GOA SHIPYARD LIMITED

Engineering a Stronger Maritime Future



ANNUAL REPORT 2025-26

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Scan the QR code to know more about the company



Forward Looking Statement

This report may contain forward looking statements which can be identified by specific terminology such as 'anticipates', 'believes', 'estimates', 'expects', 'intends', 'may', 'plans', 'should', 'could', 'will', or negative variations. These statements are subject to risks and opportunities beyond the Company's control, or the Company's current beliefs and assumptions about future events. The actual performance of the Company may differ from expected outcomes stated in this report. There is no guarantee that future results will be achieved as envisaged.

Engineering a Stronger

Maritime Future

As one of India’s leading defence shipyards with proven design capability, expanding infrastructure, growing export orientation, and a demonstrated commitment to technological innovation, GSL is uniquely positioned to serve as a key institutional vehicle for translating the national maritime vision into measurable outcomes.

Guided by the vision of ‘Aatmanirbhar Bharat’, GSL is driving India’s journey towards self-reliance in defence manufacturing through the indigenous design, development and integration of critical ship systems and advanced maritime technologies. Our continued investment in modern infrastructure, digital engineering and manufacturing excellence strengthens the domestic industrial ecosystem while reducing dependence on imports and enhancing national strategic capability.

From delivering mission - critical platforms for the Indian Navy and Indian Coast Guard to serving global maritime markets, GSL has established itself as a trusted partner in building sophisticated marine platforms that meet the highest standards of quality, safety and performance. As India’s maritime ambitions continue to grow, GSL remains steadfast in its mission to build future-ready naval capabilities, strengthen national security and deliver globally competitive maritime solutions that inspire confidence at sea and beyond.

Operational Metrics

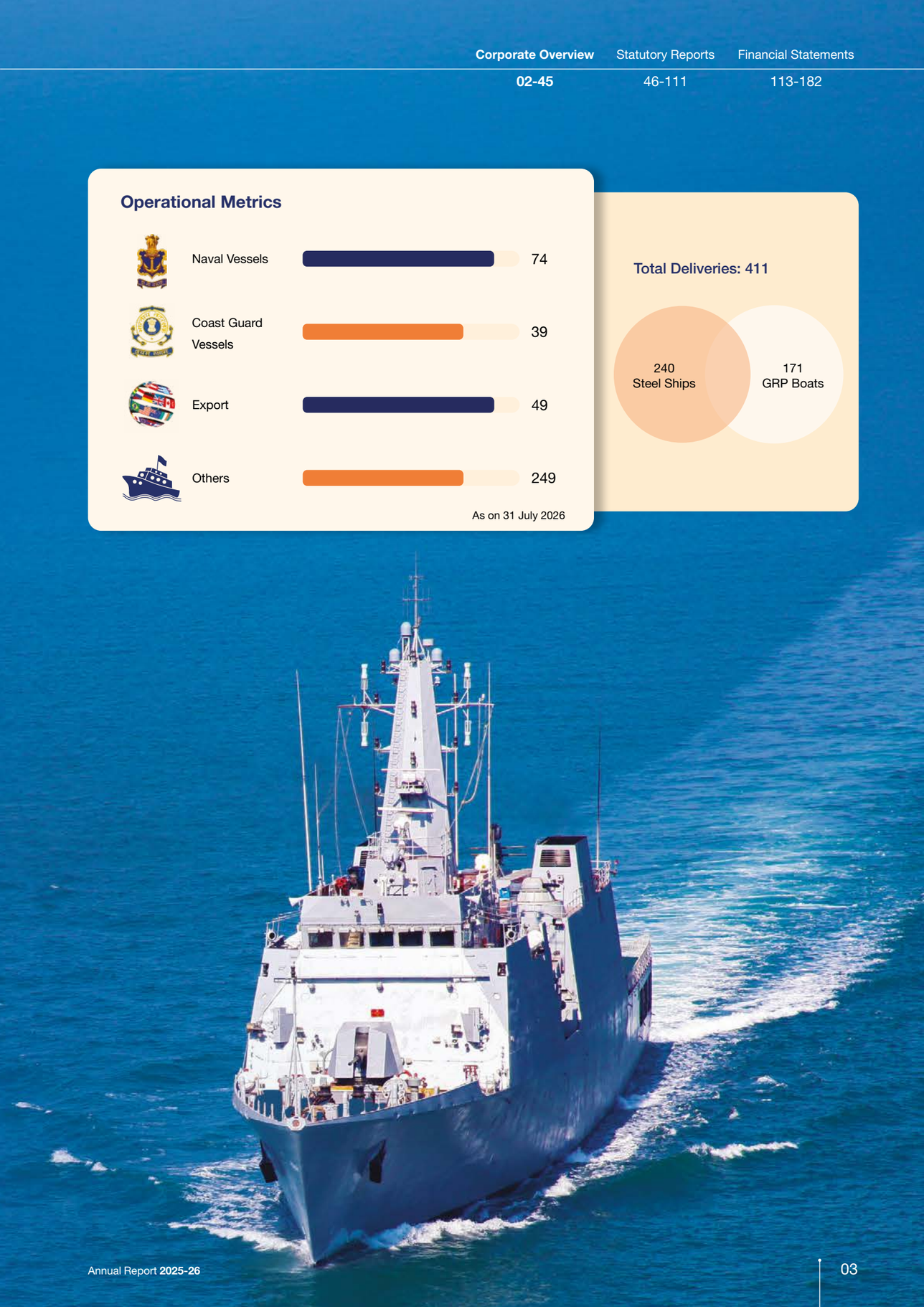
Naval Vessels	74
Coast Guard Vessels	39
Export	49
Others	249

As on 31 July 2026

Total Deliveries: 411

240 Steel Ships

171 GRP Boats



About GSL - Building Maritime Excellence

For over six decades, Goa Shipyard Limited (GSL) has been shaping India's maritime future. A premier Central Public Sector Enterprise under the Ministry of Defence, Government of India, GSL has played a meaningful role in strengthening the country's maritime capabilities through indigenous design, advanced shipbuilding practices, and a deep-rooted culture of engineering excellence.

GSL is a Miniratna Category-1 CPSE and recently accorded with Schedule 'A' status - a testament to its perseverance, sustained performance and operational excellence.

Since our inception, we have steadily evolved into a future-ready maritime company with capabilities spanning defence shipbuilding, commercial shipbuilding, ship repair and specialised engineering solutions.

Built on a legacy of precision, reliability and innovation, we have continually strengthened our technological and manufacturing capabilities to address the evolving requirements of the Indian Navy, Indian Coast Guard and the global maritime markets. Over the years, we have modernised our infrastructure to support the simultaneous construction of technologically advanced and strategically significant vessels, reinforcing our position as one of India's most agile and responsive shipyards.

Today, GSL's expanding portfolio includes next generation frigates, offshore patrol vessels, fast patrol vessels, pollution control vessels, floating dock, dredger, specialised training systems and advanced maritime solutions designed to meet diverse operational requirements.

As we navigate through a rapidly evolving global maritime landscape, our focus centres on engineering next generation platforms, driven by an absolute commitment to building a self-reliant nation.



Vision

To be a contemporary organisation in Ship Design, Construction, Ship Repairs & General Engineering Solutions.

Mission

To be a world class shipbuilding yard to meet the maritime needs of indigenous and export market by designing, building, repairing and delivering products and engg. services on time at competitive price.

Corporate Quality Policy

To design, build & repair ships and provide services at competitive price, on time meeting the requirements and achieve continual improvement for enhancing customer satisfaction.

The Principles That Guide Our Course

Corporate IMS Policy (ISO 9001 + ISO 14001 + ISO 45001)

- We shall design, build & repair ships and provide services at competitive price, on time, meeting the requirements, for enhanced customer satisfaction.
- Acquire / upgrade skills amongst GSL and contractors employees as per global standards and practices to meet or exceed quality standards.
- We shall practice, attain and maintain high standards of safety, health and environment for all employees including contractor employees.
- Conserve & sustain environment resources and material.
- Comply with statutory requirements.
- Achieve continual improvement in all above activities.

Core Values

Customer Satisfaction

We are dedicated to building a relationship with our customers where we become partners in fulfilling their mission. We strive to understand our customers' needs, undertake requisite Research and Development and deliver products and services that fulfill their requirements.

Quality, Time and Cost Consciousness

We are dedicated to deliver products and services that conform to highest standards of design, manufacture, reliability, maintainability, quality and fitness for use as mandated. We are committed to deliver our products and services on time and at economic cost.

Innovation & Creativity

We believe in innovating and being creative. We are committed to strive for improvement in every activity involved in our business with a view to achieving excellence and competitiveness.

People & Team Work

We value our people and treat each other with dignity and respect. We strive to develop and to build empowered teams. We are committed to be loyal and devoted to our organization and ensure that our organization is always worthy of trust. We believe in the highest levels of integrity and discipline.

Commitment to Society

We are committed to meet the social needs and aspirations of the society and that of future generations. We are committed to a safe and healthy environment in business operations.

Corporate Objectives

1.	To design and build warships for defence forces of the Nation, sea faring platforms for commercial sector and export to friendly foreign nations meeting project timelines and quality standards.
2.	To carry out repairs and refits of defence and commercial ships.
3.	General engineering services related to design and manufacturing of products relevant to shipbuilding and naval applications.
4.	Endeavor to expand/diversify business of the Company through concerted marketing efforts.
5.	To enhance global outreach and increase footprints through exports to friendly foreign nations by offering comprehensive solutions thereby enhancing revenue from exports.
6.	To continuously enhance production capabilities by adopting emerging technologies, improved internal processes, innovative practices and infrastructure augmentation.
7.	To strive for maximizing indigenisation in line with Govt. policies with the aim of achieving self-reliance in shipbuilding.
8.	To make sustained efforts for encouraging domestic vendors for onboarding GeM portal with a view to achieve objective of mandatory procurement.
9.	To help build up a strong industrial base through development of ancillaries.
10.	To ensure commitment towards environment protection & conservation and integrate in production processes.
11.	To formulate corporate policies on employment, promotion, reservations, workers' participation consistent with the Government's efforts in promoting social justice to the people at large. Promote use of Hindi as a medium of communication.
12.	To improve productivity by harmonious industrial relations.
13.	Promote welfare activities to raise morale of the employees and up-skill human resources through training and engaging workforce in learning and development programmes.
14.	To create conducive, clean and safe working environment.
15.	Maintain high standard of quality through strict quality assurance measures at each stage, from design to delivery process and continuously improve the production processes to ensure high efficiency of production and to increase customer satisfaction index.
16.	Make sustained efforts for self-reliance through continuous R&D on extensive basis to develop in-house viable designs for complex and weapon intensive platforms to meet customer requirements.
17.	Generation and maximization of internal financial resources for enhancing growth and maximization of the return on investment and create wealth for shareholders.
18.	Enhancement of the Company's share in total National Industrial Output.
19.	Fostering inclusive growth & development of the society and to actively participate towards maintaining ecological balance through implementation of sustainable CSR activities, projects and programmes.
20.	To support and implement various Govt. schemes & programmes issued from time to time.
21.	To promote integrity, fairness & transparency through various trainings and to root out corruption & malpractices through confidence building and awareness programmes.

Chairman's Message



Dear Shareholders,

It is my immense pleasure to share with you the Annual Report of Goa Shipyard Limited (GSL) for FY 2025-26. The year gone by has been an exceptional year for the Company marked by strong operational performance, successful project deliveries, robust financial results and the continued expansion of our capabilities.

I am delighted to share that FY 2025-26 represents not only a pivotal moment in our transformation journey, but also a proud milestone for GSL with the elevation from Schedule 'B' to Schedule 'A' CPSE status on 02 Mar 2026, a recognition of our operational capabilities and the growing role GSL plays in strengthening India's maritime capabilities. This landmark achievement is not just a tribute to our past, but a powerful reaffirmation of our purpose – "Engineering a Stronger Maritime Future".

