2019 from being appointed as a director in terms of Section 164(2) of the Act.

f) With respect to the adequacy of the internal financial controls over financial reporting and the operating effectiveness of such controls, refer to our separate Report in "Annexure A" which is based on the auditors' reports of the Parent Company and its subsidiary companies incorporated in India. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of internal financial controls over financial reporting of those companies, for the reasons stated therein.

g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended :

   In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Parent Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:

   i) The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group.

   ii) Provision has been made in the consolidated financial statements, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.

   iii) There has been no delay in transferring amounts which were required to be transferred to the Investor Education and Protection Fund by the Parent Company. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the subsidiary companies incorporated in India.

For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W - 100018)

Samir R. Shah
Partner
(Membership No. 101708)

Mumbai, May 6, 2019

ANNEXURE “A” TO THE INDEPENDENT AUDITOR’S REPORT

(Referred to in paragraph 1(f) under ‘Report on Other Legal and Regulatory Requirements’ section of our report of even date)

REPORT ON THE INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING UNDER CLAUSE (I) OF SUB-SECTION 3 OF SECTION 143 OF THE COMPANIES ACT, 2013 (“the Act”)

In conjunction with our audit of the consolidated financial statements of the The Great Eastern Shipping Company Limited (hereinafter referred to as “the Parent Company”) as of and for the year ended March 31, 2019, we have audited the internal financial controls over financial reporting of the Parent Company and its subsidiary companies, which are companies incorporated in India, as of that date.

MANAGEMENT’S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The respective Board of Directors of the Parent Company and its subsidiary company, which are companies incorporated in India are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the respective Companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (“the ICAI”). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective Company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

AUDITOR’S RESPONSIBILITY

Our responsibility is to express an opinion on the internal financial controls over financial reporting of Parent and its subsidiary companies, which are companies incorporated in India, based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) issued by the ICAI and the Standards on Auditing, prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting of Parent and its subsidiary companies, which are companies incorporated in India.

MEANING OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

OPINION

In our opinion to the best of our information and according to the explanations given to us, the Parent Company and its subsidiary companies, which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2019, based on the internal control over financial reporting criteria established by the respective companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W - 100018)

Samir R. Shah
Partner
(Membership No. 101708)

Mumbai, May 6, 2019

CONSOLIDATED BALANCE SHEET AS AT MARCH 31, 2019

(₹ in crores)

PARTICULARS	NOTE NO.	AS AT 31/03/2019	AS AT 31/03/2018
ASSETS			
I. NON-CURRENT ASSETS :			
(a) Property, Plant and Equipment	5	**9616.24**	9807.21
(b) Capital Work-in-progress	5	**14.11**	13.47
(c) Intangible Assets	6	**1.01**	1.32
(d) Intangible Assets under development	6	**0.12**	-
(e) Financial Assets			
(i) Non-Current Investments	7	**59.27**	68.67
(ii) Other Financial Assets	8	**108.09**	199.56
(f) Current Tax Assets (net)	9	**117.02**	96.89
(g) Other Non-Current Assets	10	**93.52**	6.28
		10009.38	10193.40
II. CURRENT ASSETS :			
(a) Inventories	11	**217.86**	176.00
(b) Financial Assets			
(i) Current Investments	12	**542.12**	787.45
(ii) Trade Receivables	13	**302.98**	252.50
(iii) Cash and Cash Equivalents	14	**1383.83**	878.67
(iv) Bank Balances other than (iii) above	15	**1538.04**	2076.20
(v) Other Financial Assets	8	**251.11**	232.70
(c) Other Current Assets	10	**53.73**	66.93
		4289.67	4470.45
III. Asset classified as held for sale	44	**71.17**	-
TOTAL ASSETS		**14370.22**	14663.85
EQUITY AND LIABILITIES			
I. EQUITY :			
(a) Equity Share Capital	16	**150.78**	150.78
(b) Other Equity	17	**6658.89**	6776.95
		6809.67	6927.73
II. NON-CURRENT LIABILITIES :			
(a) Financial Liabilities			
(i) Borrowings	18	**4843.03**	5361.42
(ii) Other Financial Liabilities	19	**361.54**	511.94
(b) Provisions	20	**41.61**	39.06
(c) Deferred Tax Liabilities (net)	21	**179.86**	207.75
(d) Other Non-Current Liabilities	22	**22.71**	22.86
		5448.75	6143.03
III. CURRENT LIABILITIES :			
(a) Financial Liabilities			
(i) Borrowings	18	**-**	171.02
(ii) Trade Payables	23		
(a) total outstanding dues of micro enterprises and small enterprises		**7.44**	7.26
(b) total outstanding dues of creditors other than micro enterprises and small enterprises		**312.05**	298.77
(iii) Other Financial Liabilities	19	**1679.98**	999.40
(b) Other Current Liabilities	22	**67.88**	78.54
(c) Provisions	20	**6.23**	5.35
(d) Current Tax Liabilities (net)	24	**38.22**	32.75
		2111.80	1593.09
TOTAL EQUITY AND LIABILITIES		**14370.22**	14663.85

The accompanying notes are an integral part of the consolidated financial statements

As per our Report of even date
For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
Firm Regn. No. : 117366W / W - 100018

Samir R. Shah
Partner
M. No. : 101708

Mumbai : May 6, 2019.

G. Shivakumar
Executive Director & CFO
(DIN : 03632124)

Jayesh M. Trivedi
Company Secretary
(M. No. : 2822)

For and on behalf of the Board
K. M. Sheth
Chairman
(DIN : 00022079)

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

Cyrus Guzder
Director
(DIN : 00080358)

CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2019

(₹ in crores)

PARTICULARS	NOTE NO.	CURRENT YEAR	PREVIOUS YEAR
I. Revenue from Operations	25	**3547.11**	3038.38
II. Other Income	26	**282.78**	102.19
III. TOTAL INCOME (I + II)		**3829.89**	3140.57
IV. EXPENSES :			
Fuel Oil and Water		**595.66**	347.09
Port, Light and Canal Dues		**253.32**	175.72
Consumption of Spares and Stores		**239.15**	211.37
Employee Benefits Expense	27	**711.60**	674.44
Finance Costs	28	**521.21**	455.08
Depreciation and Amortisation Expense	29	**772.65**	768.67
Impairment Loss	30	**9.39**	206.39
Other Expenses	31	**684.78**	222.91
TOTAL EXPENSES		**3787.76**	3061.67
V. PROFIT BEFORE TAX (III - IV)		**42.13**	78.90
VI. TAX EXPENSE :			
- Current Tax	32	**87.39**	111.39
- MAT Credit Utilised	32	**(20.00)**	(32.00)
- Deferred Tax	32	**(3.81)**	210.00
		63.58	289.39
VII. LOSS FOR THE YEAR (V - VI)		**(21.45)**	(210.49)
VIII. OTHER COMPREHENSIVE INCOME			
A. (i) Items that will not be reclassified to profit or loss			
(a) Remeasurement of defined employee benefit plans		**(1.61)**	6.38
(b) Equity instruments through Other Comprehensive Income		**(16.74)**	2.63
		(18.35)	9.01
(ii) Income tax relating to items that will not be reclassified to profit or loss		**0.14**	0.94
B. (i) Items that may be reclassified to profit or loss			
(a) Exchange differences in translating the financial statements of foreign operations		**53.16**	(6.92)
(b) Effective portion of gains/(losses) on designated portion of hedging instruments in a cash flow hedge		**(21.33)**	31.72
(c) Movement in Foreign Currency Monetary Item Translation Reserve		**(1.58)**	1.62
		30.25	26.42
(ii) Income tax relating to items that may be reclassified to profit or loss		**(24.25)**	8.00
Other Comprehensive Income (A(i-ii)+B(i-ii))		**36.01**	26.49
IX. TOTAL COMPREHENSIVE INCOME (VII + VIII)		**14.56**	(184.00)
X. EARNINGS PER EQUITY SHARE : (IN ₹)	33		
(Face value per share ₹ 10/-)			
- Basic		**(1.42)**	(13.96)
- Diluted		**(1.42)**	(13.96)

The accompanying notes are an integral part of the consolidated financial statements

As per our Report of even date
For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
Firm Regn. No. : 117366W / W - 100018

Samir R. Shah
Partner
M. No. : 101708

Mumbai : May 6, 2019.

G. Shivakumar
Executive Director & CFO
(DIN : 03632124)

Jayesh M. Trivedi
Company Secretary
(M. No. : 2822)

For and on behalf of the Board

K. M. Sheth
Chairman
(DIN : 00022079)

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

Cyrus Guzder
Director
(DIN : 00080358)

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2019

I. EQUITY SHARE CAPITAL

(₹ in crores)

BALANCE AS AT APRIL 1, 2017	CHANGES IN EQUITY SHARE CAPITAL DURING THE YEAR	BALANCE AS AT MARCH 31, 2018
150.78	-	150.78

BALANCE AS AT APRIL 1, 2018	CHANGES IN EQUITY SHARE CAPITAL DURING THE YEAR	BALANCE AS AT MARCH 31, 2019
150.78	-	**150.78**

II. OTHER EQUITY

(₹ in crores)

	RESERVES AND SURPLUS								ITEMS OF OTHER COMPREHENSIVE INCOME				
	CAPITAL RESERVE	SECURITIES PREMIUM RESERVE	GENERAL RESERVE	CAPITAL REDEMPTION RESERVE	TONNAGE TAX RESERVE UNDER SECTION 115VT OF THE INCOME-TAX ACT, 1961	DEBENTURE REDEMPTION RESERVE	STATUTORY RESERVE	RETAINED EARNINGS	EQUITY INSTRUMENTS THROUGH OTHER COMPREHENSIVE INCOME	EFFECTIVE PORTION OF CASH FLOW HEDGE	FOREIGN CURRENCY MONETARY ITEMS TRANSLATION DIFFERENCE ACCOUNT	FOREIGN CURRENCY TRANSLATION RESERVE	TOTAL OTHER EQUITY
Balance as at April 1, 2017	21.04	161.35	2306.39	240.08	457.00	758.75	0.13	2427.40	(4.08)	2.01	(7.01)	709.48	7072.54
Loss for the year	-	-	-	-	-	-	-	(210.49)	-	-	-	-	(210.49)
Pursuant to scheme of amalgmation	-	-	-	-	-	-	-	1.61	-	-	-	-	1.61
Other comprehensive income for the year, net of income tax	-	-	-	-	-	-	-	5.44	2.63	23.72	1.62	(6.92)	26.49
Total comprehensive income for the year	-	-	-	-	-	-	-	(203.44)	2.63	23.72	1.62	(6.92)	(182.39)
Payment of dividend	-	-	-	-	-	-	-	(98.01)	-	-	-	-	(98.01)
Payment of dividend distribution tax	-	-	-	-	-	-	-	(15.19)	-	-	-	-	(15.19)
Transfer from Retained Earnings	-	-	-	-	15.50	28.75	-	(44.25)	-	-	-	-	-
Transfer from Tonnage Tax Reserve	-	-	42.00	-	(42.00)	-	-	-	-	-	-	-	-
Balance as at March 31, 2018	**21.04**	**161.35**	**2348.39**	**240.08**	**430.50**	**787.50**	**0.13**	**2066.51**	**(1.45)**	**25.73**	**(5.39)**	**702.56**	**6776.95**

	RESERVES AND SURPLUS								ITEMS OF OTHER COMPREHENSIVE INCOME				
	CAPITAL RESERVE	SECURITIES PREMIUM RESERVE	GENERAL RESERVE	CAPITAL REDEMPTION RESERVE	TONNAGE TAX RESERVE UNDER SECTION 115VT OF THE INCOME-TAX ACT, 1961	DEBENTURE REDEMPTION RESERVE	STATUTORY RESERVE	RETAINED EARNINGS	EQUITY INSTRUMENTS THROUGH OTHER COMPREHENSIVE INCOME	EFFECTIVE PORTION OF CASH FLOW HEDGE	FOREIGN CURRENCY MONETARY ITEMS TRANSLATION DIFFERENCE ACCOUNT	FOREIGN CURRENCY TRANSLATION RESERVE	TOTAL OTHER EQUITY
Balance as at April 1, 2018	21.04	161.35	2348.39	240.08	430.50	787.50	0.13	2066.51	(1.45)	25.73	(5.39)	702.56	6776.95
Change in accounting policy (Ind AS 115)	-	-	-	-	-	-	-	(6.54)	-	-	-	-	(6.54)
Loss for the year	-	-	-	-	-	-	-	(21.45)	-	-	-	-	(21.45)
Other comprehensive income for the year, net of income tax	-	-	-	-	-	-	-	(0.08)	(18.41)	(16.10)	(1.58)	72.18	36.01
Total comprehensive income for the year	-	-	-	-	-	-	-	(28.07)	(18.41)	(16.10)	(1.58)	72.18	8.02
Payment of dividend	-	-	-	-	-	-	-	(108.56)	-	-	-	-	(108.56)
Payment of dividend distribution tax	-	-	-	-	-	-	-	(17.52)	-	-	-	-	(17.52)
Transfer from Retained Earnings	-	-	-	-	4.50	6 .25	-	(10.75)	-	-	-	-	-
Transfer from Tonnage Tax Reserve	-	-	170.00	-	(170.00)	-	-	-	-	-	-	-	-
Balance as at March 31, 2019	**21.04**	**161.35**	**2518.39**	**240.08**	**265.00**	**793.75**	**0.13**	**1901.61**	**(19.86)**	**9.63**	**(6.97)**	**774.74**	**6658.89**

The accompanying notes are an integral part of the consolidated financial statements

As per our Report of even date

For and on behalf of the Board

For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
Firm Regn. No. : 117366W / W - 100018

G. Shivakumar
Executive Director & CFO
(DIN : 03632124)

K. M. Sheth
Chairman
(DIN : 00022079)

Cyrus Guzder
Director
(DIN : 00080358)

Samir R. Shah
Partner
M. No. : 101708

Jayesh M. Trivedi
Company Secretary
(M. No. : 2822)

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

Mumbai : May 6, 2019.

CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE YEAR ENDED MARCH 31, 2019

(₹ in crores)

	CURRENT YEAR	PREVIOUS YEAR
A. CASH FLOWS FROM OPERATING ACTIVITIES		
Profit Before tax	**42.13**	78.90
Adjustments For :		
Depreciation and amortisation expense	**772.65**	768.67
Impairment loss on property, plant and equipment	**9.39**	206.39
Interest income	**(96.28)**	(62.97)
Finance cost	**521.21**	455.08
(Gain)/Loss on settlement of derivative contracts	**70.34**	(2.31)
Dividend Income	**(1.39)**	(1.92)
Net gain on investments	**(41.31)**	(43.13)
Net gain on disposal of property, plant and equipment	**(27.48)**	(12.96)
Provision for loss on asset held for sale	**13.76**	-
Bad debts and advances written off	**0.41**	0.20
Allowances for Doubtful Debts and Advances (net)	**(32.69)**	29.88
Change in Accounting Policy (Ind AS 115)	**(6.54)**	-
Exchange differences on translation of assets and liabilities	**(18.73)**	-
Changes in fair value on derivative transactions / other financial assets	**93.98**	(237.41)
Operating profit before working capital changes	**1299.45**	1178.42
Adjustments For :		
(Increase) / Decrease in trade and other receivables	**(101.26)**	(130.39)
(Increase) / Decrease in inventories	**(41.70)**	(31.23)
Increase / (Decrease) in trade payables	**54.30**	39.99
Increase / (Decrease) in other liabilities	**(36.30)**	20.66
Cash generated from operations	**1174.49**	1077.45
Direct taxes paid	**(78.80)**	(108.53)
Net cash (used in) / generated from operating activities	**1095.69**	968.92
B. CASH FLOWS FROM INVESTING ACTIVITIES		
Payment for purchase of property, plant and equipment	**(800.04)**	(528.39)
Proceeds from disposal of property, plant and equipment	**185.11**	57.36
Purchase of current investments	**(3531.10)**	(2815.18)
Proceeds from disposal /redemption of current investments	**3817.38**	2957.17
Purchase of non current investments	**(11.59)**	(76.02)
Proceeds from disposal /redemption of non current investments	**9.07**	-
Withdrawal of deposits with banks	**4389.21**	2281.33
Placement of deposits with banks	**(3710.13)**	(2402.17)
Interest received	**80.47**	74.52
Dividend received	**1.39**	1.92
Net cash (used in) / generated from investing activities	**429.77**	(449.46)

	CURRENT YEAR	PREVIOUS YEAR
C. CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from borrowings	**1405.03**	1890.36
Repayments of borrowings	**(1814.20)**	(2483.95)
Dividend paid	**(108.56)**	(98.01)
Dividend distribution tax paid	**(17.52)**	(15.19)
Gain/(Loss) on principal settlement of derivative contracts	**(143.93)**	(68.23)
Gain/(Loss) on interest settlement of derivative contracts	**73.59**	70.54
Interest paid	**(414.29)**	(453.96)
Net cash (used in) / generated from financing activities	**(1019.88)**	(1158.44)
Net increase / (decrease) in cash and cash equivalents	**505.58**	(638.98)
Cash and cash equivalents at the beginning of the year	**878.67**	1480.38
Exchange difference on translation of foreign currency cash and cash equivalents	**(0.42)**	37.27
Cash and cash equivalents at the end of the year	**1383.83**	878.67

The above statement of Cash Flows has been prepared under the "Indirect Method" as set out in Ind AS 7 "Statement of Cash Flows".