With a diversified order book and a clear focus on operational excellence, GSL continues to contribute meaningfully to the nation's maritime growth story.

The Value of Staying the Course

Our financial performance during the year reflects the resilience of our business and the effectiveness of our strategic direction. We closed FY 2025-26 with record setting financial results as Revenue from Operations clocked at ₹3,764 crore, 32% higher compared to previous year, and the total revenue surpassed the ₹4,000 crore milestone, recording at ₹4,004 crore. GSL achieved its highest-ever Value of Production of ₹3,717 crore, an impressive surge of 33% over previous year figure of ₹2,801 crore.

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Our focused strategy yielded a substantial uptick in both operating efficiency and net profitability. EBITDA rose to ₹522 crore, as against ₹460 crore; while PAT grew to ₹331 crore, reported year-on-year growth of 15%. Driven by a strong profitability movement, the Net Worth reached an all-time high of ₹1,936 crore, reflecting our sustained long-term financial stability.

In line with these stellar results and our commitment to rewarding shareholders, the Board of Directors has recommended a final dividend of ₹8.55 per equity share being 171% of the paid-up share capital. Further, Earnings per share improved to ₹28.47, reinforcing our continuous focus on delivering strong shareholders returns.

Robust Order Book Position

We commenced the year with a dual goal of successfully delivering diverse and complex order book while concurrently building the organisational capabilities required for future growth. Our order book stood at ₹13,126 crore as on 31 Mar 2026, comprising of a contract worth ₹127 crore signed during the year for 10 Patrol Boats for the Indian Army. A major contract for the Indian Navy is in the final stages of conclusion. Upon signing, the GSL order book position will exceed ₹32,400 crore, providing a robust foundation for sustained growth and strong revenue visibility in the years ahead.

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Handing over ceremony of Schedule 'A' upgradation

Delivering on Every Front

During the year under review, GSL maintained unprecedented shipbuilding momentum and outperformed across diverse operational profiles. GSL met the stringent delivery schedules while upholding the highest standards of engineering excellence.

Our flagship project for construction of two Frigates for the Indian Navy is progressing steadily with maximising indigenization content despite geopolitical disruptions impacting global supply chains. The project reflects our steadfast commitment to India's defence manufacturing sector and advancing self-reliance in defence production.

Construction of Next Generation Offshore Patrol Vessels (NGOPVs), another prestigious program for the Indian Navy significantly progressed during the year with launching of the first vessel on 31 Mar 2026 and keel laying of fourth ship on 09 Jun 2025.

FY 2025-26 was marked by several important deliveries and completion of critical milestones for Coast Guard projects. During the year, GSL delivered the first Pollution Control Vessel (PCV) 'ICGS Samudra Pratap' to the Indian Coast Guard (ICG) on 23 Dec 2025, which was commissioned in ICG on 05 Jan 2026, thereby serving as a strategic cornerstone of the fleet. The year also witnessed the delivery of four Fast Patrol Vessels (FPVs) to the ICG in quick succession on 26 Jun 2025, 17 Sep 2025, 30 Nov 2025, and 31 Mar 2026; followed by delivery of next two vessels on 28 May 2026 and 25 Aug 2026.

Second LPG Cylinder Carrier Vessel for Lakshadweep Administration with conversion of vessel to carry POL in bulk is underway and expected to be delivered in the current fiscal year. The Company continued to provide maintenance support for GSL-built Shore Based Test Facility, Biological & Chemical Training Facility and Damage Control Simulator.

From Indian Waters to Global Markets

Our export business also gathered momentum during the year, with export turnover growing by remarkable 55% to ₹127 crore. During the year, 4,000-tonne Floating Dry Dock for the Foreign Navy was launched in Feb 2026 and keel of a 2,000M^3 Trailing Suction Hopper Dredger was laid in Apr 2025, our first project for a European client.

It gives me profound satisfaction to report the GSL's historic achievement of designing and building Fast Patrol Vessel LESPWAR, which was ceremoniously handed over to the Seychelles Coast Guard by the Hon'ble Prime Minister of India Shri Narendra Modi on 27 Jun 2026. This is a defining moment for GSL, demonstrating not only our advanced technological capabilities, but also the unwavering commitment, professional acumen and spirit of excellence. Meeting an extremely compressed timeline to ready and deliver the vessel at Seychelles is a true testament of the dedication of GSL's entire workforce.

To further strengthen our export domain, we have participated in multiple overseas exhibitions, targeted various export opportunities and engaged with ship designers in key global region.

Advancing Self-Reliance

GSL's operational philosophy is thoroughly congruent with the national mission of 'Aatmanirbhar Bharat' (Self-Reliant India) driven by the overarching vision of "Achieving Maritime Excellence". Indigenisation continues to be one of the defining strengths of GSL, as we pursue to maximise the local content across all ongoing projects. Through sustained efforts, the Company has achieved indigenous content of approximately 56% for Frigates, 76% for NGOPVs, 75% for PCVs, 60% for FPVs, and 100% for Floating Dry Dock. Furthermore, in-house development of entire design for PCV and FPV projects contributed significantly to the indigenisation effort. In addition, GSL has successfully indigenised 45 of the 49 identified critical systems and equipment, in consonance with the Ministry of Defence's Positive Indigenisation Lists.

In alignment with Government directives, GSL actively prioritises and supports procurement from MSMEs and Startups, positioning them as vital pillars of our supply chain network. During the year, the procurement from MSEs was enhanced to approx. 80% of the total procurement value allocated for MSE sectors, which reflects our commitment to integrate these agile partners into our domestic sourcing ecosystem and fostering inclusive economic growth.

Ready for the Next Generation

GSL completed infrastructure modernisation programme with an investment of approximately ₹1,400 crore, tripling the Shipyard's capabilities for larger and more complex vessels. With the implementation of modernisation plan, the yard is equipped with dedicated facilities for construction of high technology GRP hull vessels, new steel fabrication facilities for construction of new technology ships and facility for repair & refit of ships. The upgraded ecosystem features 6,000 tonne shiplift capacity, high-capacity cranes, CNC-enabled fabrication bays and automated surface treatment units.

The Shipyard has consistently upgraded and expanded its capabilities to align with global advancements in shipbuilding and strengthened indigenous production capacity. During the year, GSL has commissioned and inducted two new additional shipyard unit transporters, each of 100 tons capacity, taking the total number of transporter to four. In addition, recently installed fully automatic shot blasting machine and Industry 4.0 enabled Pro Arc CNC Plasma Cum Oxy Fuel Plate Cutting Machines have further improved product quality and optimised production process.

In alignment with national maritime objectives and to cater its future capacity requirements, GSL has formulated an ambitious expansion strategy. GSL is actively pursuing acquisition and development of industrial land in close vicinity as support facility for improving operational efficiency and throughput. Additionally, a transformational expansion beyond Goa through the establishment of a greenfield shipyard in East/ West Coast is also under active consideration. This expansion represents a major capacity augmentation initiative, enabling GSL to handle larger and more complex platforms, enhance production scale, and also addresses the existing issue of draught, length and tonnage.

Innovation That Sails with Us

Innovation and adoption of emerging technologies continue to play an increasingly important role in GSL's operating philosophy. During the year, GSL implemented the Design Model Review system, which extends the design network to the production floor, enabling real-time visualisation of 3D design models and associated documentation on large displays and allowing production teams to review, annotate, and communicate feedback directly to designers. This system has significantly improved overall efficiency in design finalization.

Our proprietary indigenous designed PCV and FPV for ICG and TSH Dredger for export demonstrates the innovation and future-ready maritime solutions. As part of various futuristic R&D projects in strategic and niche technology domains, GSL is also developing prototype Autonomous Surface Vessel and Unmanned Underwater Vessel through technical collaborations. Under the Government's iDEX initiative, an AI-based condition monitoring system for the wire ropes of shiplift system was developed by GSL, which was subsequently certified by the Indian Register of Shipping.

Fostering an Inclusive and Future-Ready Workforce

At GSL, empowering human capital is central to our long-term vision. With a strong workforce of 1,361 employees, including 148 women, GSL continues to invest deeply in skill development, equitable talent cultivation and structured growth pathways. 655 employees participated in specialised training programmes across technical, safety, financial and management domains in FY 2025-26.

We maintained harmonious industrial relations with equal focus on strengthening workplace safety through rigorous audits, training and compliance. Our commitment to diversity and inclusion is absolute, institutionalized through comprehensive welfare schemes, equal opportunity policies, an active Women Cell and stringent POSH compliance.

Our efforts for inclusive growth were recognised through several prestigious honours, including the SCOPE Eminence Award for Women Empowerment, the Golden Peacock HR Excellence Award, and the Governance Now PSU Awards for Highest Turnover Growth and CSR Leadership.

Responsible Growth and Sustainability

Corporate Social Responsibility remains integral to our purpose. This year, GSL invested ₹6.61 crore across multiple facets of community welfare including healthcare, education, sanitation, women empowerment, livelihood development, as part of CSR activities, exceeding the mandatory requirement of ₹6.32 crore under the Companies Act, 2013.

Environmental stewardship continues to guide our operations through renewable energy initiatives, water conservation, responsible waste management, tree plantation and Swachh Bharat initiatives.

Excellence in Corporate Governance

GSL remains committed to upholding the highest standards of corporate governance by continuously strengthening its governance framework. During FY 2025-26, the Company consistently complied with DPE Guidelines on Corporate Governance for CPSEs and based on self-evaluation, scored 'Excellent' rating for FY 2025-26, reflecting our sustained commitment to transparency, accountability, and ethical business conduct.

Navigating a Changing Maritime Landscape

India's shipbuilding industry is at an inflection point, with sustained demand in both defence and non-defence sectors. In the defence sector, robust growth is primarily driven by the ambitious fleet expansion and acquisition plans of the Indian Navy and the Coast Guard. Simultaneously, the non-defence segment is poised for significant expansion, catalysed by a comprehensive array of government incentives and financial schemes designed to revitalise the domestic maritime industry.

Government's strong focus on Aatmanirbharta, indigenisation, and enhanced defence manufacturing, coupled with rising defence budgets, robust domestic demand, ambitious export targets, and integration into global supply chains are creating a strong foundation for sustained growth, innovation, and investment. At GSL, we view these evolving demands as an opportunity to build on our strengths and reinforce our position as one of India's leading defence shipyards.

Forging the Future of Maritime Industry

Propelled by a robust order book and proven execution capabilities, GSL is well positioned to capitalise on the emerging opportunities in defence and commercial shipbuilding, both in India and international markets. While remaining cognizant of geopolitical uncertainties, technological advancements, regulatory changes, and evolving customer expectations, GSL continues to strengthen its core capabilities through technology adoption, digitalisation, expanding export footprint, workforce upskilling, localisation, and operational excellence. These initiatives are expected to drive sustainable growth and margin expansion.

While we take pride in our recent achievements, we remain deeply committed to continuous improvement. Moving forward, GSL remains steadfast in its pursuit of excellence with unwavering determination, and positioning itself to effectively seize the valuable opportunities that lie ahead.

Appreciation

I express my sincere gratitude to the Government of India, the Ministry of Defence, Department of Defence Production, all Central and State Government authorities, Indian Navy, Indian Coast Guard, Government of Goa, our customers, partners, suppliers, stakeholders and all associated organisations for their continued trust and support.

I would like to convey my sincere appreciation to my colleagues on Board of Directors for providing astute leadership and insightful guidance. I also place on record my heartfelt appreciation to our employees, officers, workers, and CISF contingent whose unflinching dedication and commitment made this landmark year possible, notable one being GSL's elevation to Schedule 'A' status.

Together, we remain committed to steering Goa Shipyard Limited towards even greater achievements in the years ahead.

Jai Hind

Warm regards,

Brajesh Kumar Upadhyay
Chairman & Managing Director
DIN: 08852107

The Pinnacle of Excellence

Honoring our commitment to Gender Inclusivity and Women Empowerment



The Hon'ble President of India Smt Droupadi Murmu conferred the prestigious "SCOPE Eminence Award in the category of Women Empowerment for the year 2022-23" to GSL. CMD received the honour from Hon'ble President marking a proud moment for GSL's commitment to fostering gender inclusivity & empowering women in the workplace.

Strategic Export: Strengthening International Partnership

- Goa Shipyard Limited (GSL) has proudly handed over the indigenously designed Fast Patrol Vessel LESPWAR to the Seychelles Coast Guard, fortifying its position as a major exporter of defence platforms.
- Delivered ahead of an extremely compressed timeline, the vessel was ceremoniously commissioned by Hon'ble Prime Minister Shri Narendra Modi on 27 Jun 2026.
- This milestone highlights GSL's cutting-edge shipbuilding capabilities and India's steadfast commitment to strengthening maritime security with regional partners.





Driving National Vision through Strategy Connect

The high-level engagements reflect our pivotal role as a trusted partner in national security and regional development. Guided by visionary leadership, we remain dedicated to forging strong alliances that advance technological excellence and national progress.



Receiving guidance on strategic defence initiatives and national security contributions from the Hon'ble Raksha Mantri, Shri Rajnath Singh



Hon'ble Chief Minister of Goa, Dr. Pramod Sawant gracing the momentous occasion of maiden commissioning of ICGS Samudra Pratap



CMD, GSL in discussion with the Hon'ble Governor of Goa, Shri Pusapati Ashok Gajapathi Raju on socio-economic impact and community welfare



High-level interaction with Chief of the Naval Staff Admiral Krishna Swaminathan, PVSM, AVSM, VSM towards forging partnership for building advanced warships for the Indian Navy

Operational Achievements





Commissioning of 1st PCV ICGS Samudra Pratap in presence of Hon'ble Raksha Mantri Shri Rajnath Singh and Dr. Pramod Sawant, Hon'ble Chief Minister of Goa on 05 Jan 2026



Handing over of 1st PCV ICGS Samudra Pratap on 23 Dec 2025



Launching of 1st NGOPV INS Shachi on 31 Mar 2026



Handing over of 2nd FPV ICGS Akshar on 17 Sep 2025



Handing over of 3rd FPV ICGS Amulya on 30 Nov 2025



Handing over of 4th FPV ICGS Akshay on 28 May 2026



Handing over of 5th FPV ICGS Achal on 31 Mar 2026



Launching of 7th and 8th FPV ICGS Ajit & Aparajit on 24 Oct 2025



Launching of Floating Dry Dock for Foreign Navy in Feb 2026

Our Voyage Through the Years

From a modest beginning to becoming one of India's premier defence shipyards, our journey has been shaped by steady progress, evolving capabilities and a strong commitment to the nation's maritime needs. Each decade reflects a new phase of growth, innovation and readiness for the future.

Prior to 1970

Built early operational expertise through the construction of small barges for regional maritime applications.

- Small Barges

1970's

Expanded into utility and industrial platforms, marking GSL's transition towards more structured shipbuilding operations.

- Ore Barges
- Landing Craft Utilities (Mk II)

1980's

Strengthened defence-oriented capabilities through specialised naval support and survey vessels for strategic maritime operations.

- Landing Craft Utilities (Mk III)
- Torpedo Recovery Vessels
- Seaward Defence Boats
- Survey Vessels
- Tugs

1990's

Entered the advanced shipbuilding segment with offshore patrol vessels and integrated shore-based defence infrastructure.

- Offshore Patrol Vessels (OPVs) & Advanced OPVs
- Missile Boats (1241 REs)
- Survey Vessels
- Sail Training Ships



2000-2010

Diversified into fast attack crafts, simulators, interceptor boats and naval training infrastructure.

- Fast Patrol Vessels (FPVs)
- Fast Attack Crafts (FACs)
- Damage Control Simulators (DCS)
- Interceptor Boats
- Survival at Sea Training Facility

2010-2020

Expanded global and defence presence through export vessels, naval OPVs and integrated shore-based defence infrastructure.

- Naval OPVs
- OPVs for Coast Guard
- OPVs for Sri Lanka
- FACs and Boats for Mauritius
- Shore-Based Test Facility
- Barges

2020 – Present

Evolved into a future-ready shipyard delivering advanced warships, next-generation platforms and innovation-led maritime solutions.

- Advanced Frigates
- Next Generation Corvettes
- Next Generation OPVs
- AOPVs
- DCS
- Pollution Control Vessels
- Nuclear, Biological & Chemical Training Facility
- FPVs
- Tugs
- LPG Cylinder Carrier
- Specialized Patrol Boats
- Floating Dry Dock
- Dredger

FY 26 at a Glance- a year of record-setting performance

₹13,126 crore
Order Book Strength

₹4,004 crore
Total Revenue

₹3,717 crore
Value of Production

₹522 crore
EBITDA

₹331 crore
PAT

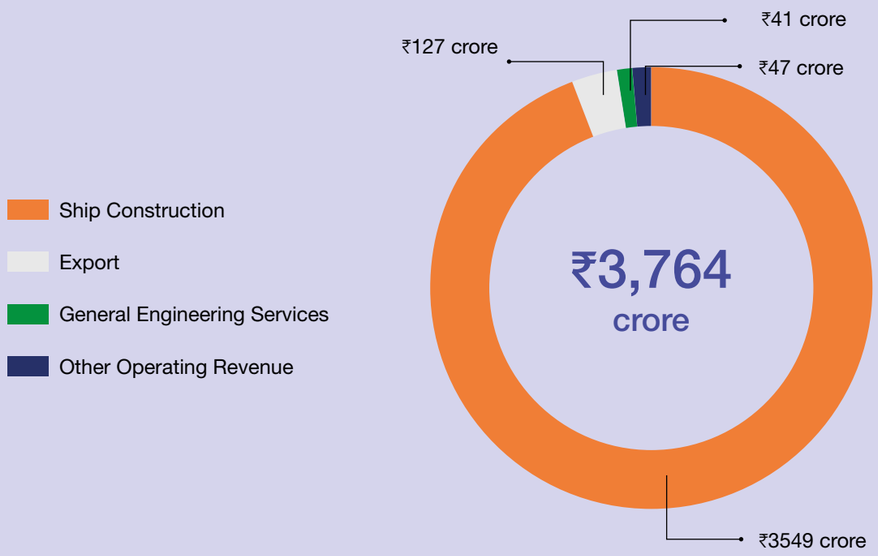
18.64%
RONW

₹1,936 crore
Net Worth

₹8.55
Dividend Per Share

₹28.47
Earnings Per Share

Revenue from Operations



Milestones That Shaped the Year

Upgradation to Schedule 'A'

GSL elevated to Schedule 'A' CPSE status with effect from 02 March 2026.

Deliveries

- Delivered the 1st Pollution Control Vessel (PCV) to the Indian Coast Guard (ICG) on 23 December 2025.
- Delivered four Fast Patrol Vessels (FPVs) to the ICG in quick succession on 06 June 2025, 17 September 2025, 30 November 2025 and 31 March 2026 respectively.

Launching

- The 1st Next Generation Offshore Patrol Vessel (NGOPV) for the Indian Navy was launched on 31 March 2026.
- 2nd PCV for the ICG was launched on 23 July 2025.
- Four FPVs were launched during the year.
- 4000T Floating Dry Dock for Foreign Navy was launched in February 2026.

Keel laying

- The keel laying of the 4th NGOPV was carried out on 09 June 2025.
- Keel for 2000m3 Trailing Suction Hopper Dredger was laid in April 2025.

Business Overview- Our Maritime Ecosystem

Over the decades, we have evolved into a technologically advanced maritime company delivering sophisticated and strategically significant defence and commercial platforms. Our capabilities spanning the design, construction, repair and re-engineering of ships, along with the development of maritime infrastructure.

Backed by strong in-house design capabilities, modern manufacturing infrastructure, digital engineering systems and a highly skilled and experienced workforce, we continue to contribute towards strengthening India's maritime capabilities while expanding our presence in global markets. Our diversified business portfolio enables us to address the evolving requirements of the Indian Navy, Indian Coast Guard, friendly foreign countries and commercial customers.



Defence Shipbuilding

We have defence shipbuilding as our primary business and are engaged in the design and construction of advanced naval and coast guard vessels equipped with high-end combat systems, surveillance sensors and mission-critical capabilities.

Our portfolio includes frigates, offshore patrol vessels, fast patrol vessels, missile crafts, corvettes, pollution control vessels, interceptor boats, survey vessels and special defence vessels. Several of these platforms have been indigenously designed and developed, reinforcing the vision of 'Aatmanirbhar Bharat' while contributing to the growth of India's defence manufacturing ecosystem.

We have continued to demonstrate strong programme management capabilities, timely execution and operational responsiveness while handling multiple projects concurrently.

Our offerings include:

- Missile Frigates
- Next Generation Corvettes
- Next Generation Offshore Patrol Vessels
- Advanced Offshore Patrol Vessels
- Naval Offshore Patrol Vessels
- Pollution Control Vessels
- Fast Patrol Vessels
- Missile Crafts
- Fast Attack Crafts
- Hydrographic Survey Vessels
- Torpedo Recovery Vessels
- Coast Guard Vessels



Frigate



Offshore Patrol Vessel

Commercial Shipbuilding

Through our engineering expertise and modern infrastructure, we have steadily strengthened our presence in commercial shipbuilding. We undertake the design and construction of specialised vessels catering to domestic and international maritime requirements.

Our commercial portfolio includes:

- Dredgers
- Floating Docks
- LPG Cylinder Carriers
- Tugs
- Ferry Ships
- Utility Crafts
- Specialised Marine Platforms

International orders and engagements continue to reflect our growing credibility as a trusted global shipbuilding partner.



Fuel Barge



LPG Cylinder Carrier



Floating Dry Dock

Ship Repair and Refit

We provide comprehensive lifecycle support, modernisation, refit and repair services for defence and commercial vessels. Our ship repair capabilities are designed to support fleet readiness, operational efficiency, and service life enhancement across varied maritime environments.

The ship repair market continues to present strong long-term growth opportunities, driven by rising global demand for ship maintenance, retrofitting and regulatory upgrades.

General Engineering Services

Alongside shipbuilding, we have developed specialised engineering capabilities focused on advanced maritime and defence infrastructure solutions. Our General Engineering Services (GES) division is engaged in the development of simulators, training systems, shore-based facilities and mission-support infrastructure for strategic defence applications.

Portfolio – Built for Diverse Operations

- Damage Control Simulators
- Nuclear, Biological & Chemical Training Facilities
- Survival at Sea Training Facilities
- Shore-Based Test Infrastructure designed for strategic customers.