Reconciliation for changes in liabilities arising from financing activities including both changes arising from cash flows and non-cash changes as per the requirement of amendment to Ind AS 7 :

(₹ in crores)

PARTICULARS	AS AT MARCH 31, 2018	CASH FLOWS (NET)	NON-CASH CHANGES				AS AT MARCH 31, 2019
			FAIR VALUE CHANGES	FOREIGN EXCHANGE MOVEMENT	ACQUISTION	AMORTISED COST	
Foreign currency term loans from banks	3071.10	(434.17)	-	188.12	-	5.33	**2830.38**
Non-convertible Debentures	3142.24	25.00	-	-	-	1.32	**3168.56**
Total	6213.34	(409.17)	-	188.29	-	6.65	**5998.94**

The accompanying notes are an integral part of the consolidated financial statements

As per our Report of even date

For and on behalf of the Board

For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
Firm Regn. No. : 117366W / W - 100018

G. Shivakumar
Executive Director & CFO
(DIN : 03632124)

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Chairman
(DIN : 00022079)

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Director
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Samir R. Shah
Partner
M. No. : 101708

Jayesh M. Trivedi
Company Secretary
(M. No. : 2822)

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

Mumbai : May 6, 2019.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2019

CORPORATE INFORMATION

The Great Eastern Shipping Company Ltd. (the Holding Company) is a public limited Company registered in India under the provisions of the Companies Act, 1913 and has its registered office in Mumbai, Maharashtra, India. Its shares are listed on the Bombay Stock Exchange and the National Stock Exchange of India. The Company along with its subsidiaries is a major player in the Indian Shipping industry.

The consolidated financial statements comprise financial statements of the Great Eastern Shipping Company Ltd, the Holding Company and its subsidiaries (collectively the Group). The consolidated financial statements for the year ended March 31, 2019 were approved by the Board of Directors and authorised for issue on May 6, 2019.

NOTE 1: SIGNIFICANT ACCOUNTING POLICIES

a) Statement of compliance :

These financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Companies Act, 2013 (the Act) read with Rule 3 of the Companies (Indian Accounting Standards), Rules, 2015 and relevant amendments and rules issued thereafter

b) Basis of preparation and presentation :

The Financial Statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period.

c) Current / Non-Current Classification :

Any asset or liability is classified as current if it satisfies any of the following conditions:

i) the asset/liability is expected to be realised/settled in the Group's normal operating cycle;
ii) the asset is intended for sale or consumption;
iii) the asset/liability is held primarily for the purpose of trading;
iv) the asset/liability is expected to be realised/settled within twelve months after the reporting period;
v) the asset is cash and cash equivalent or other bank balances unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date;
vi) in the case of a liability, the Group does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting date.
vii) All other assets and liabilities are classified as non-current.

For the purpose of current/non-current classification of assets and liabilities, the Group has ascertained its normal operating cycle as twelve months.

d) Use of Estimates :

The preparation of financial statements in conformity with the recognition and measurement principles of Ind AS requires management of the Group to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, disclosures of contingent assets and contingent liabilities as at the date of financial statements and the reported amounts of income and expenses during the period. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in future periods which are affected.

Key sources of estimation of uncertainty at the date of the financial statements, which may cause a material adjustment to the carrying amounts of assets and liabilities within the next financial year, is in respect of impairment of property, plant and equipment, useful lives of property, plant and equipment, provision and contingent liabilities.

Impairment of Property, plant and equipment :

Determining whether a ship, support vessel or a rig is impaired requires an estimation of value in use and fair value less cost of disposal. The key estimates made in the value in use calculation are those regarding discount rates, revenue and operating profit growth rates. The discount rate is estimated using pre-tax rates that reflects current market assessments of the time value of money. The fair values are estimated based on valuations provided by independent valuers considering latest transactions of similar assets.

Useful lives of Property, plant and equipment :

Useful lives of property, plant and equipment are reviewed at each year end based on the best available information. The lives are based on historical experience with similar assets as well as anticipation of future events.

Provisions and Contingent Liabilities :

The Group is a party to certain legal disputes, the outcomes of which cannot be assessed with a high degree of certainty. A provision is recognised where, based on the legal views and advice, it is considered probable that an outflow of resources will be required to settle a present obligation that can be measured reliably. Contingent liabilities are disclosed in Note 39 unless the possibility of a loss arising is considered remote. Management applies its judgement in determining whether or not a provision should be recorded or contingent liability should be disclosed.

e) Property, plant and equipment :

Property, plant and equipment (PPE) are stated at acquisition cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes expenses related to acquisition, installation of the concerned assets and any attributable cost of bringing the asset to the condition of its intended use.

The Group identifies and determines cost of each part of an item of property, plant and equipment separately, if the part has a cost which is significant to the total cost of that item of property, plant and equipment and has a useful life that is materially different from that of the remaining item. Borrowing costs attributable to the acquisition or construction of a qualifying asset are also capitalised as part of the cost of the asset.

Capital work-in-progress and Capital advances :

Cost of assets not ready for intended use as on the balance sheet date, is shown as capital work-in-progress. Advances given towards acquisition of fixed assets outstanding at each balance sheet date are disclosed as Other Non-Current Assets.

f) Depreciation on Property, Plant and Equipment :

i) Depreciation is recognised on Straight Line Method basis so as to write off the original cost of the asset less its estimated residual value over their estimated useful life. The estimated useful lives of the assets are as under :

PROPERTY, PLANT AND EQUIPMENT :	ESTIMATED USEFUL LIFE
Property, plant and equipment :	
Fleet (Main)	
- Crude Oil Tankers	20 years
- Product Tankers *	23 years
- Dry Bulk Carriers *	23 years
- Gas Carriers *	27 years
- Speed Boats	13 years
Offshore support vessels	20 years
Modern Rigs	30 years
Fleet/Rigs (Component)	
- Grabs *	10 years
- Dry Dock *	Period from survey certificate date till the estimated date for next special survey
Leasehold Land	Lease period
Ownership Flats and Buildings	60 years

PROPERTY, PLANT AND EQUIPMENT :	ESTIMATED USEFUL LIFE
Furniture & Fixtures, Office Equipment *	5 years
Computers	
- Servers and Networks	6 years
- End User Devices	3 years
Vehicles *	4 years
Mobiles *	2 years
Plant and Equipment *	3 to 10 years

* For these class of assets, based on internal technical assessment and past experience, the Management believes that the useful lives as given above, best represent the period over which the Management expects the use of the assets. The useful lives of these assets are different from the useful lives as prescribed under Part C of Schedule II to the Companies Act, 2013.

ii) Estimated useful life of the Fleet, Rigs and Ownership Flats and Buildings is considered from the year of built. Estimated useful life in case of all other assets is considered from the date of acquisition by the Group.

iii) Residual value in case of Fleet is estimated based on twenty years moving average of scrap rates. Residual value in case of Offshore Supply Vessels has been estimated on the basis of the prevailing average rate for steel scrap. The residual value in case of rigs has been estimated at 5% of the cost of rig. In case of other assets, the residual value, being negligible, has been considered as Nil.

iv) The estimated useful lives and residual values are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

Derecognition :

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the Statement of Profit and Loss.

g) Intangible Assets :

Intangible assets are stated at acquisition cost less accumulated amortisation and accumulated impairment losses, if any. An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses on derecognition measured at difference between net disposal proceeds and the carrying amount of the asset, are recognised in the Statement of Profit and Loss.

Amortisation :

Intangible Assets with finite lives are amortised on a Straight Line basis over the estimated useful economic life. The amortisation expense on intangible assets with finite lives is recognised in the Statement of Profit and Loss. The estimated useful life of intangible assets is mentioned below:

INTANGIBLE ASSETS :	ESTIMATED USEFUL LIFE
Software	5 years

The amortisation period and the amortisation method for an intangible asset with finite useful life are reviewed at the end of each financial year. If any of these expectations differ from previous estimates, such change is accounted for as a change in an accounting estimate.

h) Asset classified as held for sale :

An item of proper¬ty, plant and equipment is classified as asset held for sale at the time when the Management is committed to sell / dispose off the asset as per Memorandum of Agreement entered into with the customer and the asset is expected to be sold / disposed off within one year from the date of classification.

Non-current assets classified as held for sale are measured at the lower of their carrying amount and fair value less costs to sell.

i) Inventories :

Inventories of fuel oil and stores and spares are carried at cost if the voyages in which they will be consumed are expected to recover the voyage costs. Cost is ascertained on first–in–first out basis for fuel oil and on weighted average basis for stores and spares on rigs. The cost includes all costs of purchase and other costs incurred in bringing the inventories to their present location and condition.

j) Borrowing Costs :

Borrowing costs include interest, ancillary cost incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings availed on or after April 1, 2016, to the extent they are regarded as an adjustment to the interest cost. Borrowing costs that are directly attributable to the acquisition/construction of the qualifying assets are capitalised as part of the cost of the asset, upto the date of acquisition/completion of construction. Other borrowing costs are recognised in the period in which they are incurred.

k) Revenue Recognition :

Revenue from shipping activities: Revenue in shipping business is recognised upon transfer of control of promised services to customers at an amount that reflects the consideration which the Group expects to receive in exchange for those services. The Group earns revenue from time and voyage charter. Time Charter hire earnings are accrued on time proportion basis except where the charter party agreements have not been renewed/finalised, in which case it is recognised on provisional basis. Revenue for voyage charters is recognised as income, by reference to the voyage progress on a load-to-discharge basis. This has been assessed by management to be an appropriate measure of progress towards complete satisfaction of the performance obligations over time under Ind AS 115. Judgement is involved in estimating time to reach the load port and discharge port destinations impacting the calculation of income to be accrued for incomplete voyage.

Demurrage revenue is recognised as the performance obligations under the contract is satisfied. Pool revenue is recognised as the performance obligation is satisfied over time in accordance with the pooling agreement. Training fees included in other operating income are accounted on accrual basis.

Revenue from offshore activities: The Group earns revenue from drilling and offshore support services performed by deploying rigs and support vessels under contracts with customers. Revenue from drilling services is earned on performance of activity which are paid on a day rate basis over the period of the contract as and when specified services are rendered, which may vary depending upon the nature of operations of rigs during the day. Such daytime consideration is attributed to the distinct time period to which it relates within the contract term, and therefore, is recognised as the services are performed. Revenue from offshore support services is earned on a day rate basis as per the terms of the contract and is recognised accordingly. Revenue is measured based on the consideration to which the Group expects to be entitled in contract with a customer. The consideration is determined based on the price specified in the contract, net of address commission, liquidated damages, offhire and downtime rebates.

Revenue is recognised to the extent that it is probable that economic benefits will flow to the Group and the revenue can be reliably measured. Revenue in excess of invoicing is classified as contract assets (unbilled revenue). Revenue excludes any taxes or duties collected on behalf of the government which are levied on such services such as goods and services tax.

l) Expenses :

i) Fuel oil, which is part of direct operating expenses, is charged to the Statement of Profit and Loss on consumption basis.

ii) Stores and spares delivered on board the ships/ offshore support vessels are charged to the Statement of Profit and Loss. Stores and spares of rigs are charged to revenue on consumption basis.

iii) Expenses on account of general average claims/ damages to ships are charged to the Statement of Profit and Loss in the year in which they are incurred. Claims against the underwriters are accounted for on acceptance of average adjustment by the adjustors.

m) Operating Lease :

Lease arrangements where the risks and rewards incidental to ownership of an asset vests with the lessor, are recognised as operating lease. Operating lease payments are recognised on a straight line basis over the lease term in the Statement of Profit and Loss, unless the lease agreement explicitly provides for future increase to compensate general inflation.

n) Employee Benefits :

i) Short-Term Employee Benefits :

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits. Benefits such as salaries, performance incentives, etc., are recognised as an expense at the undiscounted amount in the Statement of Profit and Loss of the year in which the employee renders the related service.

ii) Post-Employment Benefits :

Liability is provided for retirement benefits of Provident Fund, Superannuation, Gratuity and Compensated Absences in respect of all eligible employees and for pension benefit to eligible Whole-time Directors of the Group.

a) Defined Contribution Plan

Employee benefits in the form of Superannuation Fund, Provident Fund and other Seamen's Welfare Contributions are considered as defined contribution plans and the contributions are charged to the Statement of Profit and Loss for the period when the contributions to the respective funds are due.

b) Defined Benefit Plan

Retirement benefits in the form of Provident Fund administered by the Group, Gratuity and Pension plan for eligible Whole-time Directors are considered as defined benefit obligations and are provided for on the basis of actuarial valuations, using the projected unit credit method, as at the date of the Balance Sheet.

iii) Other Long-Term Benefits

Long-term compensated absences are provided for on the basis of an actuarial valuation, using the projected unit credit method, as at the date of the Balance Sheet.

Actuarial gain / loss, comprising of experience adjustments and the effects of changes in actuarial assumptions is recognised in the Statement of Other Comprehensive Income except for Long-term compensated absences where the same is immediately recognised in the Statement of Profit and Loss.

Employee share based payments

Equity settled stock options granted under the Group's Employee stock option (ESOP) schemes are accounted as per the accounting treatment prescribed by SEBI (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and the Guidance Note on Accounting for Employee Share based payments issued by ICAI. Consequent to the introduction of the encashment scheme, the liability in respect of outstanding options is measured at fair value as per the scheme and the difference in the fair value and the exercise price is amortised over the vesting period as employee compensation with a credit to provisions.

o) Asset Impairment :

The carrying amounts of the Group's Property Plant and Equipment are reviewed annually or more frequently to determine whether there is any indication of impairment. If any such indication exists, the asset's recoverable amounts are estimated in order to determine the extent of impairment loss, if any. An impairment loss is recognised whenever the carrying amount of an asset or its cash generating unit (CGU) exceeds its recoverable amount.The impairment loss, if any, is recognised in the Statement of Profit and Loss in the period in which impairment takes place.

Recoverable amount is the higher of an asset's fair value less cost to sell and its value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset and from its disposal at the end of its useful life. For calculating present value, future cash flows are discounted using a pre-tax discount rate that reflects current market rates and the risk specific to the asset. Fair value less cost to sell is the best estimate of the amount obtainable from the sale of an asset in an arm's length transaction between knowledgeable, willing parties, less the cost of disposal.

Where an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, however subject to the increased carrying amount not exceeding the carrying amount that would have been determined (net of amortisation or depreciation) had no impairment loss been recognised for the asset in prior accounting periods. A reversal of an impairment loss is recognised immediately in the Statement of profit and Loss.

p) Foreign Exchange Transactions :

Items included in the financial statements of the Group are measured using the currency of the primary economic environment in which each entity of the Group operates ('the functional currency'). The financial statements are presented in 'Indian Rupees' (INR), which is the Holding Company's functional and presentation currency.

The transactions in currencies other than each entity's functional currency (foreign currencies) are recorded at the rate of exchange that approximates the actual rate at the date of transaction. Non monetary items, which are measured in terms of historical costs denominated in a foreign currency are reported using the exchange rate at the date of the transaction. Monetary assets and liabilities denominated in foreign currency, remaining unsettled at the year end are translated at closing rates. The difference in translation of long term monetary assets acquired and liabilities incurred prior to April 1, 2016 and gains and losses on foreign currency transactions relating to acquisition of depreciable capital assets are added to or deducted from the cost of the asset and depreciated over the balance life of the asset; and in other cases, accumulated in a Foreign Currency Monetary Item Translation Difference Account and amortised over the balance period of such long term asset / liability, by recognition as income or expense but not beyond March 31, 2020. The difference in translation of all other monetary assets and liabilities and realised gains and losses on other foreign currency transactions are recognised in the Statement of Profit and Loss.

Translation of financial statements of foreign entities :

For the purpose of consolidation, the assets and liabilities of the foreign operations are translated to Indian rupees at the exchange rate prevailing on the balance sheet date, and the income and expenses at the average rate of exchange. Exchange differences arising on such translation are recognised as currency translation reserve under equity. Exchange differences on monetary items receivable from or payable to a foreign operation for which settlement is neither planned nor likely to occur (therefore forming part of the net investment in the foreign operation) are recognised initially in other comprehensive income and reclassified from equity to profit or loss on repayment of the monetary items. Exchange differences arising from the translation of a foreign operation previously recognised in currency translation reserve in equity are not reclassified from equity to profit or loss until the disposal of the operation.

q) Financial Instruments :

Tax expense for the year comprises current and deferred tax. The tax currently payable is based on taxable profit for the year. The Group's liability for current tax is calculated using tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period.

Initial Recognition :

Financial assets and financial liabilities are recognised when a Group becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through Profit or Loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through Profit or Loss are recognised immediately in the Statement of Profit and Loss.

Subsequent measurement :

Financial Assets :

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value through Profit or Loss (FVTPL) or fair value through Other Comprehensive Income (FVOCI), depending on the classification of the financial assets. The purchase and sale of financial assets are accounted for at trade date.

Cash and Cash Equivalents :

Cash and cash equivalents include cash in hand, demand deposits with banks, other short term highly liquid financial instruments which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value and having original maturities of three months or less.

Fixed deposit having residual maturity upto twelve months from the reporting period is considered as part of bank balances other than cash and cash equivalent. Fixed deposit with residual maturity more than twelve months from reporting period is classified under other non-current assets.

Trade Receivables and Loans :

These assets are held at amortised cost, using the effective interest rate (EIR) method net of any expected credit losses. The EIR is the rate that discounts estimated future cash income through the expected life of financial instrument.

Debt Instruments :

Debt instruments are initially measured at amortised cost, fair value through Other Comprehensive Income ('FVOCI') or fair value through Profit or Loss ('FVTPL') till derecognition on the basis of (i) the entity's business model for managing the financial assets and (ii) the contractual cash flow characteristics of the financial asset.

a) **Measured at amortised cost :**

Financial assets that are held within a business model whose objective is to hold financial assets in order to collect contractual cash flows that are solely payments of principal and interest, are subsequently measured at amortised cost using the effective interest rate ('EIR') method less impairment, if any. The amortisation using EIR and loss arising from impairment, if any, is recognised in the Statement of Profit and Loss.

Under the effective interest method, the future cash receipts are exactly discounted to the initial recognition value using the effective interest rate. The cumulative amortisation using the effective interest method of the difference between the initial recognition amount and the maturity amount is added to the initial recognition value (net of principal repayments, if any) of the financial asset over the relevant period of the financial asset to arrive at the amortised cost at each reporting date. The corresponding effect of the amortisation under effective interest method is recognised as interest income over the relevant period of the financial asset. The same is recognised in the Statement of Profit and Loss.

b) **Measured at fair value through Other Comprehensive Income (FVTOCI) :**

Financial assets that are held within a business model whose objective is achieved by both, selling financial assets and collecting contractual cash flows that are solely payments of principal and interest and the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding, are subsequently measured at fair value through Other Comprehensive Income. Fair value movements are recognised in the Other Comprehensive Income (OCI). Interest income measured using the EIR method and impairment losses, if any are recognised in the Statement of Profit and Loss. On derecognition, cumulative gain or loss previously recognised in OCI is reclassified to Profit or Loss.

Further, the Company, through an irrevocable election at initial recognition, has measured certain investments in equity instruments at FVTOCI. The Company has made such election on an instrument by instrument basis. These equity instruments are neither held for trading nor are contingent consideration recognised under a business combination. Pursuant to such irrevocable election, subsequent changes in the fair value of such equity instruments are recognised in OCI. However, the Company recognizes dividend income from such instruments in the Statement of Profit and Loss.

On Derecognition of such financial assets, cumulative gain or loss previously recognised in OCI is not reclassified from the equity to Statement of Profit and Loss. However, the Company may transfer such cumulative gain or loss into retained earnings within equity.

c) **Measured at fair value through Profit or Loss (FVTPL) :**

A financial asset not classified at either amortised cost or FVOCI, is classified as FVTPL. Such financial assets are measured at fair value with all changes in fair value, including interest income and dividend income if any, recognised in the Statement of Profit and Loss.

Impairment of financial assets :

Expected credit losses are recognised for all financial assets subsequent to initial recognition other than financials assets in FVTPL category. The Group's trade receivables do not contain significant financing component and loss allowance on trade receivables is measured at an amount equal to life time expected losses i.e. expected cash shortfall. The impairment losses and reversals are recognised in the Statement of Profit and Loss.

In case of other assets, the Company determines if there has been a significant increase in credit risk of the financial asset since initial recognition. If the credit risk of such assets has not increased significantly, an amount equal to 12-month ECL is measured and recognised as loss allowance. However, if credit risk has increased significantly, an amount equal to lifetime ECL is measured and recognised as loss allowance.
ECL impairment loss allowance recognised during the period is recognised in the Statement of Profit and Loss.

Derecognition of financial assets

The Group derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. On derecognition of a financial asset, (except as mentioned above for financial assets measured at FVTOCI), the difference between the carrying amount and the consideration received is recognised in the Statement of Profit and Loss.

Financial liabilities and equity instruments :

Classification as debt or equity :

Debt and equity instruments issued by the Group are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Equity instruments :

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Group are recognised at the proceeds received, net of direct issue costs.

Financial liabilities :

All financial liabilities are subsequently measured at amortised cost using the effective interest method or at FVTPL.

Financial liabilities are classified as at FVTPL when the financial liability is held for trading or it is designated as at FVTPL.

Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortised cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method.

Derecognition of financial liabilities :

The Group derecognises financial liabilities when, and only when, the Group's obligations are discharged, cancelled or have expired. A substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in the Statement of Profit and Loss.

Offsetting financial instruments :

Financial assets and liabilities are offset and the net amount is reported in the Balance Sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Group or the counterparty.

Derivative financial instruments :

The Group enters into a variety of derivative financial instruments to manage its exposure to interest rate and foreign exchange rate risks, including foreign exchange forward contracts, interest rate swaps, currency swaps, commodity swaps etc. Further details of derivative financial instruments are disclosed in Note 40.

Derivatives are initially recognised at fair value at the date the derivative contracts are entered into and are subsequently remeasured to their fair value at the end of each reporting period. The resulting gain or loss is recognised in the Statement of Profit and Loss immediately unless the derivative is designated and effective as a hedging instrument, in which event the timing of the recognition in the Statement of Profit and Loss depends on the nature of the hedging relationship and the nature of the hedged item. The gains or losses on derivative contracts related to the acquisition of depreciable capital assets are added to or deducted from the cost of the assets and not recognised in the Statement of Profit and Loss.

Embedded derivatives :

Derivatives embedded in non-derivative host contracts that are not financial assets within the scope of Ind AS 109 are treated as separate derivatives when their risks and characteristics are not closely related to those of the host contracts and the host contracts are not measured at FVTPL.

Hedge accounting :

The Group designates certain hedging instruments, which include derivatives and non-derivatives in respect of foreign currency risk, as either fair value hedges or cash flow hedges.

At the inception of the hedge relationship, the entity documents the relationship between the hedging instrument and the hedged item, along with its risk management objectives and its strategy for undertaking various hedge transactions. Furthermore, at the inception of the hedge and on an ongoing basis, the Group documents whether the hedging instrument is highly effective in offsetting changes in fair values or cash flows of the hedged item attributable to the hedged risk. Note 40 sets out details of the fair values of the derivative instruments used for hedging purposes.

Fair value hedges :

Changes in fair value of the designated portion of derivatives that qualify as fair value hedges are recognised in the Statement of Profit and Loss immediately, together with any changes in the fair value of the hedged asset or liability that are attributable to the hedged risk. The change in the fair value of the designated portion of hedging instrument and the change in the hedged item attributable to the hedged risk are recognised

in the Statement of Profit and Loss in the line item relating to the hedged item.
Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated, or exercised, or when it no longer qualifies for hedge accounting. The fair value adjustment to the carrying amount of the hedged item arising from the hedged risk is amortised to the Statement of Profit and Loss from that date.

Cash flow hedges :
The effective portion of changes in the fair value of derivatives that are designated and qualify as cash flow hedges is recognised in Other Comprehensive Income and accumulated under the heading of Cash Flow Hedging Reserve. The gain or loss relating to the ineffective portion is recognised immediately in the Statement of Profit and Loss.

Amounts previously recognised in Other Comprehensive Income and accumulated in equity (relating to effective portion as described above) are reclassified to the Statement of Profit and Loss in the periods when the hedged item affects profit or loss, in the same line as the recognised hedged item. However, when the hedged forecast transaction results in the recognition of a non-financial asset or a non-financial liability, such gains and losses are transferred from equity (but not as a reclassification adjustment) and included in the initial measurement of the cost of the non-financial asset or non-financial liability.

Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated, or exercised, or when it no longer qualifies for hedge accounting. Any gain or loss recognised in Other Comprehensive Income and accumulated in equity at that time remains in equity and is recognised when the forecast transaction is ultimately recognised in the Statement of Profit and Loss. When a forecast transaction is no longer expected to occur, the gain or loss accumulated in equity is recognised immediately in the Statement of Profit and Loss.

r) Taxation :
Tax expense for the year comprises current and deferred tax. The tax currently payable is based on taxable profit for the year. The Group's liability for current tax is calculated using tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. In contrast, deferred tax assets are only recognised to the extent that it is probable that future taxable profits will be available against which the deductible temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised based on the tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period. The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Group expects, at the end of the reporting period, to cover or settle the carrying value of its assets and liabilities.

Current and deferred tax are recognised as an expense or income in the Statement of Profit and Loss, except when they relate to items credited or debited either in other comprehensive income or directly in equity, in which case the tax is also recognised in other comprehensive income or directly in equity respectively.

Deferred tax assets and liabilities are offset to the extent that they relate to taxes levied by the same tax authority and there are legally enforceable rights to set off current tax assets and current tax liabilities within that jurisdiction. Deferred tax assets include Minimum Alternate Tax (MAT) paid in accordance with the tax laws which is likely to give future economic benefits in the form of availability of set off against future income tax liability.

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

s) Provisions and Contingent Liabilities :
Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an

outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are measured at the best estimate of the consideration required to settle the present obligation at the Balance Sheet date. Where the time value of money is material, provisions are measured on a discounted basis.

Contingent liabilities are not recognised but disclosed unless the probability of an outflow of resources is remote. Contingent assets are disclosed where inflow of economic benefits is probable.

t) Earnings per share :

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to the equity shareholders by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period is adjusted for events, such as bonus issue, bonus element in a rights issue and shares split that have changed the number of equity shares outstanding, without a corresponding change in resources. For the purpose of calculating Diluted Earnings per share, the net profit or loss for the period attributable to the equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

u) Government Grants :

Government grants are not recognised until there is a reasonable assurance that the Group will comply with the conditions attached to them and that the grants will be received. Government grants are recognised in the Statement of Profit and Loss on a systematic basis over the periods in which the Group recognises as expenses the related costs for which the grants are intended to compensate. Government grants used to acquire non-current asset are recognised as deferred revenue in the Balance Sheet and transferred to the Statement of Profit and Loss on a systematic basis over the useful lives of the related assets.

Applicability of new and revised Ind AS :

Amendments to Ind AS that are notified and adopted by the Group :

The Group has applied the following Ind AS pronouncements pursuant to issuance of the Companies (Indian Accounting Standards) Amendment Rules, 2018. The effect is described below:

a. The Group has adopted Ind AS 115, Revenue from Contract with Customers with effect from 1st April 2018 and it is detailed in note 2(k). The Group has elected to recognize cumulative effect of initially applying Ind AS 115 retrospectively as an adjustment to opening reserves as at 1st April 2018 on the contracts that are not completed contract as at that date. The effect on adoption of Ind AS 115 was not material and has been adjusted in the opening retained earnings.
b. The Group has adopted Appendix B to Ind AS 21, Foreign currency transactions and advance consideration with effect from 1st April 2018 prospectively to all assets, expenses and income initially recognised on or after 1st April 2018 and the impact on implementation of the Appendix is immaterial.

New standards issued but not yet effective :

In March 2019, the Ministry of Corporate Affairs (MCA) issued the Companies (Indian Accounting Standards) Amendment Rules, 2019 and the Companies (Indian Accounting Standards) Second Amendment Rules, 2019, notifying new standards and amendments to certain issued standards to bring Ind AS in line with recent amendments made by International Accounting Standards Board (IASB). These amendments are applicable to the Group from 1st April, 2019. The Group will be adopting the below stated new standards and applicable amendments from their respective effective date.

a. Ind AS 116, Leases :

Ind AS 116 supersedes Ind AS 17, Leases. Under Ind AS 116, a lessee will recognise a liability to make lease payments (i.e., the lease liability) and an asset representing the right to use the underlying asset during the lease term (i.e., the right of use asset) at the commencement date of lease. Lessees will be required to separately recognise interest expense on the lease liability and depreciation expense on the right of use asset. Lessor accounting under Ind AS 116 remains substantially unchanged from accounting under Ind AS 17. Ind AS 116 is effective for annual periods beginning on or after 1 April 2019.

b. Appendix C, Uncertainty over Income Tax Treatment to Ind AS 12, Income Taxes :

The Ministry of Corporate Affairs has notified Ind AS 12 Appendix C, Uncertainty over Income Tax Treatments, which is to be applied while performing the determination of taxable profit (or loss), tax bases, unused tax losses, unused tax credits and tax rates, when there is uncertainty over income tax treatments under Ind AS 12. According to the appendix, companies need to determine the probability of the relevant tax authority accepting each tax treatment, or group of tax treatments, that the companies have used or plan to use in their income tax filing which has to be considered to compute the most likely amount or the expected value of the tax treatment when determining taxable profit (tax loss), tax bases, unused tax losses, unused tax credits and tax rates. The Appendix will be applied retrospectively with the cumulative effect of its initial application on the opening balance sheet as on 1st April 2019.

c. Amendment to Ind AS 12, Income Taxes :

The amendment clarifies that an entity shall recognize income tax consequences of dividends in profit or loss, other comprehensive income or equity according to where the entity originally recognised those past transactions or events.

Applicability and impact, if any, of the above are being evaluated by the Management.

NOTE 2 : BASIS OF CONSOLIDATION

The consolidated financial statements relate to The Great Eastern Shipping Company Ltd., (GESCO) the Holding Company and its subsidiaries (collectively referred to as the Group). The consolidated financial statements of the Company with its subsidiaries have been prepared in accordance with the requirements of Ind AS 110, 'Consolidated Financial Statements'. The financial statements of the Holding Company and its subsidiaries are combined on a line by line basis and intra group balances, intra group transactions and unrealised profits/(losses) are fully eliminated.

In case of foreign subsidiaries, revenue items are consolidated at an average rate prevailing during the year. All assets and liabilities are converted at the rates prevailing at the end of the year. Exchange gains/(losses) arising on conversion are recognised under Foreign Currency Translation Reserve.

In the consolidated financial statements, 'Goodwill' represents the excess of the cost to the Company of its investment in the subsidiaries over its share of equity, at the respective dates on which the investments are made. Alternatively, where the share of equity as on the date of investment is in excess of cost of investment, it is recognised as 'Capital Reserve' in the consolidated financial statements.

NOTE 3 :

The financial statements of the subsidiaries used in the consolidation are drawn upto the same reporting date as that of the Holding Company i.e. March 31, 2019.

NOTE 4 :

The subsidiary companies considered in these consolidated financial statements are :

SR. NO.	NAME OF THE COMPANIES	COUNTRY OF INCORPORATION	OWNERSHIP IN % EITHER DIRECTLY OR THROUGH SUBSIDIARIES	
			AS AT 31/03/2019	AS AT 31/03/2018
1	The Greatship (Singapore) Pte. Ltd.	Singapore	**100%**	100%
2	The Great Eastern Chartering L.L.C. (FZC)	U.A.E.	**100%**	100%
2a	The Great Eastern Chartering (Singapore) Pte. Ltd. (wholly owned subsidiary of The Great Eastern Chartering L.L.C. (FZC))	Singapore	**100%**	100%
3	Greatship (India) Ltd.	India	**100%**	100%
3a	Greatship Global Energy Services Pte. Ltd. (wholly owned subsidiary of Greatship (India) Ltd.)	Singapore	**100%**	100%
3b	Greatship Global Offshore Services Pte. Ltd. (wholly owned subsidiary of Greatship (India) Ltd.)	Singapore	**100%**	100%
3c	Greatship (UK) Ltd. (wholly owned subsidiary of Greatship (India) Ltd.)	U.K.	**100%**	100%
3d	Greatship Oilfield Services Ltd. (wholly owned subsidiary of Greatship (India) Ltd.)	India	**100%**	100%
4	Great Eastern CSR Foundation	India	**100%**	100%

NOTE 5 : PROPERTY, PLANT AND EQUIPMENT AND CAPITAL WORK-IN PROGRESS

(I) PROPERTY, PLANT AND EQUIPMENT

(₹ in crores)

PARTICULARS	GROSS BLOCK					DEPRECIATION / IMPAIRMENT				NET BLOCK	
	AS AT 1/04/2018	ADDITIONS DURING THE YEAR	DEDUCTIONS DURING THE YEAR	OTHER ADJUSTMENTS [REFER NOTE (d)]	AS AT 31/03/2019	ACCUMULATED DEPRECIATION/ IMPAIRMENT AS AT 31/03/2018	ON DEDUCTIONS	FOR THE YEAR	ACCUMULATED DEPRECIATION/ IMPAIRMENT AS AT 31/03/2019	AS AT 31/03/2019	AS AT 31/03/2018
Fleet	10316.40	760.09	405.90	80.94	10751.53	3502.53	151.28	640.76	3992.01	**6759.52**	6813.87
Rigs	3230.83	-	-	-	3230.83	385.03	-	124.91	509.94	**2720.89**	2845.80
Land (Freehold and Perpetual Lease) [Refer Note (a)]	59.80	-	-	-	59.80	-	-	-	-	**59.80**	59.80
Ownership Flats and Buildings [Refer Note (b)]	55.48	0.21	-	-	55.69	22.14	-	1.14	23.28	**32.41**	33.34
Leasehold Improvements	5.30	-	-	-	5.30	5.30	-	-	5.30	**-**	-
Plant and Equipment	66.20	0.59	1.38	-	65.41	26.52	0.81	8.10	33.81	**31.60**	39.68
Furniture, Fixtures and Office Equipment	43.31	1.93	0.66	0.07	44.65	37.24	0.60	2.28	38.92	**5.73**	6.07
Vehicles	27.23	2.45	2.29	-	27.39	18.58	1.92	4.44	21.10	**6.29**	8.65
	13804.55	**765.27**	**410.23**	**81.01**	**14240.60**	**3997.34**	**154.61**	**781.63**	**4624.36**	**9616.24**	**9807.21**

(₹ in crores)

PARTICULARS	GROSS BLOCK					DEPRECIATION / IMPAIRMENT				NET BLOCK	
	AS AT 1/04/2017	ADDITIONS DURING THE YEAR	DEDUCTIONS DURING THE YEAR	OTHER ADJUSTMENTS [REFER NOTE (d)]	AS AT 31/03/2018	ACCUMULATED DEPRECIATION/ IMPAIRMENT AS AT 31/03/2017	ON DEDUCTIONS	FOR THE YEAR	ACCUMULATED DEPRECIATION/ IMPAIRMENT AS AT 31/03/2018	AS AT 31/03/2018	AS AT 31/03/2017
Fleet	9930.35	509.43	127.06	3.68	10316.40	2754.10	81.28	829.71	3502.53	6813.87	7176.25
Rigs	3242.51	10.57	3.75	(18.50)	3230.83	261.22	5.24	129.05	385.03	2845.80	2981.29
Land (Freehold and Perpetual Lease) [Refer Note (a)]	59.80	-	-	-	59.80	-	-	-	-	59.80	59.80
Ownership Flats and Buildings [Refer Note (b)]	55.41	0.07	-	-	55.48	21.02	(0.01)	1.11	22.14	33.34	34.39
Leasehold Improvements	5.30	-	-	-	5.30	5.04	-	0.26	5.30	-	0.26
Plant and Equipment	56.67	9.68	-	(0.15)	66.20	19.25	0.05	7.32	26.52	39.68	37.42
Furniture, Fixtures and Office Equipment	39.86	3.74	0.31	0.02	43.31	35.01	0.27	2.50	37.24	6.07	4.85
Vehicles	25.84	4.00	2.61	-	27.23	16.23	2.42	4.77	18.58	8.65	9.61
	13415.74	**537.49**	**133.73**	**(14.95)**	**13804.55**	**3111.87**	**89.25**	**974.72**	**3997.34**	**9807.21**	**10303.87**

Notes :

(a) The deed of assignment in respect of the Group's leasehold property of ₹ 43.72 crores (Previous Year : ₹ 43.72 crores) at Worli is yet to be transferred in the name of the Group.