Survival at Sea Training Facility



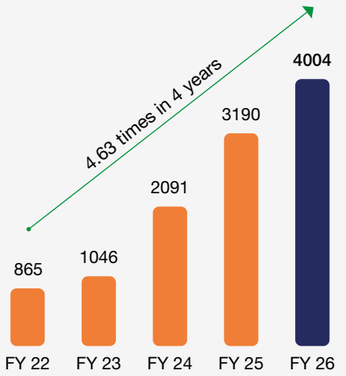
Shore Based Test Facility



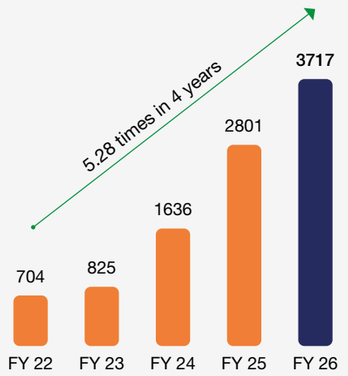
Autonomous Fast Interceptor Boat

Financial Highlights – Building Value Across the Year

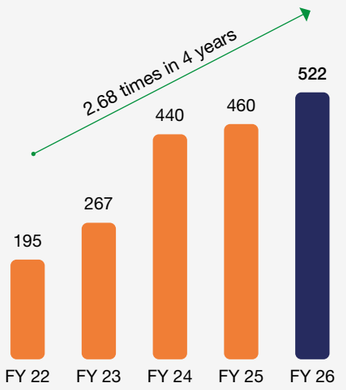
Gross Revenue (₹ in crore)



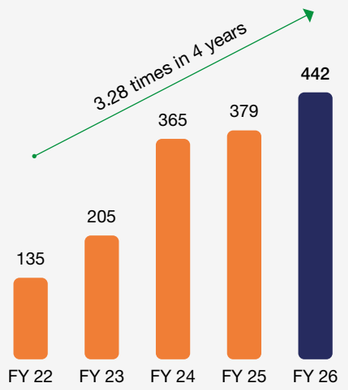
Value of Production (₹ in crore)



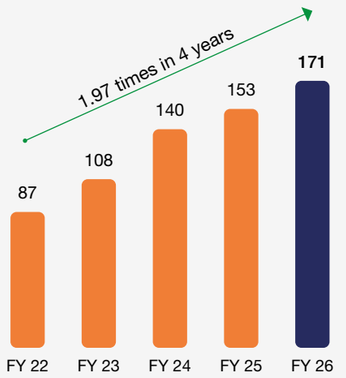
Gross Margin (EBITDA) (₹ in crore)



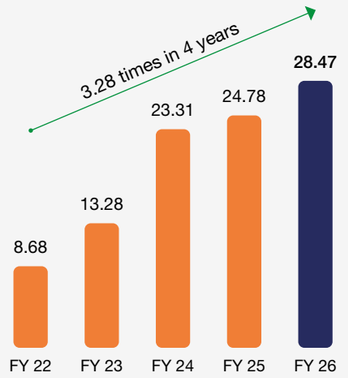
Profit Before Tax (PBT) (₹ in crore)



Percentage of Dividend (in %)



Earnings Per Share (in ₹)



Ten Years at a Glance

(₹ in Lakhs)

Sl. No.	Financial Results	2025-26	2024-25	2023-24	2022-23	2021-22	2020-21	2019-20	2018-19	2017-18	2016-17
		1	2	3	4	5	6	7	8	9	10
A	**OPERATING RESULTS**										
1	Gross Revenue	4,00,441	3,19,011	2,09,084	1,04,580	86,475	97,876	1,07,176	98,629	1,45,246	1,10,236
2	Value of Production	3,71,669	2,80,085	1,63,571	82,497	70,370	82,739	90,294	84,780	1,34,267	1,03,020
3	Revenue from Operations	3,76,430	2,85,060	1,75,256	86,943	74,035	86,049	93,127	90,561	1,37,343	1,05,545
4	Profit Before Tax and Exceptional Items	44,228	37,864	36,463	20,501	13,907	20,007	26,492	21,047	33,054	17,745
5	Exceptional Items	-	-	-	-	364	2,775	-	-	-	-
6	Profit Before Tax	44,228	37,864	36,463	20,501	13,543	17,232	26,492	21,047	33,054	17,745
7	Provision for Tax	11,084	9,021	9,332	5,047	3,434	4,441	6,714	7,895	11,321	6,005
8	Profit After Tax	33,145	28,844	27,132	15,454	10,109	12,791	19,777	13,152	21,733	11,740
9	Gross Margin (EBITDA)	52,240	46,002	43,992	26,733	19,534	25,046	33,034	25,915	37,394	21,619
10	Gross Profit (EBIT)	44,287	37,919	36,502	20,548	13,569	17,259	28,281	21,417	33,133	17,924
11	Value Added	72,051	43,884	33,508	35,502	31,643	52,064	51,812	42,625	63,734	40,359
B	**FINANCIAL POSITION**										
1	Equity Share Capital	5,820	5,820	5,820	5,820	5,820	5,820	5,820	5,820	5,820	5,820
2	Reserve & Surplus	1,87,836	1,56,238	1,37,969	1,18,866	1,09,063	1,04,048	96,747	85,412	85,090	75,440
3	Borrowings	-	-	-	-	-	-	-	-	-	-
4	Property, Plant and Equipment (Gross Block)	1,67,335	1,62,455	1,60,775	1,47,262	1,19,359	1,13,112	1,07,536	90,580	88,780	86,741
5	Property, Plant and Equipment (Net Block)	94,413	97,241	1,03,428	97,266	75,421	74,658	74,265	61,969	64,429	65,650
6	Capital Work-in-Progress	1,113	1,312	485	11,036	33,261	28,772	23,680	26,371	17,221	7,403
7	Capital Employed	1,93,656	1,62,058	1,43,789	1,24,686	1,14,883	1,09,868	1,02,567	91,232	90,910	81,261
8	Net Worth	1,93,613	1,62,015	1,43,746	1,24,643	1,14,840	1,09,826	1,02,524	91,190	90,867	81,218
C	**RATIOS & OTHER FINANCIAL INFORMATION**										
1	Profit After Tax : Net Worth	17.12	17.80	18.87	12.40	8.80	11.65	19.29	14.42	23.92	14.46
2	Gross Margin (%)	13.05	14.42	21.04	25.56	22.59	25.59	30.82	26.28	25.75	19.61
3	Return on Average Net Worth (RONW) (%)	18.64	18.87	20.22	12.91	9.00	12.05	20.42	14.45	25.26	15.67
4	Return on Average Capital Employed (ROCE) (%)	24.90	24.80	27.19	17.15	12.07	16.25	29.19	23.52	38.49	23.91
5	Earnings per Share (EPS) (₹)	28.47	24.78	23.31	13.28	8.68	10.99	16.99	11.30	18.67	10.09
6	Book Value per Share (₹)	166.33	139.18	123.49	107.08	98.66	94.35	88.08	78.34	78.06	69.77
7	Face Value per Share (Fully paid up) (₹)	5.00	5.00	5.00	5.00	5.00	5.00	5.00	5.00	5.00	5.00
8	Dividend per Share (%)	171	153	140	108	87	95	110	80	215	70
9	Dividend Payout (₹ in lakh)	9,952	8,905	8,148	6,286	5,064	5,529	6,402	4,656	12,513	4,074
10	Value Added per Employee (₹ in lakh)	52.94	31.66	24.21	27.80	24.59	37.48	35.20	26.57	38.79	24.39
11	Number of Employees	1361	1386	1384	1277	1287	1389	1472	1604	1643	1655

Building in Step with National Vision

At Goa Shipyard Limited, our growth strategy remains closely aligned with the Government of India's vision of Aatmanirbhar Bharat, maritime modernisation, and indigenous defence manufacturing. Through continuous investments in infrastructure, technology, innovation, and capability enhancement, we continue to strengthen our role as a strategic contributor to India's maritime and defence ecosystem.

Driven by the Ministry of Defence's indigenisation initiatives, we are steadily enhancing indigenous content across our shipbuilding programmes. As of FY26, we have successfully indigenised 45 out of 49 identified critical systems and equipment, significantly reducing import dependence while strengthening domestic manufacturing capabilities.

Our ongoing projects reflect strong indigenous participation, with planned indigenisation levels of:

56%
in Advanced Stealth Frigates

76%
in Next Generation Offshore Patrol Vessels

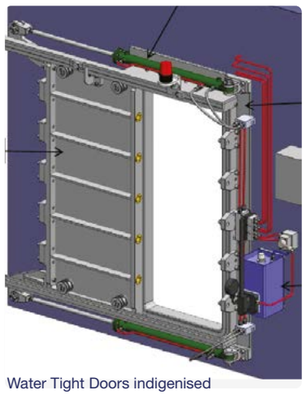
60%
in Fast Patrol Vessels

75%
in Pollution Control Vessels

100%
in Floating Dry Dock projects



ICCP System indigenised for PCV Project



Water Tight Doors indigenised for Coast Guard Vessels

We continue to support Government initiatives such as the SRIJAN portal, GeM, MSME Sambandh, MSME Samadhaan, and iDEX, while strengthening collaboration with MSMEs, startups, academia, and technology partners to accelerate innovation and localisation.

Aligned with Maritime India Vision 2030 and Maritime AmritKaal Vision 2047, we are also investing in advanced digital engineering, AI-enabled manufacturing, autonomous platforms, green maritime technologies, and export-oriented shipbuilding solutions to support India's emergence as a globally competitive maritime nation.

Through our continued focus on indigenisation, technological advancement, and operational excellence, we remain committed to contributing towards India's long-term strategic, industrial, and maritime ambitions.

Quality Built into Every Stage

In Goa Shipyard Limited, quality assurance is embedded across every phase of our shipbuilding life cycle, from design and engineering through to fabrication, outfitting, testing and final delivery.

As a strategic defence shipyard delivering technologically advanced and weapon-intensive platforms, we adhere to rigorous quality systems and processes benchmarked against international best practices to ensure reliability, safety, operational excellence and customer confidence.

A culture of precision engineering, process discipline and continuous improvement forms the foundation of our quality framework, enabling us to consistently deliver platforms that meet the exacting standards of the Navy, regulatory authorities and customers alike.

Our integrated management systems for Quality Management (ISO 9001-2015), Environmental Management (ISO 14001-2015) and Occupational Health & Safety Management (ISO 45001-2018) are certified under:





Engineering Through Advanced Infrastructure

We have continuously modernised our infrastructure, integrated advanced technologies and strengthened manufacturing capabilities at Goa Shipyard Limited to create one of India's most advanced shipbuilding and repair ecosystems.

Our infrastructure is designed to meet the evolving requirements of modern naval and commercial shipbuilding, enabling us to simultaneously build, outfit, repair and deliver technologically advanced and weapon-intensive platforms.

Our investments in major infrastructure augmentation programmes have significantly enhanced our operational scale and capabilities. Modernisation Augmentation programme has strengthened our ability to build larger, more complex and next-generation vessels while improving productivity, precision engineering and execution efficiency.

Successfully completed modernisation programme with an investment of approximately **₹1,400** crores, tripling the Shipyard's capabilities for larger and more complex vessels.

Integrated Ship Building Infrastructure

Advanced Shiplift System

We operate the first shiplift system installed at an Indian Defence Public Sector Shipyard, with a lifting capacity of 6000 tonnes.



Heavy Engineering and Material Handling

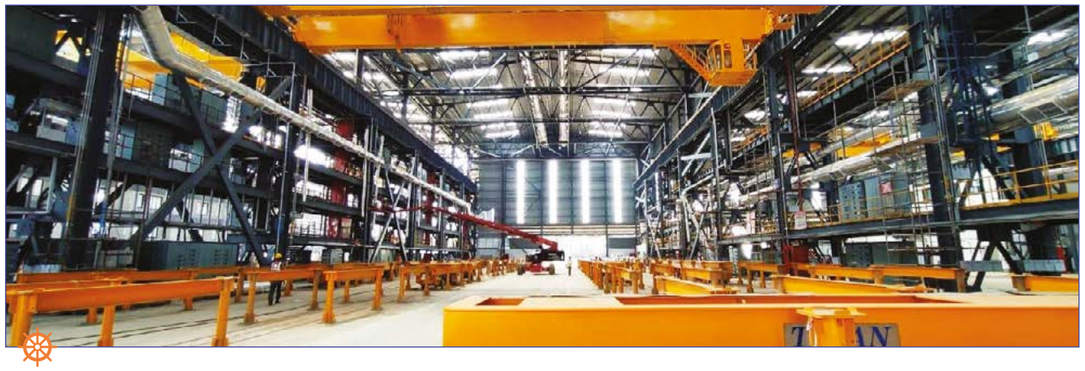
We operate two Shipyard Unit Transporters for moving large ship blocks and heavy modular units across the yard, each with a lifting capacity of 100 tonnes. During FY26, we added two more transporters, further enhancing operational flexibility and enabling simultaneous execution of multiple projects.



100 Ton Transporters

Block Assembly Workshop

The facility comprises of various sub shops like minor assembly, sub-assembly, flat & curved panel line, module assembly & post paint assembly shop.



Block Assembly Workshop



GRP Workshop

FRP/GRP Manufacturing Excellence

We have developed dedicated facilities for the production of high-tech Fibre Reinforced Plastic (FRP) and Glass Reinforced Plastic (GRP) boats, while continuing to strengthen our expertise in specialised lightweight platforms.