(b) The ownership flats and buildings include ₹ 11,760 (Previous Year : ₹ 11,760) being value of shares held in various co-operative societies.

(c) In accordance with the Ind AS 36, 'Impairment of Assets', the Group has recognised impairment loss amounting to ₹ 9.39 crores (Previous Year : ₹ 206.39 crores) under Fleet during the year (Refer Note 30).

(d) Other adjustments comprise of exchange differences relating to long term monetary items for acquisition of depreciable capital assets on or before March 31, 2016.

(e) Fleet and Rigs with a carrying amount of ₹ 5894.74 crores (as at March 31, 2018 : ₹ 5860.12 crores) and buildings with a carrying amount of ₹ 0.55 crore (as at March 31, 2018: ₹ 0.50 crore) have been mortgaged to secure borrowings (Refer Note 18).

(II) CAPITAL WORK-IN-PROGRESS

Capital Work-in-progress amounting to ₹ 14.11 crores (Previous Year : ₹ 13.47 crores) consists of Dry-dock expenses incurred pending capitalisation.

NOTE 6 : INTANGIBLE ASSETS AND INTANGIBLE ASSETS UNDER DEVELOPMENT

(I) INTANGIBLE ASSETS

(₹ in crores)

PARTICULARS	GROSS BLOCK					AMORTISATION				NET BLOCK	
	AS AT 1/04/2018	ADDITIONS DURING THE YEAR	DEDUCTIONS DURING THE YEAR	OTHER ADJUSTMENTS	AS AT 31/03/2019	ACCUMULATED AMORTISATION AS AT 31/03/2018	ON DEDUCTIONS	FOR THE YEAR	ACCUMULATED AMORTISATION AS AT 31/03/2019	AS AT 31/03/2019	AS AT 31/03/2018
Software	6.68	0.11	-	(0.01)	6.78	5.36	-	0.41	5.77	**1.01**	1.32
	6.68	**0.11**	**-**	**(0.01)**	**6.78**	**5.36**	**-**	**0.41**	**5.77**	**1.01**	**1.32**

(₹ in crores)

PARTICULARS	GROSS BLOCK					AMORTISATION				NET BLOCK	
	AS AT 1/04/2017	ADDITIONS DURING THE YEAR	DEDUCTIONS DURING THE YEAR	OTHER ADJUSTMENTS	AS AT 31/03/2018	ACCUMULATED AMORTISATION AS AT 31/03/2017	ON DEDUCTIONS	FOR THE YEAR	ACCUMULATED AMORTISATION AS AT 31/03/2018	AS AT 31/03/2018	AS AT 31/03/2017
Software	5.47	1.21	-	-	6.68	5.03	-	0.33	5.36	1.32	0.44
	5.47	**1.21**	**-**	**-**	**6.68**	**5.03**	**-**	**0.33**	**5.36**	**1.32**	**0.44**

(II) INTANGIBLE ASSETS UNDER DEVELOPMENT

Intangible Assets under development amounting to ₹ 0.12 crore (Previous Year : ₹ Nil) consist of software under development.

NOTE 7 : NON-CURRENT INVESTMENTS

	AS AT 31/03/2019		AS AT 31/03/2018	
	NO. OF SHARES	₹ IN CRORES	NO. OF SHARES	₹ IN CRORES
Investments in Equity Instruments				
Equity shares : (Quoted - valued at FVTOCI)				
Avance Gas Holding	**15,88,264**	**21.90**	15,88,264	30.32
BW LPG	**2,88,013**	**6.96**	3,58,013	10.72
Gener8 Maritime Inc.	**-**	**-**	1,51,399	5.73
Star Bulk Carriers Corp	**1,28,100**	**5.83**	1,28,100	9.69
Ardmore Shipping Corp.	**50,000**	**2.42**	50,000	2.54
Scorpio Tankers RG	**74,938**	**10.28**	74,938	15.02
Less : Provision for impairment in value of investments (Scorpio Tankers RG)		**-**		(5.35)
		47.39		68.67
Equity Shares : (Quoted - valued at FVTPL)				
BW LPG	**1,00,000**	**2.42**	-	-
Scorpio Tankers RG	**60,000**	**8.23**	-	-
DTH Holdings Inc.	**40,000**	**1.23**	-	-
		11.88		-
Equity Shares : (Unquoted - valued at FVTPL)				
Seachange Maritime L.L.C.	**11,04,000**	**27.66**	11,04,000	26.07
Less : Provision for impairment in value of investments		**(27.66)**		(26.07)
		-		-
		59.27		68.67
Aggregate amount of quoted investments		**59.27**		68.67
Market Value of quoted investments		**59.27**		68.67
Aggregate amount of unquoted investments		**-**		-
Aggregate amount of impairment in value of investments		**27.66**		31.42

NOTE 8 : OTHER FINANCIAL ASSETS

(UNSECURED)

(₹ in crores)

	NON-CURRENT		CURRENT	
	AS AT 31/03/2019	AS AT 31/03/2018	AS AT 31/03/2019	AS AT 31/03/2018
Considered good				
(a) Deposits with maturity period of more than 12 months	**57.91**	58.66	**-**	-
(b) Interest Accrued	**2.42**	1.04	**-**	-
(c) Security Deposits	**2.04**	2.05	**0.10**	0.07
(d) Mark-to-Market Gains on Derivatives*	**14.42**	108.53	**98.61**	93.34
(e) Deposits on account of pool arrangement	**31.12**	29.00	**-**	-
(f) Insurance Claims	**-**	-	**4.00**	10.13
(g) Contract Assets	**-**	-	**6.67**	-
(h) Unbilled Revenue	**-**	-	**140.75**	127.34
(i) Other Advances	**0.18**	0.28	**0.98**	1.82
Considered doubtful				
(a) Security Deposit	**0.43**	0.43	**-**	-
(b) Other Advances	**1.01**	1.01	**-**	-
Less : Allowance for doubtful deposit and advances	**(1.44)**	(1.44)	**-**	-
	108.09	199.56	**251.11**	232.70

*Mark-to-market gains on derivatives include gains on derivatives designated and effective as hedging instruments classified as cash flow hedge amounting to ₹ 2.67 crores (as at March 31, 2018 : ₹ 3.94 crores) as current and ₹ 14.42 crores (as at March 31, 2018 : ₹ 29.76 crores) as non-current.

NOTE 9 : CURRENT TAX ASSETS (NET)

(₹ in crores)

	AS AT 31/03/2019	AS AT 31/03/2018
Excess of Advance Payment of Income-tax and Tax Deducted/Collected at Source over Provision for Income-tax	**117.02**	96.89
	117.02	96.89

NOTE 10 : OTHER ASSETS

(UNSECURED)

(₹ in crores)

	NON-CURRENT		CURRENT	
	AS AT 31/03/2019	AS AT 31/03/2018	AS AT 31/03/2019	AS AT 31/03/2018
Considered good				
(a) Capital Advances	**34.60**	2.85	**-**	-
(b) Unutilised Government Grants	**-**	-	**2.96**	14.81
(c) Security Deposits	**21.42**	2.50	**-**	-
(d) Indirect tax balances/ recoverable/ credits	**35.89**	-	**6.60**	5.05

(e) Other Advances *	**1.61**	0.93	**44.17**	47.07
Considered doubtful				
(a) Other Advances	**5.98**	5.98	**0.20**	0.20
Less : Allowance for doubtful advances	**(5.98)**	(5.98)	**(0.20)**	(0.20)
	93.52	6.28	**53.73**	66.93

* Other Advances mainly include advances to suppliers, masters, agents and others.

NOTE 11 : INVENTORIES

(VALUED AT LOWER OF COST AND NET REALISABLE VALUE)

(₹ in crores)

	AS AT 31/03/2019	AS AT 31/03/2018
(a) Stores and Spares on Board Rigs	**63.13**	62.97
(b) Fuel Oil	**154.73**	113.03
	217.86	176.00

NOTE :

Inventories of stores and spares on rigs and fuel oil on vessels and rigs are recognised as expense on consumption and stores and spares relating to vessels are recognised as expense when delivered on board the vessels. The cost of inventories recognised as an expense during the year was ₹ 656.84 crores (Previous Year : ₹ 414.51 crores).

NOTE 12 : CURRENT INVESTMENTS

(₹ in crores)

	AS AT 31/03/2019	AS AT 31/03/2018
Investments in Liquid Mutual Funds : Unquoted (valued at FVTPL)	**542.12**	787.45
	542.12	787.45
Aggregate amount of unquoted investments	**542.12**	787.45
Aggregate amount of impairment in value of investments	**-**	-

NOTE :

Mutual Funds aggregating to ₹178.14 crores (as at March 31, 2018 : ₹ 127.23 crores) of the above have been placed under lien with a bank for derivative facilities given by it.

NOTE 13 : TRADE RECEIVABLES

(UNSECURED)

(₹ in crores)

	AS AT 31/03/2019	AS AT 31/03/2018
Considered good	**302.98**	252.50
Considered doubtful	**24.02**	35.58
	327.00	288.08
Less : Allowance for doubtful receivables	**(24.02)**	(35.58)
	302.98	252.50

NOTE :

Trade receivables are recognised at their original invoiced amounts which represent their fair values on initial recognition. Trade receivables are considered to be of short duration and are not discounted. The average credit period on sale of services is a maximum of 90 days.

Concentration of credit risk with respect to trade receivables are limited, due to the Group's customer base being large and diverse. Historical experience of collection of receivables also indicates that credit risk is low. All trade receivables are reviewed and assessed for default on a regular basis. Trade receivables are due from customers having high credit quality. In determining the allowances for doubtful trade receivables, the Group has used a practical expedient by computing the expected credit loss allowance for trade receivables based on historical credit loss experience and is adjusted for forward looking information. The expected credit loss allowance is based on the ageing of the receivables.

The movement in expected credit loss during the year is as follows :

(₹ in crores)

	CURRENT YEAR	PREVIOUS YEAR
Opening Balance	**35.58**	10.76
Add : Current year allowance	**12.93**	30.45
Less : Reversal during the year	**(24.49)**	(5.63)
Closing Balance	**24.02**	35.58

NOTE 14 : CASH AND CASH EQUIVALENTS

(₹ in crores)

	AS AT 31/03/2019	AS AT 31/03/2018
(a) Balances with Banks in Current Accounts	**1371.39**	833.26
(b) Bank Deposits having maturity period of less than 3 months	**-**	45.35
(c) Margin Money Deposits having maturity period of less than 3 months (placed with banks under lien against loan facilities given by the banks.)	**12.36**	-
(d) Cash on Hand	**0.04**	0.06
(e) Interest Accrued on Bank Deposits having original maturity for less than 3 months	**0.04**	-
	1383.83	878.67

NOTE 15 : BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS

(₹ in crores)

	AS AT 31/03/2019	AS AT 31/03/2018
(a) Term Deposits having residual maturity upto 12 months	**1499.28**	1992.49
(b) Balances with Banks - Unpaid Dividend Account	**9.90**	7.67
(c) Margin Money Deposits	**1.75**	57.82
(d) Interest Accrued on Bank Deposits	**27.11**	18.22
	1538.04	2076.20
Margin Money given as security :		
Margin Money Deposits comprise of -		
(i) deposits placed with banks under lien against loan facilities given by the banks	**0.01**	51.43
(ii) earmarked balances with banks in margin deposits	**1.74**	6.39
	1.75	57.82

NOTE 16 : EQUITY SHARE CAPITAL

	AS AT 31/03/2019		AS AT 31/03/2018	
	NOS.	₹ IN CRORES	NOS.	₹ IN CRORES
Authorised :				
Equity Shares of ₹ 10 each	**30,00,00,000**	**300.00**	30,00,00,000	300.00
Preference Shares of ₹ 10 each	**20,00,00,000**	**200.00**	20,00,00,000	200.00
	50,00,00,000	**500.00**	50,00,00,000	500.00
Issued :				
Equity Shares of ₹10 each	**15,11,63,426**	**151.16**	15,11,63,426	151.16
	15,11,63,426	**151.16**	15,11,63,426	151.16
Subscribed and Fully Paid :				
Equity Shares of ₹ 10 each	**15,07,77,065**	**150.78**	15,07,77,065	150.78
Add : Forfeited shares ₹ 30,358 (as at March 31, 2018 : ₹ 30,358)	**2,518**	**-**	2,518	-
	15,07,79,583	**150.78**	15,07,79,583	150.78

a) Terms/Rights attached to Equity Shares :

The Holding Company has only one class of equity shares having a face value of ₹ 10 each. Each holder of equity shares is entitled to one vote per share. The Holding Company declares and pays dividends in Indian rupees. Interim dividend is paid as recommended by the Board of Directors.

In the event of liquidation, the equity shareholders are eligible to receive remaining assets of the Company, after distribution of all preferential amounts in proportion to their shareholding.

b) Details of shareholders holding more than 5% equity shares in the Holding Company :

	AS AT 31/03/2019		AS AT 31/03/2018	
	NOS.	% HOLDING	NOS.	% HOLDING
Equity shares of ₹ 10 each fully paid				
Mr. Bharat Kanaiyalal Sheth *	**1,52,00,000**	**10.08%**	1,52,00,000	10.08%
Mr. Ravi Kanaiyalal Sheth *	**1,47,50,000**	**9.78%**	1,47,50,000	9.78%
Nalanda India Equity Fund Limited	**1,05,24,139**	**6.98%**	1,05,24,139	6.98%

* Shares held as Trustee.

c) There are no shares reserved for issue under options and contracts or commitments for the sale of shares.

d) For the period of five years immediately preceding the date as at which the Balance Sheet is prepared :

(i) No shares were allotted pursuant to contracts without payment being received in cash.

(ii) No bonus shares have been issued.

(iii) 15,45,019 equity shares have been bought back during the financial year 2013-14.

e) There are no securities convertible into equity/preference shares.

f) Under orders from the Special Court (Trial of Offences Relating to Transactions in Securities) Act, 1992, the allotment of 2,53,522 (as at March 31, 2018 : 2,53,522) rights equity shares of the Company have been kept in abeyance in accordance with the Companies Act, 2013 till such time as the title of the bonafide owner is certified by the concerned Stock Exchanges. Additional 40,608 (as at March 31, 2018 : 40,608) shares have also been kept in abeyance for disputed cases in consultation with the Bombay Stock Exchange. 92,231 (as at March 31, 2018 : 92,231) shares are unsubscribed out of the total offered to employees on rights basis during the earlier years.

g) Employee Stock Option Scheme :

The employee stock options of Greatship (India) Limited (GIL) were granted under five different Employee Stock Option Schemes ('Scheme/s') to the employees of GIL, the Holding Company and the subsidiaries. Out of the five Schemes, two Schemes - ESOP 2007 and ESOP 2008 – I were closed post the encashment introduced in 2012 and 2015.

During the year under review, an opportunity was given to the option grantees under all the existing Schemes for encashment of all their remaining outstanding options, aggregating to 151,060 options, at a fair value determined under the encashment proposal approved by the Board of Directors of GIL in March 2018. The encashment process was completed by end of September 2018 with the encashment of all outstanding stock options. With the said encashment, all the Schemes of GIL have been closed.

The particulars of the various Schemes and movements during the year under review are summarised as under :

SR. NO.	PARTICULARS	ESOP 2007 - II	ESOP 2008 - II	ESOP 2010
1	Date of Grant	28/01/08	23/10/08 19/03/09 05/05/09 24/07/09 23/10/09 28/12/09 18/03/10 30/04/10	23/09/10 30/04/11 24/10/11 27/04/12
2	Date of Board Approval	20/11/07	28/01/08	18/03/10
3	Date of Shareholders' Approval	21/11/07	31/01/08	23/04/10
4	Options approved*	2,00,000	17,10,000	10,28,900
5	Options outstanding at the beginning of the year	4,600	44,700	1,01,760
6	Options granted during the year	-	-	-
7	Options cancelled/forfeited during the year	-	-	-
8	Options exercised during the year	-	-	-
9	Options encashed during the year	4,600	44,700	1,01,760
10	Options outstanding at the end of the year	-	-	-
11	Exercise Price/Weighted Average Exercise Price	100	135	135
12	Exercise period from the date of vesting	One year from the date of vesting/listing whichever is later	One year from the date of vesting/listing whichever is later	One year from the date of vesting/listing whichever is later
13	Exercisable at end of the year	-	-	-
14	Method of Settlement	Equity	Equity/Cash	Equity
15	Vesting period from the date of grant	One year	20% equally over a period of five years	20% equally over a period of five years
16	Vesting conditions	Continued employment with the Holding Company 'The Great Eastern Shipping Co. Ltd. (includes transfer within group companies)	Continued employment with GIL or its subsidiaries (includes transfer within group companies)	Continued employment with GIL or its subsidiaries (includes transfer within group companies)

NOTE 17 : OTHER EQUITY

A.SUMMARY OF OTHER EQUITY

(Refer Statement of Changes in Equity for details of movement)

(₹ in crores)

	AS AT 31/03/2019	AS AT 31/03/2018
(a) Capital Reserve	**21.04**	21.04
(b) Securities Premium Reserve	**161.35**	161.35
(c) General Reserve	**2518.39**	2348.39
(d) Capital Redemption Reserve	**240.08**	240.08
(e) Tonnage Tax Reserve under Section 115VT of the Income-tax Act, 1961	**265.00**	430.50
(f) Debenture Redemption Reserve	**793.75**	787.50
(g) Statutory Reserve	**0.13**	0.13
(h) Retained Earnings	**1901.61**	2066.51
(i) Equity instruments through Other Comprehensive Income	**(19.86)**	(1.45)
(j) Cash Flow Hedging Reserve	**9.63**	25.73
(k) Foreign Currency Monetary Item Translation Difference Account	**(6.97)**	(5.39)
(l) Foreign Currency Translation Reserve	**774.74**	702.56
	6658.89	6776.95

B. NATURE OF RESERVES :

(i) Capital Reserve : Capital Reserve is created on cancellation of convertible warrants during the year ended March 31, 2009.

(ii) Securities Premium Reserve : Securities Premium Reserve is used to record the premium on issue of securities of the Group. The reserve is utilised in accordance with the provisions of the Companies Act, 2013.

(iii) General Reserve : General Reserve is used from time to time to transfer profits from Retained Earnings for appropriation purposes.

(iv) Tonnage Tax Reserve : Tonnage Tax Reserve created as per the provisions of the Section 115VT of the Income-tax Act, 1961, whereby a minimum of 20% of book profits from the tonnage tax activities is to be utilised for acquiring new ships within 8 years.

(v) Statutory Reserve : Statutory Reserve is created by appropriating 10% of the profit of subsidiary company, The Great Eastern Chartering L.L.C. (FZC), as required by the implementing regulations of Sharjah Airport International Free Zone Authority. The said subsidiary company can discontinue such annual transfers when the reserve totals 50% of the paid up share capital. The reserve is not available for distribution except as provided in the Federal Law. No such transfer was made during the year as the minimum requirement of the reserve at 50% of the share capital has been reached.

(vi) Retained Earnings : Retained Earnings are the profits that the Group has earned till date, less any transfers to reserves and dividend distributions to the shareholders.
In respect of the year ended March 31, 2019, the Board of Directors proposed a dividend of ₹ 5.40 per equity share. This equity dividend is subject to approval by the shareholders at the ensuing Annual General Meeting and has not been included as a liability in these financial statements. The total outflow on this account is estimated to be ₹ 93.36 crores including dividend distribution tax.

(vii) Equity instruments through Other Comprehensive Income : This comprises the cumulative net change in the fair value of financial assets until the assets are derecognised or impaired.

(viii) Cash Flow Hedging Reserve : The Cash Flow Hedging Reserve is the cumulative effective portion of gains or losses arising on changes in fair values of designated portion of hedging instruments entered into for cash flow hedges. The gains or losses arising thereon are transferred to the Statement of Profit and Loss on settlement.

(ix) Foreign Currency Monetary Item Translation Difference Account : Exchange differences on translation of long term foreign currency monetary items (other than depreciable assets) are transferred to Foreign Currency Monetary Item Translation Difference Account and amortised over the balance life of such assets / liabilities but not beyond March 31, 2020 .

(x) Foreign Currency Translation Reserve : Exchange differences relating to the translation of the results and net assets of the Group's foreign operations from their functional currencies to the Group's presentation currency (i.e. Indian Rupees) are recognised directly in Other Comprehensive Income and accumulated in the Foreign Currency Translation Reserve. Exchange differences previously accumulated in the Foreign Currency Translation Reserve (in respect of translating both the net assets of foreign operations and hedges of foreign operations) are reclassified to the Statement of Profit and Loss on the disposal of the foreign operation.

NOTE 18 : BORROWINGS

(₹ in crores)

		NON-CURRENT		CURRENT MATURITIES OF LONG- TERM DEBT	
		AS AT 31/03/2019	AS AT 31/03/2018	AS AT 31/03/2019	AS AT 31/03/2018
(a)	**Debentures :**				
	Secured - at amortised cost :				
	Redeemable Non-Convertible Debentures of ₹ 10,00,000 each -				
	(i) 8.85% 3000 Debentures redeemable on April 12, 2028	**300.00**	-	**-**	-
	(ii) 8.05% 1500 Debentures redeemable on August 31, 2024	**150.00**	150.00	**-**	-
	(iii) 9.80% 2400 Debentures redeemable on July 3, 2019	**-**	240.00	**240.00**	-
	[Refer Notes (i) and (iii) below]				
	Unsecured - at amortised cost :				
	Redeemable Non-Convertible Debentures of ₹ 10,00,000 each -				
	(i) 8.25% 1500 Debentures redeemable on May 25, 2027	**150.00**	150.00	**-**	-
	(ii) 8.24% 2000 Debentures redeemable on November 11, 2026	**200.00**	200.00	**-**	-
	(iii) 8.70% 2500 Debentures redeemable on May 6, 2026	**250.00**	250.00	**-**	-
	(iv) 8.24% 2000 Debentures redeemable on November 11, 2025	**200.00**	200.00	**-**	-
	(v) 8.70% 2500 Debentures redeemable on May 31, 2025	**250.00**	250.00	**-**	-
	(vi) 7.99% 2500 Debentures redeemable on January 18, 2025	**250.00**	250.00	**-**	-
	(vii) 7.99% 2500 Debentures redeemable on January 18, 2024	**250.00**	250.00	**-**	-
	(viii) 9.70% 1000 Debentures redeemable on January 18, 2023	**100.00**	100.00	**-**	-
	(ix) 9.70% 1000 Debentures redeemable on January 7, 2023	**100.00**	100.00	**-**	-
	(x) 9.70% 500 Debentures redeemable on April 25, 2021	**50.00**	50.00	**-**	-
	(xi) 9.70% 1500 Debentures redeemable on April 15, 2021	**150.00**	150.00	**-**	-
	(xii) 9.70% 1000 Debentures redeemable on February 2, 2021	**100.00**	100.00	**-**	-
	(xiii) 9.60% 2000 Debentures redeemable on November 10, 2019	**-**	200.00	**200.00**	-
	(xiv) 9.75% 2350 Debentures redeemable on August 20, 2019	**-**	235.00	**235.00**	-
	(xv) 9.35% 425 Debentures redeemable on February 8, 2019	**-**	-	**-**	42.50
	(xvi) 9.35% 425 Debentures redeemable on February 8, 2019	**-**	-	**-**	42.50
	(xvii) 9.40% 900 Debentures redeemable on January 6, 2019	**-**	-	**-**	90.00
	(xviii) 9.19% 1000 Debentures redeemable on December 24, 2018	**-**	-	**-**	100.00
	[Refer Note (iii) below]				
		2500.00	2875.00	**675.00**	275.00
(b)	**Term Loans from Banks :**				
	Secured - at amortised cost :				
	Foreign Currency Loans from Banks	**2368.47**	2517.11	**488.68**	415.07
	[Refer Notes (ii) and (iii) below]				
		2368.47	2517.11	**488.68**	415.07
(c)	**Unamortised Finance Charges**	**(25.44)**	(30.69)	**(7.77)**	(9.17)
	Total (a + b + c)	**4843.03**	5361.42	**1155.91**	680.90
	Less : Amount disclosed under Note 19 : Other Financial Liabilities	**-**	-	**(1155.91)**	(680.90)
		4843.03	5361.42	**-**	-

(₹ in crores)

	CURRENT	
	AS AT 31/03/2019	AS AT 31/03/2018
Term Loans from Bank :		
Unsecured - at amortised cost :		
Buyer's Credit	-	171.02
[Refer Note (ii) below]		
	-	171.02

Notes :

(i) 8.85% 3000 Secured Redeemable Non-Convertible Debentures of ₹ 10,00,000 each, redeemable on April 12, 2028 and 8.05% 1500 Secured Redeemable Non-Convertible Debentures of ₹ 10,00,000 each, redeemable on August 31, 2024 are secured by exclusive charge on specified ships with 1.20 times cover on the market value of ships and additional security by way of mortgage on immovable property of the Group and 9.80% 2400 Secured Redeemable Non-Convertible Debentures of ₹ 10,00,000 each, redeemable on July 3, 2019, are secured by exclusive charge on specified ships with 1.25 times cover on the book value of ships and additional security by way of mortgage on immovable property of the Group.

(ii) Foreign currency loans availed from banks carry interest rates of LIBOR plus 30 to 215 bps for USD loans (Previous Year : LIBOR plus 27 to 215 bps for USD loans and LIBOR plus 62 bps for JPY loans). Some loans are on fixed rates basis. The principal repayments are due quarterly, half yearly or annually. These loans are secured by mortgage of specific ships and rigs, assignment of earnings, charge on earning account and insurance contracts/policies of respective ships. In case of Buyer's Credit, the tenure is 6 months.

(iii) The terms of repayments of non-current borrowings are as under :

(₹ in crores)

	AS AT 31/03/2019	AS AT 31/03/2018
- between one to three years		
Secured Debentures	-	240.00
Unsecured Debentures	**300.00**	535.00
Secured Loans from Banks	**750.31**	777.45
	1050.31	1552.45
- between three to five years		
Secured Debentures	-	-
Unsecured Debentures	**450.00**	400.00
Secured Loans from Banks	**820.49**	683.46
	1270.49	1083.46
- over five years		
Secured Debentures	**450.00**	150.00
Unsecured Debentures	**1300.00**	1550.00
Secured Loans from Banks	**797.67**	1056.20
	2547.67	2756.20

NOTE 19 : OTHER FINANCIAL LIABILITIES

(₹ in crores)

	NON - CURRENT		CURRENT	
	AS AT 31/03/2019	AS AT 31/03/2018	AS AT 31/03/2019	AS AT 31/03/2018
(a) Current Maturities of Long-Term Debt (Refer Note 18)	**-**	-	**1155.91**	680.90
(b) Unpaid Dividend	**-**	-	**9.90**	7.67
(c) Interest Accrued but not due on Borrowings	**-**	-	**171.09**	151.29
(d) Mark-to-Market Losses on Derivatives*	**361.54**	511.94	**294.87**	117.92
(e) Provision for Dividend Distribution Tax	**-**	-	**5.06**	4.79
(f) Others	**-**	-	**43.15**	36.83
	361.54	511.94	**1679.98**	999.40

*Mark-to-market losses on derivatives include loss on derivatives designated and effective as hedging instruments classified as cash flow hedge amounting to ₹ 2.21 crores (as at March 31, 2018 : ₹ Nil) as current and ₹ 2.40 crores (as at March 31, 2018 : ₹ 0.09 crore) as non-current.

NOTE 20 : PROVISIONS

(₹ in crores)

	NON - CURRENT		CURRENT	
	AS AT 31/03/2019	AS AT 31/03/2018	AS AT 31/03/2019	AS AT 31/03/2018
(a) Provision for Employee Benefits (Refer Note 34)	**41.61**	39.06	**1.56**	2.03
(b) Vessel Performance/ Offhire Claims (Refer Note below)	**-**	-	**4.67**	3.32
	41.61	39.06	**6.23**	5.35

Note:

The Group recognised the following provisions in its accounts in respect of obligations arising from past events, the settlement of which is expected to result in an outflow embodying economic benefits.

(₹ in crores)

	CURRENT YEAR	PREVIOUS YEAR
Vessel performance/ offhire claims -		
Provision has been recognised for the estimated liability for under-performance of certain vessels and offhire claims under dispute :		
Opening balance	**3.32**	3.92
Add: Addition during the year	**3.17**	0.02
Less : Reversal during the year	**(1.82)**	(0.62)
Closing balance	**4.67**	3.32

NOTE 21 : DEFERRED TAX LIABILITIES (NET)

(₹ in crores)

	AS AT 31/03/2019	AS AT 31/03/2018
Deferred Tax Liabilities (Net)	**179.86**	207.75
	179.86	207.75

Note:

(₹ in crores)

DEFERRED TAX ASSETS / (LIABILITIES) IN RELATION TO :	AS AT 01/04/2018	RECOGNISED IN STATEMENT OF PROFIT AND LOSS	RECOGNISED IN OTHER COMPREHENSIVE INCOME	AS AT 31/03/2019
Property, plant and equipment	(255.72)	(37.76)	19.02	**(274.47)**
Provision for doubtful debts	(0.11)	0.11	-	**-**
Defined benefit obligations	(0.94)	-	(0.14)	**(1.08)**
MAT credit entitlement	60.00	-	-	**60.00**
Fair value of hedging instruments in a cash flow hedge	(8.00)	-	5.23	**(2.77)**
Unabsorbed depreciation	-	38.48	-	**38.48**
Others	(2.98)	2.98	-	**-**
	(207.75)	**3.81**	**24.11**	**(179.86)**

DEFERRED TAX ASSETS / (LIABILITIES) IN RELATION TO :	AS AT 01/04/2017	RECOGNISED IN STATEMENT OF PROFIT AND LOSS	RECOGNISED IN OTHER COMPREHENSIVE INCOME	AS AT 31/03/2018
Property, plant and equipment	10.89	(266.62)	-	(255.73)
Provision for doubtful debts	0.20	(0.31)	-	(0.11)
Defined benefit obligations	0.09	(0.09)	(0.94)	(0.94)
MAT credit entitlement	-	60.00	-	60.00
Fair value of hedging instruments in a cash flow hedge	-	-	(8.00)	(8.00)
Others	-	(2.98)	-	(2.98)
	11.18	**(210.00)**	**(8.94)**	**(207.75)**

Income from shipping activities of the Group in India is assessed on the basis of deemed tonnage income in accordance with the provisions of Section 115VA of the Income-tax Act, 1961 and no deferred tax is applicable to such income as there are no taxable temporary differences. Income from operation of vessels and rigs operating outside the limits of the port of Singapore is also exempt under Section 13A of the Singapore Income Tax Act. Consequently, deferred tax is recognised in respect of the taxable temporary differences relating to rigs and other non tonnage income.

NOTE 22 : OTHER LIABILITIES

(₹ in crores)

	NON - CURRENT		CURRENT	
	AS AT 31/03/2019	AS AT 31/03/2018	AS AT 31/03/2019	AS AT 31/03/2018
(a) Advances from Customers	**-**	-	**12.08**	26.02
(b) Government Grants	**22.71**	22.86	**2.96**	14.81
(c) Statutory Liabilities	**-**	-	**43.64**	25.16
(d) Others	**-**	-	**9.20**	12.55
	22.71	22.86	**67.88**	78.54

NOTE 23 : TRADE PAYABLES

(₹ in crores)

	AS AT 31/03/2019	AS AT 31/03/2018
(a) Dues to Micro and Small enterprises	**7.44**	7.26
(b) Dues to others	**312.05**	298.77
	319.49	306.03

Notes :

i) According to the information available with the Group regarding the status of the suppliers as defined under the 'Micro, Small and Medium Enterprises Development Act, 2006', ₹ 2.05 crores (Previous Year : ₹ 3.15 crores) is overdue as at the reporting date, to Micro and Small Enterprises.

ii) Trade payables are recognised at their original invoiced amounts which represent their fair values on initial recognition. Trade payables are considered to be of short duration and are not discounted and the carrying values are assumed to approximate their fair values.

NOTE 24 : CURRENT TAX LIABILITIES (NET)

(₹ in crores)

	AS AT 31/03/2019	AS AT 31/03/2018
Excess of Provision for Income-tax over Advance Payment of Income-tax and Tax Deducted/Collected at Source	**38.22**	32.75
	38.22	32.75

NOTE 25 : REVENUE FROM OPERATIONS

(₹ in crores)

	CURRENT YEAR	PREVIOUS YEAR
(a) Revenue from -		
- Freight and Demurrage	**1769.27**	1173.40
- Charter Hire	**1736.97**	1822.07
	3506.24	2995.47
(b) Other Operating Revenue	**40.87**	42.91
	3547.11	3038.38

NOTE 26 : OTHER INCOME

(₹ in crores)

	CURRENT YEAR	PREVIOUS YEAR
(a) Gain on disposal of Property, plant and equipment (net)	**27.48**	12.96
(b) Foreign Exchange Gain (net)	**81.89**	7.75
(c) Dividend from Units in Mutual Funds (at FVTPL)	**1.06**	1.92
(d) Interest Income -		
- on Bank Deposits (at amortised cost)	**92.94**	61.37
- on Others	**3.34**	1.60
	96.28	62.97
(e) Gain on Current Investments (at FVTPL)	**41.31**	43.71
(f) Allowance for Doubtful Debts and Advances Written Back (net)	**9.95**	(29.88)
(g) Miscellaneous Income	**24.81**	2.76
	282.78	102.19

NOTE 27 : EMPLOYEE BENEFITS EXPENSE

(₹ in crores)

	CURRENT YEAR	PREVIOUS YEAR
(a) Salaries and Wages	**632.38**	609.13
(b) Contribution to Provident and Other funds (Refer Note 34)	**34.04**	23.07
(c) Share based payments to employees	**-**	(2.01)
(d) Staff Welfare Expenses	**45.18**	44.25
	711.60	674.44

NOTE 28 : FINANCE COSTS

(₹ in crores)

	CURRENT YEAR	PREVIOUS YEAR
(a) Interest Cost	**431.28**	410.92
(b) Other Borrowing Costs	**9.55**	24.96
(c) Exchange differences regarded as an adjustment to borrowing costs	**80.38**	19.20
	521.21	455.08

NOTE 29 : DEPRECIATION AND AMORTISATION EXPENSE

(₹ in crores)

	CURRENT YEAR	PREVIOUS YEAR
(a) Depreciation on Property, plant and equipment	**772.24**	768.34
(b) Amortisation on Intangible assets	**0.41**	0.33
	772.65	768.67

NOTE 30 : IMPAIRMENT LOSS

(₹ in crores)

	CURRENT YEAR	PREVIOUS YEAR
Impairment loss on Property, plant and equipment	**9.39**	206.39
	9.39	206.39

Note :

The Group carried out a review of the recoverable amounts of fleet and rigs owing to further fall in charter hire rates, and recognised impairment loss of ₹ 9.39 crores on one vessel (Previous Year : ₹ 206.39 crores on fifteen vessels). The recoverable amounts determined on the basis of their value in use ₹ 43.40 crores for a vessel (Previous Year : ₹ 724.39 crores for ten vessels) and based on fair value (level 3) ₹ Nil (Previous Year : ₹ 364.98 crores for five vessels). The discount rate used in measuring value in use was 6.50% p.a. (Previous Year : 6.50% p.a.).

The Group also estimated the fair value of the fleet and rigs, which is based on the recent market prices of assets with similar age, obsolescence, transactions in the market, general market trends and quotes from owners. The fair value is less than the value in use and hence the recoverable amount of the relevant assets has been determined on the basis of their value in use.

The discount rate used in measuring value in use was 6.50% p.a. (Previous Year : 6.50% p.a.).