Our specialised FRP construction line enables the simultaneous construction of up to 6 vessels from 70-80m in length at various stages of construction.

Smart Manufacturing Ecosystem

Ship Transfer and Assembly Facilities

Our ship transfer area spans over 17,000 sq. meters, and includes eight dry berths, enabling simultaneous shipbuilding activities. The facility also houses two Ship Assembly Workshops equipped with 80-tonne overhead cranes for heavy fabrication and modular integration.



160T Cranes at Construction Berth - Ship Assembly Workshop

Steel and Aluminium Fabrication Capabilities

Our steel preparation plants are equipped with state-of-the-art digital shipbuilding technologies and CNC-based manufacturing lines.



CNC Plasma Cutting Machine

With advanced AVEVA shipbuilding software, we integrate design, production planning and manufacturing processes to enhance execution accuracy and operational efficiency.

Power and Digital Infrastructure

Our digitally integrated infrastructure supports operational reliability, energy efficiency and uninterrupted execution across manufacturing operations.



Shot Blasting and Priming Plant

We possess the capability to concurrently construct and repair 14 ships (Steel/ Aluminium) up to 135 m length, 25 m beam, 5.5 m draft, and max light ship displacement up to 6,000 tonnes.



600T Shipyard Roll Press



CNC Pipe Bending Machine

Driving Innovation Through Research and Development

Innovation and indigenous technology development continue to remain central to our growth strategy and long-term vision at Goa Shipyard Limited. Our expertise in design, engineering infrastructure and dedicated R&D capabilities enables us to develop advanced maritime platforms and specialised solutions that address the evolving needs of both defence and commercial maritime markets.

Our government-recognised R&D unit remains at the forefront of promoting indigenous design, advanced engineering, digitalisation, and future-ready technologies, while contributing towards strengthening the nation's shipbuilding capabilities and self-reliance. Continuous investments in technology, partnerships and product development are helping us expand our capabilities in autonomous systems, AI-powered operations, advanced simulation technologies and green maritime solutions.

Advanced Indigenous Design Excellence

We possess strong in-house design capabilities to develop customised platforms for defence and commercial applications based on customer requirements. Our ongoing and future development programmes are driven by proprietary designs, further strengthening our technological independence and engineering capabilities.

Key Indigenous Platforms and Solutions

- Pollution Control Vessels
- Fast Patrol Vessels
- Next Generation Maritime Platforms
- Suction Hopper Dredgers for Export Markets
- Autonomous Surface Vessels
- Autonomous Fast Interceptor Boats

Technology Driven R&D Infrastructure

We have greatly enhanced our design and engineering capabilities through advanced digital shipbuilding infrastructure including:

Key Design Software Support

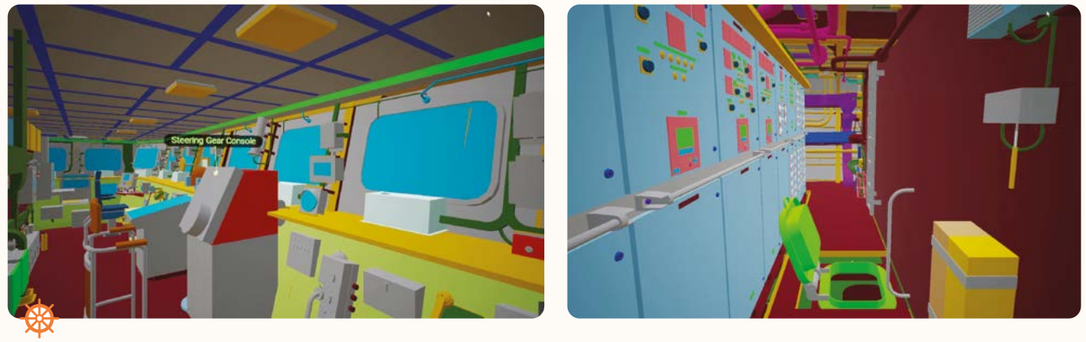
- AVEVA Marine software
- FORAN ship design systems
- Integrated CAD/CAM environment
- Virtual Reality Centre for 3D stereoscopic warship visualisation

Innovation Beyond Shipbuilding

Our capabilities extend beyond shipbuilding into specialised defence training and simulation infrastructure. We have successfully developed:

Key Indigenous Engineering Solutions

- Nuclear, Biological & Chemical Training Facility
- Damage Control Simulators
- Survival at Sea Training Facility
- Shore-Based Test Facility



Virtual Reality Model of Bridge and Main Switch Board

It remains a matter of immense pride for us that all four Damage Control Simulators currently deployed with the Indian Navy have been designed and constructed by Goa Shipyard Limited.



Completely in-house designed PCV

Expanding Horizons Through Strategic Growth and Global Engagement

In line with the vision of the Government of India to achieve defence exports of ₹50,000 crore by FY 2029, we further strengthened India's defence diplomacy by securing our first European commercial shipbuilding contract. We also made significant progress on the Floating Dry Dock project for the Foreign Navy.



Visit of Hon'ble Raksha Mantri, Shri Rajnath Singh at GSL stall - Samudra Utkarsh

Building upon its strong indigenous design capabilities, the Shipyard has actively promoted its proven vessel platforms in domestic and strategically important international markets. GSL is focusing on high-growth market segments, including Offshore Supply Vessels, Multi-Purpose Vessels, Fully Electric Tugs, Hybrid Trailing Suction Hopper Dredgers and other specialised maritime platforms.

To expand its global outreach, GSL has intensified its engagement with international stakeholders through diplomatic channels. GSL continues to enhance its international brand presence by participating in leading maritime and defence exhibitions across the world. These engagements have strengthened bilateral relationships, enhanced GSL's international visibility, and created new avenues for strategic cooperation in defence and commercial shipbuilding.

The Shipyard showcased its capabilities at prominent events, including LAAD Defence & Security 2025, Brazil; DEFEA, Greece; Nor-Shipping 2025, Norway; Europort 2025; CII Shipbuilding Conference, India; and India International Trade Fair (IITF) 2025. Our participation in these leading global forums further expanded our international presence, strengthened business networks and reinforced our position as a credible global partner in shipbuilding and marine technology.



India-Kenya Defence Industry Exhibition



Europort-2025, Netherlands



Nor-Shipping 2025, Norway

Creating Impact Beyond Shipbuilding

At Goa Shipyard Limited, sustainable growth remains deeply connected to our values, with a strong focus on inclusive development and meaningful community engagement. We remain committed to contributing towards the well-being of the communities we serve and supporting the nation's broader development agenda through our CSR initiatives. Our focused interventions across healthcare, education, skill development, civic infrastructure, livelihood generation and social welfare continue to create value beyond business operations.

During FY 2025-26, we undertook a wide range of community-based initiatives aimed at improving the quality of life, strengthening social infrastructure and enhancing access to equal opportunities, inclusiveness, sustainability, empowerment and community participation continue to form the foundation of our CSR approach.

₹6.61 Crore

CSR Expenditure

Supporting Livelihoods and Animal Welfare

As part of our commitment towards sustainable livelihoods and the preservation of local heritage, we supported traditional community crafts and encouraged greater participation of local communities in economic activities. We also contributed towards animal welfare and community infrastructure development, reflecting our broader approach towards inclusive social development.



Building Sustainable Social Impact

We view CSR as a responsibility that goes beyond compliance, with a continued focus on creating meaningful and sustainable social impact. Through our initiatives, we remain committed to building resilient and empowered communities, strengthening community partnerships and supporting local development priorities.

Going forward, we will continue to pursue inclusive growth through responsible corporate citizenship while aligning our CSR initiatives with national priorities and evolving societal needs.



Empowering Through Education and Skills

We believe education and skill development are powerful enablers of socio-economic progress. During the year, we continued to invest in apprenticeship programmes to help create an industry-ready workforce.

Our interventions also focused on strengthening educational infrastructure through the provision of smart learning systems, digital tools, school infrastructure support, transport assistance and institutional development programmes. In addition, we continued to promote digital literacy and awareness across rural and tribal communities as part of our efforts to support inclusive and technology-driven learning.





Strengthening Community Health and Well-Being

Throughout the year, our focus remained on healthcare and community welfare. We supported healthcare institutions in procuring essential medical equipment and strengthening healthcare infrastructure. We also extended treatment assistance to economically weaker patients and contributed towards improving access to quality healthcare services.

As part of our efforts towards sanitation and civic health, we undertook initiatives focused on improving public sanitation infrastructure, promoting cleanliness drives, enhancing public utility spaces and strengthening community services. We also extended nutritional support to orphaned and underprivileged children as part of our broader commitment towards community welfare and social care.





Board of Directors

As on 31 Jul 2026

Chairman and Managing Director



Shri Brajesh Kumar Upadhyay
Chairman and Managing Director
DIN: 08852107

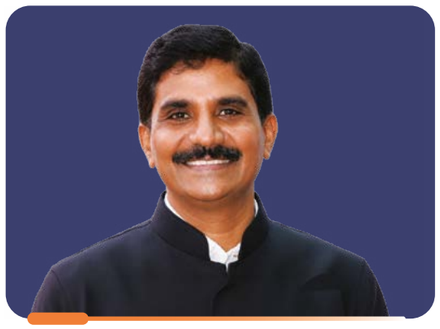
Shri Brajesh Kumar Upadhyay assumed the charge as Chairman & Managing Director (CMD) of the Company on 10 Jul 2022. He holds a B.E. degree in Electrical Engineering and is a Fellow member of the Institute of Engineers, Kolkata and the Institute of Electronic & Telecommunication Engineers, New Delhi. Before assuming the role of CMD, he served as Director (Operations) of GSL, where he was responsible for the successful execution of shipbuilding projects.

Having joined GSL in 1991 as a Graduate Engineer Trainee, he has built a distinguished career spanning more than three decades, during which he held numerous key appointments across both functional and operational domains of the organisation. He has made significant contributions across ship construction, diversification, indigenisation, corporate planning, business development & strategy, ship repairs, infrastructure development and capacity building.

Shri Upadhyay played a pivotal role in introducing new technologies at GSL through Transfer of Technology agreements and collaborations with reputed international firms. He was also instrumental in establishing the General Engineering Services stream in the shipyard, marking the beginning of GSL's highly successful diversification area. This initiative not only contributed significantly to the Company's revenues but also strengthened the Government's initiatives of Indigenisation and Self-reliance in Defence manufacturing. He has been at the forefront of expanding markets within the global defence sector and successfully spearheaded prestigious export projects for friendly foreign nations, bringing international recognition to GSL.

In recognition of his outstanding leadership, Shri Upadhyay was conferred the 14th PSE Excellence Award as CMD of the Year for FY 2024-25, a testament to his exceptional contribution towards organisational growth, strategic initiatives and overall excellence.

Part-Time Official Director



Dr. Vijay Namdeorao Zade,
Joint Secretary (Naval System)

Government Nominee Director
DIN: 05142336

Dr. Vijay N. Zade, Joint Secretary (Naval System), Department of Defence Production, Ministry of Defence has been appointed as Government Nominee Director of the Company w.e.f. 05 Jun 2026.

Dr. Zade is a 2002 batch IAS Officer of Punjab cadre. He has completed his Doctorate in Horticulture (Post Harvest Technology) from Indian Agricultural Research Institute, New Delhi. He has also done Masters in Business Administration from Sikkim Manipal University, Gangtok and MSc. in Public Management and Governance from London School of Economics & Political Science, London.

Before joining IAS, he worked as Junior Scientist at NRCG, Pune and also in Indian Audit and Accounts Service. He has a vast experience in working in various departments of Government of Punjab like Finance, Housing & Urban Development, Health & Family Welfare, Mining, Governance Reforms. He also served in Government of Maharashtra in various capacities. Besides this, he also worked in Union Territory, Chandigarh as Finance Secretary, Secretary Engineering, Secretary Estate, Secretary Labour, Secretary Excise & Taxation, Secretary Urban Planning, Secretary Housing, Secretary Industry, etc. He served in State PSUs as Managing Director and also on the Board of State PSUs.

Presently he is serving as Joint Secretary (Naval System), DDP, MoD and dealing with all financial, administrative & operational matters of the DPSUs. He is responsible for indigenisation of technologies and other policy matters. Dr. Vijay N. Zade is also handling all the matters related to international cooperation with SAARC, ASEAN and East Asian countries for promoting defence industrial cooperation and collaborations.

Whole-Time Director



Rear Admiral Nelson A. J. D'Souza

Director (Operations)
DIN: 11109638

Rear Admiral Nelson A. J. D'Souza has assumed the charge of Director (Operations) of the Company w.e.f. 16 Jun 2025.

RAdm. Nelson A. J. D'Souza served in the Indian Navy as a naval officer for over 34 years, and he is known for his deep technical expertise and strategic leadership. He was commissioned into the Indian Navy in March 1991. He is an alumnus of SJCE Mysore (BE in E&C), the Defence Services Staff College (Wellington), and the Naval War College (Goa). As Commandant of MILIT, Indian Navy, he led initiatives to bolster tri-services training and fostered academic-industry collaboration in emerging defence technologies.

RAdm. D'Souza's illustrious naval career includes senior appointments such as Chief Staff Officer (Technical), Eastern Naval Command, Principal Director (Weapon Equipment), Naval HQ, and General Manager (Refit), Naval Dockyard, Mumbai. He has also served as an Electrical Officer on frontline Indian Navy warships, including INS Viraat, INS Kirch, and INS Mysore. In 2018, he was awarded the Nau Sena Medal for distinguished service.

Whole-Time Directors



Shri Jahangeer Alam Ansari

Director (Finance) & CFO

DIN: 11391336

Shri Jahangeer Alam Ansari has assumed the charge as Director (Finance) of the Company w.e.f. 29 Nov 2025, a key addition to its leadership team as the organisation continues to strengthen its financial governance and strategic decision-making. In this crucial role, Shri Ansari will oversee financial planning, risk management, budgeting, and overall fiscal stewardship to support GSL's mission of delivering excellence in defence shipbuilding.

Shri Ansari is a qualified Chartered Accountant and has vast experience in the Oil & Gas Industry. Before joining GSL, he served with Indian Oil Corporation Limited (IOCL) for 28 years, having excellent exposure to finance at various leadership positions, which covers a wide spectrum of functions, including management accounts, pricing, treasury, import & export, profitability, budget, taxation and financial risk management. With extensive experience in finance, pricing and organisational controls, Shri Ansari brings a strong record of driving financial discipline, enhancing transparency, and enabling sustainable growth. His strategic insight, analytical expertise, and commitment to robust financial management position him as a valuable contributor to GSL's progress.



Shri Nagesh Das Pai

Director (CPP & BD)

DIN: 11621580

Shri Nagesh Das Pai has assumed the charge as Director (Corporate Planning, Project and Business Development) of the Company on 25 Mar 2026. Shri Nagesh D. Pai holds a B.E. degree in Industrial Production and MBA in Operations Management. Having joined GSL in Jan 1998 as a Graduate Engineer Trainee, he has risen through the ranks to this board-level leadership position, reflecting his deep organisational experience.

A seasoned professional with strong academic grounding in Engineering and Management, he brings tremendous technical expertise, managerial acumen, and proven execution capabilities. During his executive tenure in GSL, he led the infrastructure modernisation programme, which has significantly enhanced the Shipyard capacity, equipped the yard with modern infrastructure capable of constructing high technology GRP hull vessels and new steel fabrication facilities. As a production in-charge of naval projects, he was instrumental in driving the progress of Frigates and NGOPVs. Throughout his service, he played a key role in strengthening GSL's shipbuilding capacity, infrastructure, ship repair capabilities, enhancing operational efficiency, and ensuring timely delivery of complex projects.

Corporate Information

As on 10 Jul 2026

Chief Vigilance Officer

Shri Hari Narayan Jangid,
ITS (1995), CVO, MDL
(Addl. Charge w.e.f. 19 Jun 2026)

Statutory Auditors

M/s S S Pai and Company
(formerly known as Sudha Suresh Pai and Associates)
Chartered Accountants
Margao, Goa

Secretarial Auditor

CS Shivaram S. Bhat
Panaji, Goa

Cost Auditor

CMA Savari Muthu I.
Panaji, Goa

Company Secretary

Smt Chhaya Jain,
Head of Department (Company Secretary & Legal)

Bankers

State Bank of India
Canara Bank
Union Bank of India
Bank of Maharashtra
ICICI Bank

Registrar and Share Transfer Agent

Purva Sharegistry (India) Pvt. Ltd.
Unit No. 9, Shiv Shakti Ind. Estt.,
J R Boricha Marg, Lower Parel (East), Mumbai - 400 011
Email: support@purvashare.com
Tel: +91-22-4134 3255 / 3256

Registered Office

Vasco-da-Gama, Goa
CIN: U63032GA1967GOI000077
Website: https://goashipyard.in
Email: contactus@goashipyard.com
Tel: +91-832-2512156

Corporate Management Committee

Cmde Shirish Dube, (IN, Retd)
Chief General Manager (Planning & Project Control)

Cmde Yogesh Kumar Sharma, (IN, Retd)
Chief General Manager (Quality Assurance & Reliability) and Addl. Charge - Safety

Shri Ravindran Ponnuswamy
Chief General Manager (Commercial)

Cmde Adikesh Vasudevan, (IN, Retd)
Chief General Manager (Technical Services)

Shri M. Subramanian
Chief General Manager (Production)

Shri Devanand Sagun Patekar
General Manager (Technical Services/Forward Project Group)

Shri Vijayendra Kopresh Deshpande
General Manager (General Engineering Services & Ship Repairs)

Cdr Saurabh Jain, (IN, Retd)
General Manager (Production – Navy Project/Planning & Project Control)

Shri Ravi Nilaya Majalikar
General Manager (Production – Coast Guard Project)

Shri Vivek Kashinath Sail
General Manager (Projects Procurement)

Shri Shashikant Shivaji Kamble
Head of Department (Human Resources & Administration)

Shri Mahesh Atmaram Patil
Addl. General Manager (Vigilance)

Shri Nitendra G. Naik Adpaikar
Head of Department (Shipyard Modernisation Project)

Dr. Vedpal Suresh Tari
Head of Department (Medical)

Shri Prasanna Kumar Sahu
Head of Department (Project Finance & Accounting)

Shri Dilip Kumar Jha
Head of Department (Corporate Finance)

Capt Aditya Manhas, (IN, Retd)
Dy. General Manager (Coord-TS/Administration)

Shri Sanoj Kumar Pandey
Head of Department (Internal Audit)

Shri Allen Sebastian
Dy. Commandant - CISF

Lt. Cdr. Sahil Jaiswal, (IN, Retd)
TA to CMD

Recognition That Inspires Us Forward



Rajbhasha Kirti Award conferred by Department of Official Language, Ministry of Home Affairs

Golden Peacock Award 2025 in HR Excellence category





Governance Now 12th PSU Award 2026 as the Best PSU in the categories of 'Highest Turnover (Growth)' and 'CSR Leadership Award'

15th PSE Excellence Award for Operational Performance, Inclusivity-Contribution of Women and Differently abled in PSEs, Corporate Governance, and Corporate Social Responsibility & Sustainability



Women Empowerment and Welfare Initiatives



'Best Enterprise Recognition Award' to GSL at the 36th National Meet of WIPS



Training program for Non-Executive Women Employees



Celebration of International Women's Day



Interactive session on POSH by Dr. Archana Majumdar, Hon'ble Member of National Commission for Women



Awareness program on POSH for IC Members and Employees



Installation of Centralised Water Purification Plant



Sports Tournament organised for GSL Employees

NOTICE OF 60TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the Sixtieth (60th) Annual General Meeting (AGM) of the Members of Goa Shipyard Limited will be held on Friday 25th September 2026 at 1530 hours IST through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) to transact the following businesses:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March 2026, together with the Reports of the Board of Directors, Statutory Auditors thereon and Comments of the Comptroller & Auditor General of India.

2. To declare Final Dividend of ₹8.55 (i.e. @ 171%) per equity share of face value of ₹5.00 each for the financial year 2025-26.

3. To fix the remuneration of Statutory Auditors to be appointed by the Comptroller & Auditor General of India for the financial year 2026-27 and in this regard 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 Section 142 and other applicable provisions, if any, of the Companies Act, 2013 (the Act) and Article 174 of the Articles of Association of the Company, the remuneration of Statutory Auditors to be appointed by the Comptroller and Auditor General of India under Section 139(5) of the Act for the financial year 2026-27 be and is hereby fixed at ₹5,00,000/- plus GST and out of pocket expenses at actual plus applicable taxes."

SPECIAL BUSINESS

4. **Ratification of remuneration payable to the Cost Auditor for the financial year 2026-27**

   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 Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the remuneration of ₹2,00,000/- plus GST and out of pocket expenses at actual up to maximum of ₹50,000/- plus applicable taxes thereto, payable to CMA Savari Muthu I., Cost Accountant, Panaji, Goa (Firm Registration No. 100107), appointed by the Board of Directors of the Company as Cost Auditor to conduct the audit of cost records of the Company for the financial year ending 31st March 2027, be and is hereby ratified."

5. **Appointment of Shri Jahangeer Alam Ansari (DIN: 11391336) as Director (Finance)**

   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 152, 160 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and in accordance with the Government of India, Ministry of Defence, Department of Defence Production letter no. 2/1(1)/2024/D(NS) dated 07th November 2025, approval of the Members be and is hereby accorded to the appointment of Shri Jahangeer Alam Ansari (DIN: 11391336), as Director (Finance) of the Company with effect from 29th November 2025 on the terms and conditions as stipulated by the Government of India."

6. **Appointment of Shri Nagesh Das Pai (DIN: 11621580) as Director (Corporate Planning, Project and Business Development)**

   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 152, 160 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and in accordance with the Government of India, Ministry of Defence, Department of Defence Production letter no. 2/1(2)/2024/D(NS) dated 18th

March 2026, approval of the Members be and is hereby accorded to the appointment of Shri Nagesh Das Pai (DIN: 11621580) as Director (Corporate Planning, Project and Business Development) of the Company with effect from 25th March 2026 on the terms and conditions as stipulated by the Government of India."

7. **Appointment of Dr. Vijay Namdeorao Zade (DIN: 05142336), Joint Secretary (Naval System), Department of Defence Production, Ministry of Defence as Government Nominee Director**

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 152, 160, 161 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and in accordance with the Government of India, Ministry of Defence, Department of Defence Production letter no. 8(29)/2026-D(Coord/DDP) dated 05th June 2026, approval of the Members be and is hereby accorded to the appointment of Dr. Vijay Namdeorao Zade (DIN: 05142336), Joint Secretary (Naval System), Department of Defence Production, Ministry of Defence as Government Nominee (Part-time Official) Director of the Company with effect from 05th June 2026 on the terms and conditions as stipulated by the Government of India."

8. **Appointment of Shri Arvinder Singh Khurana (DIN: 10681065) as Non-official (Independent) Director**

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, 160, and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and in accordance with the Government of India, Ministry of Defence, Department of Defence Production, D(Naval System) letter no. 11(70)/2021/misc/D(NS) dated 21st August 2026, approval of the Members be and is hereby accorded to the appointment of Shri Arvinder Singh Khurana (DIN: 10681065), as Non-official (Independent) Director of the Company for a period of three years with effect from 26th August 2026 on the terms and conditions as stipulated by the Government of India."