NOTE 31 : OTHER EXPENSES

(₹ in crores)

	CURRENT YEAR	PREVIOUS YEAR
(a) Hire of Chartered Ships	**106.95**	65.79
(b) Brokerage and Commission	**17.00**	14.72
(c) Agency Fees	**13.20**	10.75
(d) Repairs and Maintenance -		
- Fleet	**142.53**	108.82
- Buildings	**5.36**	6.48
- Others	**12.87**	13.81
	160.76	129.11
(e) Insurance -		
- Fleet Insurance and Protection and Indemnity Club Insurance	**53.85**	51.01
- Others	**3.43**	3.03
	57.28	54.04
(f) Loss on asset held for sale	**13.76**	-
(g) Loss/(Gain) on Derivatives Transactions (net)	**167.20**	(206.63)
(h) Rent	**7.98**	7.55
(i) Rates and Taxes	**0.48**	0.55
(j) Bad Debts and Advances Written off	**0.41**	0.20
(k) Travelling Expenses	**44.15**	48.60
(l) Expenditure on Corporate Social Responsibility activities (Refer Note 42)	**11.15**	12.08
(m) Miscellaneous Expenses	**84.46**	86.15
	684.78	222.91

NOTE 32 : TAX EXPENSE

(₹ in crores)

	CURRENT YEAR	PREVIOUS YEAR
(a) Current Tax	**87.39**	111.39
(b) MAT Credit Utilised	**(20.00)**	(32.00)
(c) Deferred Tax	**(3.81)**	210.00
	63.58	289.39

The reconciliation of estimated income tax expense at statutory income tax rate to income tax expense reported in the Statement of Profit and Loss is as follows :

	CURRENT YEAR	PREVIOUS YEAR
Profit before Income Tax	**42.13**	78.90
Indian statutory income tax rate (including surcharge and cess)	**34.94%**	34.61%
Expected income tax expense as per Indian statutory income tax rate	**14.73**	27.31
Tax effect of adjustments to reconcile expected income tax expense to reported income tax expense :		
Loss attributable to tonnage tax activity (net of Deemed Tonnage Income)	**62.00**	57.18
Items liable to tax in the year of settlement/payment	**2.79**	(10.22)
Expenses incurred to earn exempt income (net)	**9.25**	67.88
Expenses not deductible for tax purpose	**27.52**	189.22
Tax on income at different rates	**(10.41)**	(11.15)
Gain on disposal/held for sale of Property, plant and equipment (net)	**(4.66)**	(4.47)
Impact of earlier year's adjustment	**(18.47)**	-
Others	**0.83**	5.64
Provision for Current Tax and Deferred Tax as per Books	**83.58**	321.39

Pursuant to the introduction of Section 115VA under the Income-tax Act, 1961, the Group has opted for computation of its income from shipping activities under the Tonnage Tax Scheme. Thus, income from the business of operating ships is assessed on the basis of the Deemed Tonnage Income of the Group and no deferred tax is applicable to such income as there are no temporary differences.

NOTE 33 : BASIC AND DILUTED EARNINGS PER SHARE

(₹ in crores)

	CURRENT YEAR	PREVIOUS YEAR
(a) Net Loss After Tax (₹ in crores)	**(21.45)**	(210.49)
(b) Number of Equity Shares		
(i) Basic Earning per Share :		
Weighted Average Number of Equity Shares	**15,07,77,065**	15,07,77,065
(ii) Diluted Earning per Share :		
Weighted Average Number of Equity Shares	**15,07,77,065**	15,07,77,065
Shares deemed to be issued for no consideration in respect of :		
- Rights Shares kept in abeyance	**2,84,217**	2,86,570
Weighted Average Number of Equity Shares adjusted for the effect of dilution	**15,10,61,282**	15,10,63,635
(c) Face Value of Equity Share (in ₹)	**10.00**	10.00
(d) Earnings per Share (in ₹)		
- Basic	**(1.42)**	(13.96)
- Diluted *	**(1.42)**	(13.96)

* Diluted EPS is considered same as Basic EPS, since the effect is anti-dilutive.

NOTE 34 : EMPLOYEE BENEFIT PLANS

A) Defined Contribution Plans :

(i) The Group has recognised the following amounts in the Statement of Profit and Loss for the year :

(₹ in crores)

	CURRENT YEAR	PREVIOUS YEAR
Contribution to Employees Provident Fund	**2.99**	3.01
Contribution to Employees Superannuation Fund	**7.01**	4.85
Contribution to National Pension Scheme	**1.37**	1.27
Contribution to Seamen's Provident Fund	**1.91**	1.69
Contribution to Seamen's Annuity Fund	**1.61**	1.51
Contribution to Seamen's Rehabilitation Fund	**0.82**	0.73
Contribution to Seamen's Gratuity Fund	**0.45**	0.29

(ii) General description of Defined Contribution Plans :

Provident Fund :

In accordance with the Indian law, all eligible employees of the Subsidiary Company Greatship (India) Limited (GIL) are entitled to receive benefits under the provident fund, a defined contribution plan in which both the employee and employer (at a determined rate) contribute monthly. GIL contributes as specified under the law to the Government administered provident fund plan. A part of the GIL's contribution is transferred to the Government administered pension fund. This plan is a defined contribution plan as the obligation of the employer is limited to the monthly contributions made to the fund. The contributions made to the fund are recognised as an expense in the Statement of Profit and Loss under Employee Benefits Expense.

In accordance with the Singapore law, all eligible employees (Singapore citizens and Permanent Residents in Singapore) of GIL are entitled to receive benefits under the Central provident fund, a defined contribution plan, based on age brackets, in which both the employee and employer (at a determined rate) contribute monthly. GIL contributes as specified under the law to the Government administered provident fund plan. This plan is a defined contribution plan as the obligation of the employer is limited to the monthly contributions made to the fund. The contributions made to the fund are recognised as an expense in the Statement of Profit and Loss under Employee Benefits Expense.

Superannuation Fund :

In addition to gratuity benefits, employees have the option to become a member of the Superannuation Fund Trust set up by the Group and receive benefits thereunder. It is a defined contribution plan. The Group makes contributions to the trust in respect of the said employees until their retirement or resignation. The Group recognises such contributions as an expense when incurred. The Group has no further obligation beyond its contribution.

National Pension Scheme (NPS) :

NPS is an additional option for offering retirement benefits to the employees. NPS is designed on defined contribution basis wherein the Group contributes to the employees account.

There is no defined benefit that would be available at the time of exit from the system and the accumulated wealth depends on the contributions made and the income generated from the investment of such wealth. The Group recognises such contributions as an expense when incurred. The Group has no further obligation beyond its contribution.

Seamen's Provident Fund :

The Group's contribution towards Provident Fund in respect of seamen i.e. crew who sail on Group's ships is paid to the Seamen's Provident Fund as per the National Maritime Board Agreement binding on the Group.

Seamen's Annuity Fund :

The Group's contribution towards Annuity in respect of seamen is paid to the Seamen's Annuity Fund as per the National Maritime Board Agreement binding on the Group.

Seamen's Rehabilitation Fund :

The Group's contribution towards rehabilitation in respect of seamen is paid to the National Maritime Board Rehabilitation and Welfare Trust as per the National Maritime Board Agreement binding on the Group.

Seamen's Gratuity Fund :

The Group's contribution towards Gratuity in respect of seamen is paid to the Seafarer's Welfare Fund Society as per the National Maritime Board Agreement binding on the Group.

B. Defined Benefit Plans and Other Long Term Benefits :

(i) Valuations in respect of Gratuity, Pension Plan for eligible Whole-time Directors, retired directors/spouses, Compensated Absences and Provident Fund have been carried out by an independent actuary as at the Balance Sheet date as per the Projected Unit Credit method, based on the following assumptions :

ACTUARIAL ASSUMPTIONS	GRATUITY		PENSION PLAN		COMPENSATED ABSENCES	
	AS AT 31/03/2019	AS AT 31/03/2018	AS AT 31/03/2019	AS AT 31/03/2018	AS AT 31/03/2019	AS AT 31/03/2018
(a) Discount Rate (p.a.)	**7.59%-7.60%**	7.55%-7.65%	**7.40%-7.49%**	7.40%-7.55%	**7.49%-7.65%**	7.55%-7.65%
(b) Salary Escalation Rate	**3.00%-6.00%**	3.00%-7.00%	**-**	-	**5.00%-6.00%**	5.00%-7.00%
(c) Mortality	**IALM - Ultimate 2006-08**	IALM - Ultimate 2006-08	**IALM - Ultimate 2006-08**	IALM - Ultimate 2006-08	**IALM - Ultimate 2006-08**	IALM - Ultimate 2006-08
(d) Withdrawal Rate	**0.00%-20.00%**	0.50%-8.00%	**-**	-	**0.00%-8.00%**	0.67%-8.00%
(e) Expected average remaining service (in years)	**5.18-20.45**	5.91-21.08	**-**	-	**7.79-8.26**	7.77-10.67
(f) Weighted average remaining duration of defined benefit obligation (in years)	**3.71-13.68**	4.72-10.37	**-**	-	**4.52**	4.54

(ii) Changes in present value of obligations :

(₹ in crores)

	GRATUITY		PENSION PLAN		COMPENSATED ABSENCES	
	CURRENT YEAR	PREVIOUS YEAR	CURRENT YEAR	PREVIOUS YEAR	CURRENT YEAR	PREVIOUS YEAR
Liability at the beginning of the year	**34.96**	34.46	**35.59**	37.08	**2.81**	2.04
Current Service Cost	**3.25**	4.02	**-**	-	**0.28**	0.97
Interest Cost	**2.59**	2.27	**2.60**	2.46	**0.21**	0.13
Actuarial (Gain)/Loss on obligations	**0.12**	(3.99)	**0.51**	(2.26)	**(0.32)**	(0.22)
Benefits Paid	**(1.73)**	(1.80)	**(1.79)**	(1.69)	**(0.17)**	(0.11)
Benefits Transferred in	**0.11**	0.15	**-**	-	**-**	-
Benefits Transferred out	**-**	(0.15)	**-**	-	**-**	-
Liability at the end of the year	**39.30**	34.96	**36.91**	35.59	**2.81**	2.81

(iii) Changes in Fair value of Plan Assets :

(₹ in crores)

	GRATUITY		PENSION PLAN		COMPENSATED ABSENCES	
	CURRENT YEAR	PREVIOUS YEAR	CURRENT YEAR	PREVIOUS YEAR	CURRENT YEAR	PREVIOUS YEAR
Fair Value of Plan Assets at the beginning of the year	**35.14**	34.09	**-**	-	**-**	-
Adjustment to Opening Balance	**(0.22)**	0.33	**-**	-	**-**	-
Return on Plan Assets excluding amount included in interest income	**(0.81)**	0.07	**-**	-	**-**	-
Interest Income	**2.66**	2.28	**-**	-	**-**	-
Employer's Contributions	**2.05**	0.17	**1.79**	1.69	**0.16**	0.11
Benefits Paid	**(1.73)**	(1.80)	**(1.79)**	(1.69)	**(0.16)**	(0.11)
Fair Value of Plan Assets at the end of the year	**37.09**	35.14	**-**	-	**-**	-

(iv) Funded Status :

(₹ in crores)

	GRATUITY	
	AS AT 31/03/2019	AS AT 31/03/2018
Present value of funded defined benefit obligation	**39.30**	34.96
Fair value of plan assets	**(37.09)**	(35.14)
(Surplus) / Deficit of Plan assets over obligations	**2.21**	(0.18)

(v) Remeasurement of the net defined liability / (asset) :

(₹ in crores)

	GRATUITY		PENSION PLAN		COMPENSATED ABSENCES	
	CURRENT YEAR	PREVIOUS YEAR	CURRENT YEAR	PREVIOUS YEAR	CURRENT YEAR	PREVIOUS YEAR
(Gain)/Loss on obligation due to change in demographic assumptions	**0.29**	(0.06)	**-**	-	**-**	(0.01)
(Gain)/Loss on obligation due to change in financial assumptions	**0.07**	(1.66)	**-**	-	**(0.11)**	(0.03)
(Gain)/Loss on obligation due to change in experience adjustments	**(0.23)**	(2.27)	**0.51**	(2.26)	**(0.21)**	(0.18)
Total Actuarial (Gain)/Loss	**0.13**	(3.99)	**0.51**	(2.26)	**(0.32)**	(0.22)

(vi) Actual Return on Plan Assets :

(₹ in crores)

	GRATUITY	
	CURRENT YEAR	PREVIOUS YEAR
Return on Plan Assets excluding interest Income	**0.11**	0.83
Interest Income	**2.66**	2.28
Actual Return on Plan Assets	**2.77**	3.11

(vii) Amount Recognised in the Balance Sheet :

(₹ in crores)

	GRATUITY		PENSION PLAN		COMPENSATED ABSENCES	
	AS AT 31/03/2019	AS AT 31/03/2018	AS AT 31/03/2019	AS AT 31/03/2018	AS AT 31/03/2019	AS AT 31/03/2018
Liability at the end of the year	**39.30**	34.96	**36.91**	35.59	**2.81**	2.81
Fair Value of Plan Assets at the end of the year	**37.09**	35.14	**-**	-	**-**	-
Short Term Liability	**-**	-	**-**	-	**1.01**	1.30
(Asset)/Liability recognised in the Balance Sheet (net)*	**2.21**	(0.18)	**36.91**	35.59	**3.82**	4.11

* The liability of ₹ 1.63 crores towards Gratuity for the current year of the Holding company was settled during the month of March 2019.

(viii) Expenses recognised in the Statement of Profit and Loss :

(₹ in crores)

	GRATUITY		PENSION PLAN		COMPENSATED ABSENCES	
	CURRENT YEAR	PREVIOUS YEAR	CURRENT YEAR	PREVIOUS YEAR	CURRENT YEAR	PREVIOUS YEAR
Current Service Cost	**3.25**	4.02	**-**	-	**0.28**	0.97
Net Interest	**(0.24)**	(0.01)	**2.60**	2.46	**0.21**	0.13
Net Actuarial (Gain)/Loss to be recognised	**-**	-	**-**	-	**(0.32)**	(0.22)
Expenses recognised in the Statement of Profit and Loss	**3.01**	4.01	**2.60**	2.46	**0.17**	0.88

(ix) Other Comprehensive Income (OCI) :

(₹ in crores)

	GRATUITY		PENSION PLAN		COMPENSATED ABSENCES	
	CURRENT YEAR	PREVIOUS YEAR	CURRENT YEAR	PREVIOUS YEAR	CURRENT YEAR	PREVIOUS YEAR
Actuarial (Gain)/Loss recognised for the period	**0.13**	(3.99)	**0.51**	(2.26)	**-**	-
Return on Plan Assets excluding interest Income	**0.81**	(0.07)	**-**	-	**-**	-
Total Actuarial (Gain)/Loss recognised in OCI	**0.94**	(4.06)	**0.51**	(2.26)	**-**	-

(x) The fair values of the plan assets at the end of the reporting period for each category, are as follows :
(₹ in crores)

	GRATUITY	
	AS AT 31/03/2019	AS AT 31/03/2018
Public Sector Bonds	**0.30**	1.00
HDFC Group Unit Linked Plan	**36.79**	34.14
Total	**37.09**	35.14

The fair values of the above equity and debt instruments are determined based on quoted market prices in active markets.

(xi) Sensitivity Analysis :

(₹ in crores)

PRESENT VALUE OF OBLIGATIONS	DISCOUNT RATE		SALARY ESCALATION RATE	
	+1%	-1%	+1%	-1%
Gratuity	36.87	42.13	41.22	37.59
Pension	33.90	40.36	-	-
Compensated Absences	2.68	2.95	2.94	2.68

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

Furthermore, in presenting the above sensitivity analysis, the present value of the defined benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same as that applied in calculating the defined benefit obligation liability recognised in the balance sheet.
There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.

(xii) The defined benefit obligations shall mature after year ended March 31, 2019 as follows :

(₹ in crores)

PRESENT VALUE OF OBLIGATIONS	FIRST YEAR	SECOND YEAR	THIRD YEAR	FOURTH YEAR	FIFTH YEAR	SIX TO TEN YEARS
Gratuity	7.05	3.78	3.84	3.12	2.69	14.99
Pension	1.79	1.79	1.79	1.79	1.79	8.97
Compensated Absences	0.41	0.43	0.54	0.24	0.35	1.04

(xiii) General description of Defined Benefit Plans :

Gratuity Plan :

Gratuity is payable to all eligible employees of the Group on superannuation, death, permanent disablement or resignation in terms of the provisions of the Payment of Gratuity Act or as per the Group's scheme whichever is more beneficial. Benefit would be paid at the time of separation based on the last drawn basic salary.
The defined benefit plan is administered by a separate fund that is legally separated from the Group. The Group's investment strategy in respect of its funded plan is implemented within the framework of the applicable statutory requirements.

The plan exposes the Group to a number of actuarial risks such as investment risk, interest rate risk, longevity risk and salary risk.

- Investment / Interest Risk

The Group is exposed to investment/interest risk if the return on the invested fund falls below the discount rate used to arrive at present value of the benefit.

- Longevity Risk

The Group is not exposed to risk of the employees living longer as the benefit under the scheme ceases on the employee separating from the employer for any reason.

- Salary Risk

The Group is exposed to higher liability if the future salaries rise more than assumption of salary escalation.
The Group does an Asset - Liability matching study each year in which the consequences of the strategic investment policies are analysed in terms of risk and return profiles.

Retirement Benefit Scheme including Pension Plan :

Under the Group's Retirement Benefit Scheme for the Whole-time Directors, all the eligible Whole-time Directors are entitled to the benefits of the scheme only after attaining the age of 62 years, except for retirement due to physical disability or death while in office, in which case, the benefits shall start on his retirement due to such physical disability or death. The benefits are in the form of monthly pension @ 50% of his last drawn monthly salary subject to maximum of ₹ 1.25 crores p.a. (Previous Year : ₹ 1.25 crores p.a.) during his lifetime. If he predeceases the spouse, she will be paid monthly pension @ 50% of his last drawn pension during her lifetime. Benefits include reimbursement of medical expenses for self and spouse, overseas medical treatment upto ₹ 0.50 crore for self/spouse, office space including office facilities in the Group's office premises. Benefits also include use of Group's car including reimbursement of driver's salary and other related expenses during his lifetime and in the event of his demise, his spouse will be entitled to avail the said benefit during her lifetime.

Compensated Absences :

All eligible union grade employees had an option to freeze the accumulated leave balance as on June 30, 2008. Such frozen accumulated leave balance will be encashed as per the last drawn basic salary at the time of superannuation, death, permanent disablement, resignation or promotion to the non-union category.

With effect from April 1, 2012, all eligible non-union employees have an option to freeze their leave accumulation days on 30th June every year and such frozen accumulated leave balance will be encashed as per the basic salary for the month of June of the relevant year for which leave was frozen at the time of superannuation, death, permanent disablement or resignation.

For all union and non-union grade employees, maximum leave that can be carried forward is 15 days.

The leave over and above 15 days is encashed and paid to employees on June 30th of every year.

Provident Fund :

Eligible employees of the Parent Company receive benefits from a provident fund, which is a defined benefit plan. Both the eligible employee and the Parent Company make monthly contributions to the provident fund plan equal to a specified percentage of the covered employee's salary. The Parent Company contributes a portion to the Provident Fund Trust. The trust invests in specific designated instruments as permitted by Indian law. The remaining portion is contributed to the government-administered pension fund. The rate at which the annual interest is payable to the beneficiaries by the trust is being administered by the Government. The Parent Company has an obligation to make good the shortfall, if any.

The details of fund and plan asset position are as follows :

Funded Status : **(₹ in crores)**

	AS AT 31/03/2019
Present value of funded defined benefit obligation	**342.13**
Fair value of plan assets	**(340.44)**
Deficit of Plan assets over obligations	**1.69**

The plan assets have been invested in government securities, private and public sector bonds.

Assumptions used in determining the present value obligation of the interest rate guarantee :

ACTUARIAL ASSUMPTIONS	AS AT 31/03/2019
(a) Government of India (GOI) bond yield	**7.56%-7.60%**
(b) Average remaining tenure of investment portfolio (in years)	**4.93**
(c) Expected guaranteed interest rate	**8.65%**

The Parent Company contributed ₹ 5.75 crores to the Provident Fund Trust during the year ended March 31, 2019, and the same has been recognised in the Statement of Profit and Loss under the head Employee Benefits Expense.

NOTE 35 : SEGMENT REPORTING

The Group has identified two business segments as reportable segments on the basis of nature of business. The business segments comprise 1) Shipping business and 2) Offshore business.

The segments are defined as components of Group for which discrete financial information is available that is evaluated regularly by the Managing Directors of the segments in deciding how to allocate resources and assessing information.

Revenues and expenses attributable to segments are reported under each reportable segments.

Assets and liabilities that are attributable to segments are disclosed under each reportable segments.

(a) Segment reporting :

(₹ in crores)

	SHIPPING		OFFSHORE		TOTAL	
	CURRENT YEAR	PREVIOUS YEAR	CURRENT YEAR	PREVIOUS YEAR	CURRENT YEAR	PREVIOUS YEAR
Revenue :						
Total Revenue	**2920.36**	2181.60	**939.94**	990.08	**3860.30**	3171.68
Less : Inter Segment Revenue					**30.41**	31.11
Net Revenue					**3829.89**	3140.57
Results :						
Profit before Interest and Tax	**331.22**	470.33	**232.12**	63.65	**563.34**	533.98
Less : Interest	**361.64**	328.20	**159.57**	126.88	**521.21**	455.08
Total Profit/(Loss) before tax	**(30.42)**	142.13	**72.55**	(63.23)	**42.13**	78.90
Provision for Taxation :						
- Current tax	**33.16**	39.00	**54.23**	72.39	**87.39**	111.39
- MAT Credit Utilised	**(20.00)**	(32.00)	**-**	-	**(20.00)**	(32.00)
- Deferred Tax	**-**	-	**(3.81)**	210.00	**(3.81)**	210.00
Net Profit/(Loss)	**(43.58)**	135.13	**22.13**	(345.62)	**(21.45)**	(210.49)
Other Information :						
Capital Expenditure	**755.30**	466.95	**49.59**	55.04	**804.89**	521.99
Depreciation and Amortisation Expense	**509.46**	491.50	**263.19**	277.17	**772.65**	768.67
Impairment Loss	**-**	-	**9.39**	206.39	**9.39**	206.39
Interest Income	**71.01**	48.79	**25.27**	14.18	**96.28**	62.97

(₹ in crores)

	AS AT 31/03/2019	AS AT 31/03/2018
Assets		
- Shipping	**8813.47**	9017.61
- Offshore	**5556.75**	5646.24
Total	**14370.22**	14663.85
Liabilities		
- Shipping	**5277.90**	5317.73
- Offshore	**2282.65**	2418.39
Total	**7560.55**	7736.12

(b) Information concerning principal geographic areas is as follows :

(₹ in crores)

(i) REVENUE FROM OPERATIONS :	CURRENT YEAR	PREVIOUS YEAR
- Revenue from customers located outside India	**1467.19**	1127.28
- Revenue from customers located within India	**2039.05**	1868.19
	3506.24	2995.47

(ii) Substantial assets of the Group are ships/rigs, which are operating across the world, in view of which they can not be identified by any particular geographical area.

NOTE 36 : OPERATING LEASE

Operating Lease Commitments – where the Group is a lessee

The Group has taken premises and equipments on leave and license basis which is similar in substance to an operating lease. The lease has varying terms and renewal rights. The particulars of leasing arrangement are as under :

(₹ in crores)

SR. NO.	PARTICULARS	AS AT 31/03/2019	AS AT 31/03/2018
(a)	Total Future Minimum Lease payments		
	- Not later than 1 year	**8.60**	10.09
	- Later than 1 year and not later than 5 years	**5.76**	14.52
		14.36	24.61

(b) Lease payments recognised in the Statement of Profit and Loss for the year are ₹ 10.98 crores (Previous Year : ₹ 10.42 crores).

NOTE 37 : RELATED PARTY TRANSACTIONS

(I) List of Related Parties :

(a) Key Management Personnel and close members of their family in employment with the Holding Company as at March 31, 2019 :

Mr. K. M. Sheth	- Non - Executive Chairman, father of Mr. Bharat K. Sheth and Mr. Ravi K. Sheth
Mr. Bharat K. Sheth	- Deputy Chairman and Managing Director
Mr. G Shivakumar	- Executive Director and Chief Financial Officer
Mr. Tapas Icot	- Executive Director and President-Shipping
Mr. Jayesh Trivedi	- Company Secretary
Mr. Ravi K. Sheth	- Non - Executive Director of Holding Company, Executive Director of Subsidiary company
Mr. Berjis Desai	- Non - Executive Director
Mr. Cyrus Guzder	- Non - Executive Director
Mr. Farrokh Kavarana	- Non - Executive Director
Mrs. Rita Bhagwati	- Non - Executive Director
Dr. Shankar Acharya	- Non - Executive Director
Mr. Vineet Nayyar	- Non - Executive Director
Mr. Rahul R. Sheth	- Son of Mr. Ravi K. Sheth
Ms. Nirja B. Sheth	- Daughter of Mr. Bharat K. Sheth

(b) Other related parties :

Employees' Benefit Plans :
The Provident Fund of The Great Eastern Shipping Company Ltd.
The Great Eastern Shipping Co. Ltd. Employees Gratuity Fund
The Great Eastern Shipping Co. Limited Executives Superannuation Fund
The Great Eastern Shipping Co. Ltd. Floating Staff Superannuation Fund
The Great Eastern Shipping Co. Ltd. Staff Superannuation Fund
Greatship (India) Limited Employees Gratuity Trust

(II) Transactions with Related Parties :

(₹ in crores)

(A) NATURE OF TRANSACTIONS	OTHER RELATED PARTIES		KEY MANAGEMENT PERSONNEL AND THEIR CLOSE FAMILY MEMBERS	
	CURRENT YEAR	PREVIOUS YEAR	CURRENT YEAR	PREVIOUS YEAR
Contribution to post employment benefit plans (Refer Note (i) below)	**12.74**	6.87	**-**	-
Compensation to key management personnel and close members of their family				
- Salaries	**-**	-	**14.40**	11.11
- Post-employment benefits (Refer Note (ii) below)	**-**	-	**4.28**	1.41
- Sitting Fees	**-**	-	**0.67**	0.38
- Variable Pay/Commission	**-**	-	**8.06**	10.51
- Dividend	**-**	-	**23.21**	20.96

(₹ in crores)

(B) OUTSTANDING BALANCES	OTHER RELATED PARTIES		KEY MANAGEMENT PERSONNEL AND THEIR CLOSE FAMILY MEMBERS	
	AS AT 31/03/2019	AS AT 31/03/2018	AS AT 31/03/2019	AS AT 31/03/2018
Advances				
- Post employment benefit plans	**-**	0.48	**-**	-
Payables				
- Post employment benefit plans	**2.49**	-	**-**	-
- Variable pay/Commission payable	**-**	-	**8.06**	10.51
- Provision for retirement benefits	**-**	-	**35.29**	33.93

Notes :

i) Contribution to the extent of ₹ 1.33 crores (Previous Year : ₹ 1.29 crores) is included in Post-employment benefits under key management personnel and their close family members.

ii) Post-employment benefits include provision for retirement pension benefits payable ₹ 1.38 crores (Previous Year : reversal of provision of ₹ 1.35 crores) on the basis of actuarial valuation as per the Retirement Benefits Scheme approved by the Board of Directors.

NOTE 38 : CAPITAL COMMITMENTS

(₹ in crores)

PARTICULARS	AS AT 31/03/2019	AS AT 31/03/2018
Estimated amount of contracts, net of advances paid thereon, remaining to be executed on capital account and not provided for	**115.01**	330.26

NOTE 39 : CONTINGENT LIABILITIES

(₹ in crores)

SR. NO.	PARTICULARS	AS AT 31/03/2019	AS AT 31/03/2018
Claims against the Company, not acknowledged as debts :			
(a)	Sales Tax demands under BST Act, CST Act and VAT Act	**141.37**	76.75
(b)	Demand from the Office of the Collector and District Magistrate, Mumbai City and from Brihanmumbai Mahanagarpalika towards transfer charges for transfer of premises not acknowledged by the Holding Company.	**4.34**	4.34
(c)	Demand for Custom Duty disputed by the respective Companies	**21.38**	21.38
	[The Holding Company has given bank guarantees amounting to ₹ 3.63 crores (as at March 31, 2018 : ₹ 3.63 crores) against the said Custom Duty demand]		
(d)	Service Tax Demands disputed by the respective Companies	**418.38**	304.23
	Demand pertains to jurisdictional applicability on charter hire, excess utilisation of CENVAT Credit, supply of fuel/diesel by the charterers and non-payment of service tax under reverse charge mechanism on various input services received from foreign vendors. Appeals have been filed against these demand orders before the appellate authorities.		
(e)	Income Tax Demands for various Assessment Years disputed by the respective Companies	**57.67**	50.24
(f)	Demand for wharfage charges against which the Holding Company has tendered a Bank Guarantee. Stay is obtained under a Writ Petition filed against Chennai Port Trust for restraining encashment of Bank Guarantee.	**0.99**	0.99

Notes :

(i) It is not practicable for the Group to estimate the timings of cash outflows, if any, in respect of the above pending resolution of the respective proceedings as it is determinable only on receipt of judgements/decisions pending with various forums/authorities.

(ii) The Group does not expect any reimbursements in respect of the above contingent liabilities.

(iii) The Group's pending litigations comprise of claims pertaining to proceedings pending with Income Tax, Custom, Sales Tax/VAT, Service Tax and other authorities. The Group has reviewed all its pending litigations and proceedings and has adequately provided for where provisions were required and disclosed as contingent liabilities where applicable, in its financial statements. The Group does not expect the outcome of these proceedings to have a materially adverse effect on its financial results.

NOTE 40 : FINANCIAL INSTRUMENTS

A. Capital Management :

The Group's capital management is intended to create value for shareholders by facilitating the meeting of long-term and short-term goals of the Group.
The capital structure of the Group consists of net debt (borrowings as detailed in Note 18 and offset by cash and bank balances and current investments) and total equity of the Group.
The Group is not subject to any externally imposed capital requirements.
The Group's risk management committee reviews the capital structure of the Group on a regular basis considering the cyclicity of business.

The gearing ratio was as follows:

(₹ in crores)

	AS AT 31/03/2019	AS AT 31/03/2018
Debt *	**6032.15**	6253.20
Less : Cash and bank balances (other than margin money deposits and unpaid dividend account) including current investments	**(3500.35)**	(3735.49)
Net debt	**2531.80**	2517.71
Total equity	**6809.67**	6927.73
Net debt to equity ratio	**0.37**	0.36

*Debt includes redeemable non-convertible debentures and term loans from banks.

B. Financial Assets and Liabilities :
The significant accounting policies, including the criteria for recognition, the basis of measurement and the basis on which incomes and expenses are recognised, in respect of each class of financial asset, financial liability and equity instruments are disclosed in Note 1(p) to the financial statements :
The carrying value of financial instruments by categories is as follows :

(₹ in crores)

	AS AT 31/03/2019	AS AT 31/03/2018
Financial Assets :		
Measured at Amortised Cost		
- Trade Receivables	**302.98**	252.50
- Cash and Cash Equivalents	**1383.83**	878.67
- Other Bank Balances	**1538.04**	2076.20
- Other Financial Assets	**246.17**	230.40
Measured at Fair value through Profit or Loss		
- Investments in Mutual Funds	**542.12**	787.45
- Investments in Quoted Equity Shares	**11.88**	-
- Derivative Contracts	**95.94**	168.16
Measured at Fair value through OCI		
- Investments in Quoted Equity Shares	**47.39**	68.67
- Derivative Contracts	**17.09**	33.70
Total	**4185.44**	4495.75

(₹ in crores)

	AS AT 31/03/2019	AS AT 31/03/2018
Financial Liabilities :		
Measured at Amortised Cost		
- Borrowings	**5998.94**	6213.34
- Trade Payables	**319.49**	306.03
- Other Financial Liabilities	**229.20**	200.58
Measured at Fair value through Profit or Loss		
- Derivative Contracts	**651.80**	629.77
Measured at Fair value through OCI		
- Derivative Contracts	**4.61**	0.09
Total	**7204.04**	7349.81

The management considers that the carrying amounts of above financial assets and financial liabilities approximate to their fair values.

C. Fair value hierarchy :

The fair value hierarchy is based on inputs to valuation techniques that are used to measure fair value that are either observable or unobservable and consists of the following three levels :

> Level 1 - Inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities.

> Level 2 - Inputs are other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

> Level 3 - Inputs are not based on observable market data (unobservable inputs). Fair values are determined in whole or in part using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

The following table presents assets and liabilities measured at fair value and classified by the level of the following fair value measurements hierarchy :

(₹ in crores)

	AS AT 31/03/2019	AS AT 31/03/2018
Financial Assets :		
Measured at Level 2		
- Investments in Mutual Funds	**542.12**	787.45
- Investments in Quoted Equity Shares	**59.27**	68.67
- Derivative Contracts	**113.03**	201.86
Total	**714.42**	1057.98
Financial Liabilities :		
Measured at Level 2		
- Derivative Contracts	**656.41**	629.86
Total	**656.41**	629.86

Investments in Mutual Funds are valued at the net asset value of the respective units. Derivative instruments are fair valued at the discounted cash flows. Future cash flows are estimated based on forward exchange/ interest rates and contract forward/ interest rates discounted at a rate that reflects the credit risk of various counterparties.

D. Derivative financial instrument and risk management :

The Group uses foreign exchange forward contracts, options and interest rate swaps to hedge its exposure to the movements in foreign exchange rates. The use of these reduces the risk to the Group arising out of movement in exchange and interest rates. The Group does not use foreign exchange forward contracts, currency and interest rate swaps and options for trading purpose. The Group has also entered into cross currency swaps to swap its INR/ JPY borrowings into US dollars to mitigate the exchange risk arising out of foreign currency receivables. The interest rate swap component in the cross currency swap reduces the effective interest costs to the Group.

The Group also uses commodity futures contracts for hedging the exposure to bunker price risk.

(i) Derivative instruments in hedging relationship (Cash Flow Hedges) :

(a) Interest Rate Swap Contracts :

DETAILS	AS AT 31/03/2019	AS AT 31/03/2018
Total No. of contracts outstanding	**19**	16
Principal Notional Amount (USD in million)	**224.728**	235.860
Fair Value gain/(loss)- net (₹ in crores)	**11.27**	33.62
Maturity Period	**Upto 6 Years**	Upto 6 Years

(b) Forward Exchange Contracts :

DETAILS	AS AT 31/03/2019		AS AT 31/03/2018	
	PURCHASE	SALE	PURCHASE	SALE
Total No. of contracts outstanding	**6**	**-**	12	-
Foreign Currency Value (USD in million)	**16.000**	**-**	3.000	-
Fair Value gain/(loss)- net (₹ in crores)	**0.28**	**-**	-	-
Maturity Period	**Upto 1 Year**	**-**	Upto 1 Year	-

(c) Bunker Swap Contracts :

DETAILS	AS AT 31/03/2019		AS AT 31/03/2018	
	PURCHASE	SALE	PURCHASE	SALE
Total No. of contracts outstanding	**23**	**-**	-	-
No of Units in MT under above contracts	**46200**	**-**	-	-
Fair Value gain/(loss)- net (₹ in crores)	**0.95**	**-**	-	-
Maturity Period	**Upto 3 Years**	**-**	-	-

The interest rate swaps are entered to hedge interest payments from floating to fixed on borrowings. The bunker swaps are entered to hedge the bunker price risk. Fair value gains/(losses) on the interest rate swaps contracts and bunker swap contracts recognised in Cash Flow Hedging Reserve are transferred to the Statement of Profit and Loss as part of interest expense and fuel, oil and water expense on settlement. The same are included in the “Other financial assets” and “Other financial liabilities”.