By Order of the Board
For **Goa Shipyard Limited**

Sd/-
(Chhaya Jain)
Company Secretary
M. No. FCS 5860

Place: Vasco-da-Gama, Goa
Date: 28 August 2026

NOTES:

1. Ministry of Corporate Affairs (MCA) vide General Circular No. 03/2025 dated 22nd September 2025, read with General Circular Nos. 14/2020 dated 8th April 2020, 17/2020 dated 13th April 2020, 20/2020 dated 5th May 2020, and all other relevant Circulars issued from time to time (collectively referred to as MCA Circulars), has allowed the companies to conduct their AGM through VC/OAVM, without the physical presence of the members at a common venue. Hence, in accordance with the MCA Circulars and the provisions of the Companies Act, 2013 (the Act), the AGM of the Company is being held through VC/OAVM. The deemed venue for the 60th AGM shall be the Registered Office of the Company.

2. An explanatory statement pursuant to Section 102(1) of the Act relating to Special Businesses as set out at Item Nos. 4 to 8 of the accompanying Notice is annexed hereto and form part of this Notice.

3. Pursuant to the provisions of the Act, a member entitled to attend and vote at the meeting is entitled to appoint proxy to attend and vote on his/her behalf and the proxy need not be a member of the Company. Since the AGM is being held in accordance with the MCA Circulars through VC/OAVM, physical attendance of the Members has been dispensed with. **Accordingly, the facility for appointment of proxies by the Members will not be available for this AGM and hence the Proxy Form, Attendance Slip and Route Map of the AGM are not annexed to this Notice**.

4. Pursuant to Sections 112 and 113 of the Act, the President of India/Corporate Members (i.e. other than individuals/HUFs/NRIs, etc.), intending to send their authorised representative(s) to attend and vote at the 60th AGM are requested to send a scanned certified copy of the resolution passed by their board/governing body or authorisation letter, etc. authorising their representative(s) to attend the AGM through VC/OAVM and cast vote on their behalf by email at chhayajain@goashipyard.com/ ashoksahoo@goashipyard.com.

5. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

Dispatch of AGM Notice and Annual Report through Electronic Mode

6. In compliance with the MCA Circulars, Notice of the 60th AGM along with the Annual Report for FY 2025-26 is being sent through electronic mode to those Members whose email addresses are registered with the Company/Depository Participant(s) (DP). Members may note that the Notice of AGM and Annual Report for FY 2025-26 are also available on the Company's website at https://goashipyard.in/objective/annual-reports/financial-year-wise-annual-reports. Members who require physical copy of the Annual Report, may obtain the same by sending a request at ashoksahoo@goashipyard.com.

7. Members who have not registered/updated their e-mail addresses are requested to register the same with the Company/DP to receive copies of the Annual Report and other communications in electronic mode. Members holding shares in physical mode are requested to register/update their email addresses by writing to the Company at ashoksahoo@goashipyard.com or to Purva Sharegistry (India) Pvt. Ltd., Registrar and Share Transfer Agent (RTA) of the Company at support@purvashare.com mentioning thereat, the name, folio no., share certificate no., mobile no., postal address and attaching a self-attested copy of PAN (Permanent Account Number) card. Members holding shares in dematerialised mode are requested to register/update their email addresses with their respective DP.

Procedure for joining the AGM through VC/OAVM

8. Members will be provided with a facility to attend the AGM through VC/OAVM via Cisco Webex video conferencing. Members will be able to join the AGM by accessing the following link and details:

   URL: https://goashipyard.webex.com/goashipyard/j.php?MTID=mb38258b5c7dd53813d8475e43d1c42d8

   Meeting No.: 2528 150 1771
   Password: GSLAGM@2026 (47524612 when dialing from a video system)

   The above details and link for joining the AGM through VC/OAVM will also be available on the Company's website. Participants attending the AGM through Laptop/Desktop will be directed to

the Webex browser on clicking the aforesaid link. Participants connecting through Mobile device or Tablet may kindly download the "Cisco Webex Meetings" app on their devices in advance before accessing the aforesaid link. Participants will enter their login credentials (i.e. name and email id) while joining the meeting. Connecting via Mobile Hotspot may experience audio/visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

9. Facility to attend the meeting shall be opened 30 (thirty) minutes before the scheduled time of the AGM and shall be kept open throughout the proceedings of the AGM. For convenience of the Members and ease of conduct of AGM, Members may kindly join at least 15 (fifteen) minutes before the time scheduled for the AGM.

10. Members who need assistance in using the VC/ OAVM facility before or during the AGM, may kindly contact Mr. Ashok Kumar Sahoo, Assistant Company Secretary, GSL at the designated email id: ashoksahoo@goashipyard.com or call on (0832) 2512156.

Procedure to raise questions/seek clarifications/cast vote during the AGM

11. As the AGM is being conducted through VC/OAVM, for the smooth conduct of proceedings of the AGM, Members are encouraged to express their views/ send their questions/queries in advance mentioning their name, demat account no./folio no., and mobile number at chhayajain@goashipyard.com. Questions/queries, if any, may kindly be submitted on or before 23rd September 2026 for providing adequate reply during the AGM.

12. The Chairman of the meeting may invite questions or views during the meeting. Members, who would like to ask questions or express their views, may do so by submitting the same through "chat icon" feature or using "raise hand" feature, available at the Cisco Webex app.

13. The Company reserves the right to restrict the number of questions and number of speakers, as may be considered appropriate for smooth conduct of the AGM.

14. Members, whose names appear in the Register of Members/List of Beneficial Owners as on 22nd September 2026 (Cut-off date) are entitled to cast their vote on the Business(es)/Resolution(s) set forth in this Notice. In terms of the MCA Circulars and provisions of the Act, if less than 50 Members are present at the meeting, the Chairman may decide to conduct a vote by show of hands, unless a demand for poll is made by any Member in accordance with Section 109 of the Act.

15. When a poll is demanded on any item, Members shall cast their votes to the Resolution(s) only by sending emails at chhayajain@goashipyard.com through their registered email address(es). In the event of poll, the voting rights of Members/ Beneficial Owners (in case of electronic shareholding) shall be in proportion to their shares in the paid-up equity share capital of the Company as on the Cut-off date. In case the counting of votes requires time, the Meeting may be adjourned and called later to declare the result.

16. In case of joint holding, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company shall alone be entitled to vote.

Procedure for inspection of documents

17. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act and all documents referred to in the Notice will be available for inspection by the Members electronically without any fee before and during the AGM. Members seeking to inspect such documents can send email to ashoksahoo@goashipyard.com.

Dividend related information

18. The final dividend for FY 2025-26, as recommended by the Board of Directors, if approved at the AGM, will be paid within 30 days from the date of declaration, to those persons whose names appear as (a) Beneficial Owners in the list of Beneficial Owners to be furnished by the DP, in respect of shares held in electronic form and (b) Members in the Register of Members of the Company, as at the close of business hours on the date of AGM.

19. Payment of dividend shall be made through electronic mode to those Members who have registered/updated their bank account details with

the Company/DP. Members whose bank account details are not registered/updated with the Company, dividend warrants/demand drafts/cheques will be dispatched to their registered address. Such Members are requested to kindly register/update their complete bank details for hassle free and timely payment of dividend. Members holding shares in electronic mode, are requested to update their bank account details with their respective DP. Members holding shares in physical mode, are requested to avail the Electronic Clearing System (ECS) mandate facility provided by the Company. ECS Mandate Form may be obtained from the Company.

20. As per the Income Tax Act, 2025 (the IT Act), as amended by the Finance Act, 2026, dividend paid or distributed by the Company to the shareholders shall be taxable in the hands of the shareholders. The Company shall therefore be required to deduct tax at source (TDS) at the prescribed rates at the time of making payment of the said dividend to the shareholders. The TDS rate would vary depending on the residential status of the shareholders and documents submitted by them with the Company/RTA/DP.

I. <u>For resident Shareholders:</u>

(a) Tax will be deducted as follows:

Where a valid PAN is updated in the Company's record	@ 10% under Section 393(1) of the IT Act
In case, a valid PAN is not furnished/ inoperative	At a higher rate of 20% as provided under Section 397 of the IT Act

Note: In case the PAN is not linked to the Aadhaar as per Section 262(6) of the IT Act, then tax will be deducted at higher rates and credit of TDS may not be available in terms of Section 397 of the IT Act.

(b) Accordingly, the Shareholders who have not registered their PAN are requested to submit a self-attested copy of valid PAN card to the Company/RTA (in respect of shares held in physical form) or to their respective DP (in respect of shares held in electronic form) on or before the date of AGM. In case of corporate members, attestation is to be done by their authorised signatory(ies).

(c) No tax shall be deducted on the dividend payable to resident individual if:

i. Total dividend to be received by him during the financial year 2026-27 does not exceed ₹10,000/-; or

ii. Resident individual shareholders with PAN and whose income does not exceed maximum amount not chargeable to tax or who is not liable to pay income tax can submit a declaration in Form No. 121, to avail the benefit of non-deduction of tax at source along with a copy of self-attested PAN card to the Company.

II. <u>For non-resident Shareholders:</u>

(a) Taxes are required to be withheld in accordance with the provisions of the IT Act, at the rate of 20% (plus applicable surcharge and cess) or as notified by the Government of India on the amount of dividend payable to non-resident Shareholders.

(b) As per the provisions of the IT Act, non-resident Shareholder has the option to be governed by the provisions of the Double Taxation Avoidance Agreement (DTAA), read with Multilateral Instrument (MLI) between India and the country of tax residence of the Shareholder, if beneficial to them. In this regard, non-resident Shareholders will have to provide the following documents:

i. Self-attested copy of PAN card allotted by the Indian Income Tax authorities or details as prescribed under Rule 217 of Income Tax Rules, 2026;

ii. Self-attested copy of Tax Residency Certificate for the tax year 2026-27 obtained from revenue or tax authority of the country of residence of the Shareholder;

iii. E-filled Form 41;

iv. Self-declaration of non-existence of permanent establishment/fixed base in India;

v. Self-declaration meeting treaty eligibility requirement and satisfying beneficial ownership of its shareholding in the Company; and

vi. Any other documents as prescribed under the IT Act for lower withholding of taxes, if applicable, duly attested by the Shareholder.

(c) Application of beneficial tax treaty rate shall depend upon the completeness of the documents submitted by the non-resident Shareholders and its review to the satisfaction of the Company with regard to the compliances and applicability.

21. In case, resident/non-resident Shareholders (both individuals or non-individuals) provide a certificate issued under Section 395 of the IT Act for lower/ nil withholding of taxes, rate specified in the said certificate shall be considered, on submission of self-attested copy of the same.

22. Accordingly, the Members are requested to provide the details and documents/ declarations as mentioned above quoting the demat account no./ folio no. to the Company on or before the date of AGM. No communication on the tax determination/ deduction shall be entertained thereafter.

23. In case of joint members, the Member named first in the Register of Member is required to furnish the requisite documents for claiming any applicable beneficial tax rate.

24. Members holding shares under multiple accounts/ folios having same PAN, may note that TDS will be calculated considering the aggregate amount of dividend payable to the Member.

25. It may be further noted that in case the tax on dividend is deducted at a higher rate in absence of receipt of the aforementioned details/documents/ declarations, there would still be an option available with the Member to file the return of income and claim refund as appropriate, if eligible. No claim shall be preferred against the Company for such taxes deducted.

Unpaid/Unclaimed Dividend

26. Pursuant to the provisions of Sections 124 and 125 of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (IEPF Rules) as amended, any amount of dividend which remains unpaid or unclaimed for a period of seven years from the date of transfer to Unpaid Dividend Account of the Company, is liable for transfer to the Investor Education and Protection Fund (IEPF). In adherence to this requirement, the Company has transferred the unpaid or unclaimed amount of dividends declared up to FY 2017-18 and first and second interim dividend for FY 2018-19 to IEPF as and when became due. Details of dividends so far transferred to IEPF are available on the website of IEPF, which can be accessed through the link: https://www.iepf.gov.in Details of unpaid or unclaimed dividend amounts lying with the Company are uploaded on the website of the Company https://goashipyard.in under Investor Services and also on the aforesaid website of the IEPF.

27. In terms of the aforesaid provisions, the unpaid/ unclaimed amount pertaining to final dividend for FY 2018-19 is due for transfer to IEPF during FY 2026-27. Members/Claimants are requested to claim their unclaimed dividends from the Company, within the stipulated timeline.