Hedging loss recognised in other comprehensive income during the year is ₹ 51.30 crores (Previous Year : gain of ₹ 20.27 crores) of which loss of ₹ 29.97 crores (Previous Year : gain of ₹ 11.45 crores) has been reclassified to Statement of Profit and Loss.

(ii) Derivative instruments not in hedging relationship :

(a) Forward Exchange Option Contracts :

DETAILS	AS AT 31/03/2019		AS AT 31/03/2018	
	PURCHASE	SALE	PURCHASE	SALE
Total No. of contracts outstanding	-	2	-	1
Foreign Currency Value (USD in million)	-	8.000	-	5.000
Fair Value gain/(loss)- net (₹. in crores)	-	0.57	-	(0.01)
Maturity Period	-	Upto 1 Year	-	Upto 1 Year

(b) Forward Exchange Contracts :

DETAILS	AS AT 31/03/2019		AS AT 31/03/2018	
	PURCHASE	SALE	PURCHASE	SALE
Total No. of contracts outstanding	3	-	-	1
Foreign Currency Value (USD in million)	8.708	-	-	2.000
Fair Value gain/(loss)- net (₹ in crores)	(0.03)	-	-	0.01
Maturity Period	Upto 1 year	-	-	Upto 1 Year

(c) Interest Rate Collar Contracts :

DETAILS	AS AT 31/03/2019	AS AT 31/03/2018
Total No. of contracts outstanding	3	3
Principal Notional Amount (USD in million)	26.560	28.991
Fair Value gain/(loss)- net (₹ in crores)	(1.18)	0.65
Maturity Period	Upto 6 Years	Upto 7 Years

(d) Cross Currency Forward Exchange Contracts (USD to EUR) :

DETAILS	CURRENCY	AS AT 31/03/2019	AS AT 31/03/2018
Total No. of contracts outstanding		1	-
Foreign Currency Value (USD in million)	USD/EUR	1.132	-
Fair Value gain/(loss)- net (₹ in crores)		- *	-
Maturity Period		Upto 1 year	-

* Less than ₹ 1 Lakh

Forward exchange option contracts, forward exchange contracts and cross currency forward exchange contracts mentioned under (ii) above economically hedge the underlying exposures but hedge accounting is not opted for the same. The gains/ (losses) on such are recognised in the Statement of Profit and Loss.

Forward exchange option contracts, forward exchange contracts and cross currency forward exchange contracts were entered into to hedge existing transactions/ firm commitments denominated in foreign currency.

(iii) Currency Swap Contracts :

(a) Currency Swap Contracts (INR to USD) :

DETAILS	CURRENCY	AS AT 31/03/2019	AS AT 31/03/2018
Total No. of contracts outstanding		38	39
Principal Notional Amount (₹ in crores)	INR/USD	3160.00	3135.00
Fair Value gain/(loss)- net (₹ in crores)		(554.95)	(462.37)
Maturity Period		Upto 10 Years	Upto 10 Years

The mark-to-market loss on above mentioned currency swap contracts is recognised in the Statement of Profit and Loss.

E. Market risk :

(i) Foreign currency risk management :

The Group undertakes transactions denominated in foreign currencies; consequently, exposures to exchange rate fluctuation arise.
The Group's exposure to unhedged foreign currency is listed as under :

DETAILS	CURRENCY	AS AT 31/03/2019 (CURRENCY IN MILLIONS)	AS AT 31/03/2018 (CURRENCY IN MILLIONS)	AS AT 31/03/2019 (₹ IN CRORES)	AS AT 31/03/2018 (₹ IN CRORES)
Loan Liabilities and Payables	**AED**	**0.943**	2.784	**1.77**	4.94
	AUD	**0.145**	0.024	**0.71**	0.12
	BRL	**16.828**	21.636	**29.94**	42.32
	CAD	**0.008**	-	**0.04**	-
	CHF	**0.001**	0.002	**0.01**	0.01
	CNY	**0.144**	-	**0.15**	-
	DKK	**0.350**	1.283	**0.36**	1.39
	EUR	**1.715**	1.677	**13.32**	13.52
	GBP	**0.309**	0.288	**2.78**	2.65
	JPY	**48.288**	59.743	**3.01**	3.64
	NOK	**0.257**	0.831	**0.21**	0.69
	SAR	**0.008**	0.486	**0.01**	0.84
	SGD	**2.202**	2.406	**11.24**	11.97
	USD	**969.147**	1065.310	**6701.65**	6943.16
	ZAR	**1.965**	0.215	**1.09**	0.12
Receivables	**AED**	**-**	0.010	**-**	0.02
	AUD	**0.136**	-	**0.67**	-
	CHF	**-**	0.006	**-**	0.04
	DKK	**-**	0.042	**-**	0.05
	EUR	**0.134**	0.671	**1.04**	5.41
	GBP	**0.016**	0.002	**0.14**	0.01
	JPY	**10.619**	18.980	**1.22**	1.16
	MYR	**0.030**	-	**0.05**	-
	NOK	**-**	0.016	**-**	0.01
	SGD	**0.221**	0.313	**1.13**	1.56
	USD	**45.531**	46.076	**314.84**	300.30

DETAILS	CURRENCY	AS AT 31/03/2019 (CURRENCY IN MILLIONS)	AS AT 31/03/2018 (CURRENCY IN MILLIONS)	AS AT 31/03/2019 (₹ IN CRORES)	AS AT 31/03/2018 (₹ IN CRORES)
Bank Balances	**AED**	**0.019**	0.749	**0.04**	1.33
	EUR	**0.190**	0.211	**1.47**	1.70
	GBP	**0.086**	0.052	**0.78**	0.48
	SGD	**0.501**	0.437	**2.56**	2.18
	USD	**336.442**	357.816	**2326.50**	2332.07

Sensitivity Analysis :

A 5% strengthening / weakening of Indian Rupee against key currencies to which the Group is exposed (net of hedge), with all other variables being held constant, would have led to approximately a gain / loss of ₹ 205.80 crores (Previous Year : ₹ 218.96 crores) in the Statement of Profit and Loss.

(ii) Interest rate risk

The Group has mix of fixed and floating rate loans and generally uses Interest rate swaps as cash flow hedges of future interest payments, which have economic effect of converting the borrowings from floating to fixed interest rate loans. Under the Interest rate swaps, the Group agrees with other parties to exchange, at specified intervals, the difference between fixed contract rates and floating rate interest amounts calculated by reference to the agreed notional principal amounts.

Interest rate risk is measured by using the cash flow sensitivity for changes in variable interest rate. The borrowings of the Group are principally denominated in rupees and US dollars with a mix of fixed and floating rates of interest. The Group hedges its US dollar interest rate risk through interest rate swaps to reduce the floating interest rate risk. The Group has exposure to interest rate risk, arising principally on changes in base lending rate and LIBOR rates. The risk is managed by the Group by maintaining an appropriate mix between fixed and floating rate borrowings, and by the use of interest rate swap contracts.

The following table provides a breakup of the Group's fixed and floating rate borrowings :

(₹ in crores)

	AS AT 31/03/2019	AS AT 31/03/2018
Fixed Rate Borrowings	**3175.00**	3150.00
Floating Rate Borrowings	**2857.15**	3103.20
Total Borrowings (Gross)	**6032.15**	6253.20

Sensitivity Analysis :

The sensitivity analysis has been determined based on the exposure to interest rates for floating rate liabilities. A 0.50% decrease in interest rates would have led to approximately gain of ₹ 7.60 crores (Previous Year : ₹ 8.00 crores) in the Statement of Profit and Loss. A 0.50% increase in interest rate would have led to an equal but opposite effect.

(iii) Price risk :

The Group is mainly exposed to the price risk due to its investment in debt mutual funds. The price risk arises due to uncertainties about the future market values of these investments.

Sensitivity Analysis :

A 1% increase in prices would have led to approximately an additional gain of ₹ 4.71 crores (Previous Year : ₹ 7.54 crores) in the Statement of Profit and Loss. A 1% decrease in prices would have led to an equal but opposite effect.

(iv) Credit risk management :

Credit risk refers to the risk that a counter party will default on its contractual obligations resulting in financial loss to the Group. The major class of financial asset of the Group is trade receivables. For credit exposures to customer, management assesses the credit quality of the customer, taking into account its financial position, past experience and other factors.

As the Group does not hold any collateral, the maximum exposure to credit risk for each class of financial instruments is the carrying amount of that class of financial instruments presented on the statement of financial position.

Cash and Cash Equivalents, derivatives and mutual fund investments:

Credit risk on cash and cash equivalents is limited as the Group invests in deposits with banks with high credit ratings assigned by international and domestic credit rating agencies. Investments primarily include investments in liquid mutual funds units from reputed funds. For derivative and financial instruments, the Group attempts to limit the credit risk by only dealing with reputable banks having high credit ratings assigned by credit rating agencies.

Trade receivables :

Trade receivables consist of a large number of various types of customers, spread across geographical areas. Credit risk arising from trade receivables is managed in accordance with the Group's established policy, procedures and control relating to customer credit risk management. Ongoing credit evaluation is performed on these trade receivables and where appropriate, allowance for losses are provided.

Exposure to credit risk :

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk was ₹ 4185.44 crores as at March 31, 2019 (as at March 31, 2018 : ₹ 4495.75 crores), being the total of cash and cash equivalents, other bank balances, trade receivables, investments in mutual funds and other financial assets including derivatives instruments.

The ageing analysis of the trade receivables of the Group that are past due but not provided as doubtful debts is as follows :

(₹ in crores)

	AS AT 31/03/2019	AS AT 31/03/2018
Overdue		
- Less than 180 days	**289.63**	245.66
- More than 180 days	**13.35**	6.84
	302.98	252.50

The carrying amount of trade receivables provided as doubtful debts are as follows :

(₹ in crores)

	AS AT 31/03/2019	AS AT 31/03/2018
Overdue		
- Less than 180 days	**11.50**	5.05
- More than 180 days	**12.52**	30.53
Less: Allowance for doubtful debts	**(24.02)**	(35.58)
	-	-

(v) Liquidity risk management :

Liquidity risk may arise from inability to meet financial obligations, including loan repayments and payments for vessel acquisitions. This is dealt with by keeping low leverage, as a result of which the Group is able to borrow even in challenging markets. It is also mitigated by keeping substantial liquidity at all times, which enables the Group to capitalise on any opportunities that may arise.

The following table shows the maturity analysis of the financial liabilities based on contractually agreed undiscounted cash flows :

(₹ in crores)

	PAYABLE WITHIN 1 YEAR	PAYABLE WITHIN 2 - 5 YEARS	MORE THAN 5 YEARS	TOTAL
As at March 31, 2019				
Borrowings	1162.72	2320.80	2548.63	6032.15
Interest Commitments	354.51	1027.64	330.74	1712.89
Trade Payables	319.49	-	-	319.45
Unpaid Dividend	9.90	-	-	9.90
Interest Accrued but not due on Borrowings	171.09	-	-	171.09
Derivative Contracts	294.87	354.28	7.26	656.41
Provision for Dividend Distribution Tax	5.06	-	-	5.06
Other Financial Liabilities	43.15	-	-	43.15
	2360.79	**3702.72**	**2886.63**	**8950.15**
As at March 31, 2018				
Borrowings	861.09	2635.91	2756.20	6253.20
Interest Commitments	388.24	1013.23	371.28	1772.75
Trade Payables	306.03	-	-	306.03
Unpaid Dividend	7.67	-	-	7.67
Interest Accrued but not due on Borrowings	151.29	-	-	151.29
Derivative Contracts	117.92	511.85	0.09	629.86
Provision for Dividend Distribution Tax	4.79	-	-	4.79
Other Financial Liabilities	36.83	-	-	36.83
	1873.86	**4160.99**	**3127.57**	**9162.42**

NOTE 41 : GOVERNMENT GRANTS

The Group receives government assistance in the form of Duty Free Credit Entitlement Certificates (DFCEC) under Service Exports From India Scheme (SEIS), which are issued to eligible Indian service providers having free foreign exchange earnings. It can be utilised for duty-free imports of office and professional equipment, spares, furniture and consumables or any other items notified by the Government from time to time.

Following are the balances of DFCEC Licenses held by the Group :

(₹ in crores)

	CURRENT YEAR	PREVIOUS YEAR
Opening Balance	**14.81**	1.60
Add : Licenses received during the year	**-**	17.02
Less : Amount utilised during the year	**(11.85)**	(3.67)
Less : Amount lapsed during the year	**-**	(0.14)
Closing Balance	**2.96**	14.81

NOTE 42 : CORPORATE SOCIAL RESPONSIBILITY (CSR)

As part of its Corporate Social Responsibity, the Group has spent ₹ 11.15 crores (Previous Year : ₹ 12.08 crores) for promoting education, knowledge enhancement and other activities during the current year (Refer Note 31(l)).

NOTE 43 : REVENUE RECOGNITION

(₹ in crore)

PARTICULARS	AS AT 31/03/2019	AS AT 31/03/2018
Trade Receivables	**302.98**	252.50
Contract asset	**147.42**	127.34
Contract liability	**12.08**	26.01

	CURRENT YEAR	PREVIOUS YEAR
Revenue recognised in the reporting period included in opening contracted liability	**26.01**	24.20

Contract assets include mainly unbilled revenue. Contract liability is towards charter hire received in advance and part of the freight amount received for incomplete voyages which will be recognised as per progress of the voyage.

Applying the practical expedient as given in Ind AS 115, the Group has not disclosed the remaining performance obligation related to contracts as the original expected duration of these contracts is one year or less.

Payment terms differ for each charter party contract. In case of time charter, the amounts receivable from customers become due in advance on raising of invoice and in case of voyage charter, after expiry of credit period which on an average is a maximum of 90 days.

NOTE 44 : ASSET CLASSIFIED AS HELD FOR SALE

During the year, the Holding Company has contracted to sell its 1994 built Very Large Gas Carrier named ‘Jag Vishnu’ to be delivered in the first quarter of the financial year 2019-20.

NOTE 45 : ADDITIONAL INFORMATION AS REQUIRED BY SCHEDULE III OF THE COMPANIES ACT, 2013

As at and for the year ended March 31, 2019

NAME OF ENTERPRISE	NET ASSETS, I.E., TOTAL ASSETS MINUS TOTAL LIABILITIES		SHARE IN PROFIT OR LOSS		SHARE IN OTHER COMPREHENSIVE INCOME		SHARE IN TOTAL COMPREHENSIVE INCOME	
	AS % OF CONSOLIDATED NET ASSETS	₹ IN CRORES	AS % OF CONSOLIDATED PROFIT OR LOSS	₹ IN CRORES	AS % OF CONSOLIDATED OTHER COMPREHENSIVE INCOME	₹ IN CRORES	AS % OF CONSOLIDATED TOTAL COMPREHENSIVE INCOME	₹ IN CRORES
Parent								
The Great Eastern Shipping Co. Ltd.	74.39%	5065.72	90.77%	(19.47)	-21.13%	(7.61)	-185.99%	(27.08)
Indian Subsidiaries								
Greatship (India) Ltd.	42.51%	2895.09	36.74%	(7.88)	143.49%	51.67	300.76%	43.79
Great Eastern CSR Foundation	0.16%	10.85	1.63%	(0.35)	-	-	-2.40%	(0.35)
Foreign Subsidiaries								
The Greatship (Singapore) Pte. Ltd.	0.12%	8.17	-5.97%	1.28	0.31%	0.11	9.55%	1.39
The Great Eastern Chartering L.L.C. (FZC)	2.00%	136.32	-23.31%	5.00	-22.97%	(8.27)	-22.46%	(3.27)
	119.18%	8116.15	99.86%	(21.42)	99.70%	35.90	99.46%	14.48
Intercompany Eliminations/ Adjustments	-19.18%	(1306.48)	0.14%	(0.03)	0.30%	0.11	0.54%	0.08
Total	**100.00%**	**6809.67**	**100.00%**	**(21.45)**	**100.00%**	**36.01**	**100.00%**	**14.56**

As at and for the year ended March 31, 2018

NAME OF ENTERPRISE	NET ASSETS, I.E., TOTAL ASSETS MINUS TOTAL LIABILITIES		SHARE IN PROFIT OR LOSS		SHARE IN OTHER COMPREHENSIVE INCOME		SHARE IN TOTAL COMPREHENSIVE INCOME	
	AS % OF CONSOLIDATED NET ASSETS	₹ IN CRORES	AS % OF CONSOLIDATED PROFIT OR LOSS	₹ IN CRORES	AS % OF CONSOLIDATED OTHER COMPREHENSIVE INCOME	₹ IN CRORES	AS % OF CONSOLIDATED TOTAL COMPREHENSIVE INCOME	₹ IN CRORES
Parent								
The Great Eastern Shipping Co. Ltd.	75.43%	5225.42	-76.10%	160.19	61.95%	16.41	-95.98%	176.60
Indian Subsidiaries								
Greatship (India) Ltd.	41.16%	2851.30	178.81%	(376.38)	24.24%	6.42	201.07%	(369.96)
Great Eastern CSR Foundation	0.16%	11.20	-1.37%	2.88	-	-	-1.57%	2.88
Foreign Subsidiaries								
The Greatship (Singapore) Pte. Ltd.	0.10%	6.72	-0.33%	0.69	1.06%	0.28	-0.53%	0.97
The Great Eastern Chartering L.L.C. (FZC)	2.01%	139.57	-0.96%	2.02	12.53%	3.32	-2.90%	5.34
	118.86%	8234.21	100.05%	(210.60)	99.77%	26.43	100.09%	(184.17)
Intercompany Eliminations/ Adjustments	-18.86%	(1306.48)	-0.05%	0.11	0.23	0.06	-0.09%	0.17
Total	100.00%	6927.73	100.00%	(210.49)	100.00%	26.49	100.00%	(184.00)

THE GREAT EASTERN
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