28. Further, in terms of Section 124(6) of the Act, read with the IEPF Rules as amended, all the shares in respect of which dividend has not been paid/ claimed for seven consecutive years or more shall be transferred by the Company to Demat Account of IEPF Authority. Details of shares so far transferred to Demat Account of IEPF Authority are uploaded on the website of the Company and on the website of the IEPF, which can be accessed through the aforesaid links.

29. The attention of Members is particularly drawn to the Corporate Governance Report forming part of the Annual Report for FY 2025-26, in respect of unclaimed dividends and transfer of dividends/ shares to the IEPF. Further, the Company sends request letters to eligible shareholders whose dividend remains unclaimed, requesting them to claim their dividends from the Company.

30. Members may note that shares as well as unclaimed dividends transferred to IEPF can be claimed back by making an online application in the prescribed Form No. IEPF-5 to the IEPF Authority, available on https://www.iepf.gov.in. No claim shall be preferred against the Company, for the amount of dividend/ shares so transferred to IEPF. Members can find the details of Nodal Officer appointed by the Company under the provisions of IEPF Rules at https://goashipyard.in under Investor Services.

31. Members are requested to send all communications relating to shares and unclaimed dividends by quoting their demat account no./folio no. to the Company.

Other information

32. The Equity Shares of the Company are available in dematerialised form in NSDL and CDSL. The Company's International Securities Identification Number (ISIN) is INE178Z01013. Members who still hold share certificates in physical form are advised to dematerialise their shareholding to avail the benefits of dematerialisation and to eliminate the risks associated with physical shares. Members who wish to dematerialise their shares held in physical form may kindly contact the Company's RTA through his/her/its DP. The Company's RTA contact details are provided below:

    Purva Sharegistry (India) Pvt. Ltd.
    Unit No. 9, Shiv Shakti Industrial Estate,
    J R Boricha Marg, Lower Parel (East),
    Mumbai - 400 011
    Email id: support@purvashare.com
    Tel: (022) 4134 3255/3256

33. Members holding shares in physical form are requested to notify to the Company/RTA quoting their folio number, any change in their residential status, email address, postal address with pin code, mandate/bank details and in case the shares are held in dematerialised form, this information should be passed on to their respective DP.

34. Members holding shares in physical form and who have not yet registered their nomination are advised to avail the facility of nomination in terms of Section 72 of the Act and Rule 19 of the Companies (Share Capital and Debentures) Rules, 2014 by submitting Form No. SH-13. If a Member desires to cancel the earlier nomination and record a fresh nomination, he/she may submit the same in Form No. SH-14. These Forms can be obtained from the Company by sending email at ashoksahoo@goashipyard.com. Members holding shares in dematerialised form may contact their respective DP for availing this facility.

Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013

The following Explanatory Statement sets out all material facts relating to special businesses mentioned in the accompanying Notice:

Item No. 4

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the Company is required to appoint a Cost Auditor to audit the cost records maintained by the Company and the remuneration payable to the Cost Auditor as approved by the Board of Directors has to be ratified by the Members of the Company.

The Board has appointed CMA Savari Muthu I., Cost Accountant, Panaji, Goa (Firm Registration No. 100107), as Cost Auditor to conduct the audit of cost records of the Company for the financial year 2026-27 at a remuneration of ₹2,00,000/- plus GST and out of pocket expenses at actual up to maximum of ₹50,000/- plus applicable taxes thereto. Accordingly, the Members are requested to consider and ratify the aforesaid remuneration payable to the Cost Auditor for the financial year 2026-27, by passing an Ordinary Resolution.

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

The Board of Directors recommends the Resolution as set out in Item No. 4 of the Notice for approval by the Members.

Item No. 5

In terms of Articles 117(1) and 130(a) of the Articles of Association of the Company, the President of India is vested with the power to appoint Director on the Board of the Company. Accordingly, Government of India, Ministry of Defence, Dept. of Defence Production vide letter no. 2/1(1)/2024/D(NS) dated 07th November 2025 has appointed Shri Jahangeer Alam Ansari as Director (Finance) of the Company for a period of five years with effect from the date of his assumption of charge of the post, or until further orders, whichever is earlier. He has assumed the charge of the post w.e.f. 29th November 2025.

Pursuant to the provisions of Section 152(2) of the Companies Act, 2013 (the Act), save as otherwise expressly provided in the Act, every director shall be appointed by the company in general meeting. The Company has received a notice in writing from a Member under Section 160 of the Act proposing the candidature of Shri Jahangeer Alam Ansari (DIN: 11391336) as Director (Finance). The Board, therefore, proposes the aforesaid appointment of Shri Jahangeer Alam Ansari as Director (Finance) of the Company on the terms and conditions as determined by the Government of India for approval of the Members.

The brief profile of Shri Jahangeer Alam Ansari is given as under:

Shri Jahangeer Alam Ansari is a qualified Chartered Accountant and has vast experience in Oil and Gas Industry. Before joining GSL, he has served with Indian Oil Corporation Limited for 28 years having excellent exposure of finance at various leadership position which covers wide spectrum of functions including management accounts, pricing, treasury, import & export, profitability, budget, taxation and financial risk management. With extensive experience in finance, pricing and organisational controls, Shri Ansari brings a strong record of driving financial discipline, enhancing transparency, and enabling sustainable growth. His strategic insight, analytical expertise, and commitment to robust financial management position him as a valuable contributor to GSL progress.

Shri Jahangeer Alam Ansari is not disqualified from being appointed as Director in terms of Section 164 of the Act.

None of the Directors, Key Managerial Personnel of the Company or their relatives except Shri Jahangeer Alam Ansari is in any manner, concerned or interested, financially or otherwise, in the resolution.

The Board of Directors recommends the Ordinary Resolution as set out in Item No. 5 of the Notice for approval by the Members.

Item No. 6

In terms of Articles 117(1) and 130(a) of the Articles of Association of the Company, the President of India is vested with the power to appoint Director on the Board of the Company. Accordingly, Government of India, Ministry of Defence, Dept. of Defence Production vide letter no. 2/1(2)/2024/D(NS) dated 18th March 2026 has appointed Shri Nagesh Das Pai as Director (Corporate Planning,

Project and Business Development) of the Company for a period of five years with effect from the date of his assumption of charge of the post, or until further orders, whichever is earlier. He has assumed the charge of the post w.e.f. 25th March 2026.

Pursuant to the provisions of Section 152(2) of the Companies Act, 2013 (the Act), save as otherwise expressly provided in the Act, every director shall be appointed by the company in general meeting. The Company has received a notice in writing from a Member under Section 160 of the Act proposing the candidature of Shri Nagesh Das Pai (DIN: 11621580) as Director (Corporate Planning, Project and Business Development). The Board, therefore, proposes the aforesaid appointment of Shri Nagesh Das Pai as Director (Corporate Planning, Project and Business Development) of the Company on the terms and conditions as determined by the Government of India for approval of the Members.

The brief profile of Shri Nagesh Das Pai is given as under:

Shri Nagesh D. Pai holds a B.E. degree in Industrial Production and MBA in Operations Management. Having joined GSL in 1998, he has risen through the ranks to this board-level leadership position, reflecting his deep organisational experience. A seasoned professional with strong academic grounding in Engineering and Management, he brings tremendous technical expertise, managerial acumen, and proven execution capabilities. During his executive tenure in GSL, he led the infrastructure modernisation programme, which has significantly enhanced the Shipyard capacity, equipped the yard with modern infrastructure capable of constructing high technology GRP hull vessels and new steel fabrication facilities. As a production in-charge of naval projects, he was instrumental in driving the progress of Frigates and NGOPVs. Throughout his service, he played a key role in strengthening GSL's shipbuilding capacity, infrastructure, ship repair capabilities, enhancing operational efficiency, and ensuring timely delivery of complex projects.

Shri Nagesh D. Pai is not disqualified from being appointed as Director in terms of Section 164 of the Act.

None of the Directors, Key Managerial Personnel of the Company or their relatives except Shri Nagesh Das Pai is in any manner, concerned or interested, financially or otherwise, in the resolution.

The Board of Directors recommends the Ordinary Resolution as set out in Item No. 6 of the Notice for approval by the Members.

Item No. 7

In terms of Article 117(1) of the Articles of Association of the Company, the President of India is vested with the power to appoint Government Nominee Director on the Board of the Company. Accordingly, Dr. Vijay Namdeorao Zade, Joint Secretary (Naval System), Department of Defence Production, Ministry of Defence has been appointed as Government Nominee Director of the Company by Government of India, Ministry of Defence, Dept. of Defence Production vide letter no. 8(29)/2026-D(Coord/DDP) dated 05th June 2026.

Pursuant to the provisions of Section 152(2) of the Companies Act, 2013 (the Act), save as otherwise expressly provided in the Act, every director shall be appointed by the company in general meeting. The Company has received a notice in writing from a Member under Section 160 of the Act proposing the candidature of Dr. Vijay Namdeorao Zade, JS (NS) (DIN: 05142336), as Government Nominee Director. The Board, therefore, proposes the aforesaid appointment of Dr. Vijay Namdeorao Zade, JS (NS) as Government Nominee Director on the Board of the Company on the same terms and conditions as determined by the Government of India for approval of the Members.

The brief profile of Dr. Vijay Namdeorao Zade is given as under:

Dr. Vijay N. Zade is a 2002 batch IAS Officer of Punjab cadre. He has completed his Doctorate in Horticulture (Post Harvest Technology) from Indian Agricultural Research Institute, New Delhi. He has also done Masters in Business Administration from Sikkim Manipal University, Gangtok and MSc. in Public Management and Governance from London School of Economics & Political Science, London. Before joining IAS, he worked as Junior Scientist at NRCG, Pune and also in Indian Audit and Accounts Service.

He has a vast experience in working in various departments of Government of Punjab like Finance, Housing & Urban Development, Health & Family Welfare, Mining, Governance Reforms. He also served in Government of Maharashtra in various capacities. Besides this, he also worked in Union Territory, Chandigarh as Finance Secretary, Secretary Engineering, Secretary Estate, Secretary Labour, Secretary Excise & Taxation, Secretary Urban Planning, Secretary Housing, Secretary Industry, etc. He served in State PSUs as Managing Director and also on the Board of State PSUs. He has been working as Joint Secretary (Naval System)

in the Department of Defence Production, Ministry of Defence, Government of India since May 2026. He deals with all financial, administrative and operational matters of the Defence Public Sector Undertaking Shipyards. He is responsible for indigenisation of technologies and other policy matters.

Dr. Vijay N. Zade is also handling all the matters related to international cooperation with SAARC, ASEAN and East Asian countries for promoting defence industrial cooperation and collaborations. He is also a Government Nominee Director on the Board of Garden Reach Shipbuilders & Engineers Limited.

Dr. Vijay N. Zade is not disqualified from being appointed as Director in terms of Section 164 of the Act.

None of the Directors, Key Managerial Personnel of the Company or their relatives except Dr. Vijay N. Zade is in any manner, concerned or interested, financially or otherwise, in the resolution.

The Board recommends the Ordinary Resolution set out in Item No. 7 for approval by the Members.

Item No. 8

In terms of Article 117(1) of the Articles of Association of the Company, the President of India is vested with the power to appoint Director on the Board of the Company. Accordingly, Government of India, Ministry of Defence, Dept. of Defence Production vide letter no. 11(70)/2021/misc/D(NS) dated 21st August 2026 has appointed Shri Arvinder Singh Khurana as Non-official (Independent) Director of the Company for a period of 03 years. The appointment of Shri Arvinder Singh Khurana has been effective from 26th August 2026.

Pursuant to the provisions of Section 152(2) of the Companies Act, 2013 (the Act), save as otherwise expressly provided in the Act, every director shall be appointed by the company in general meeting. The Company has received a notice in writing from a Member under Section 160 of the Act proposing the candidature of Shri Arvinder Singh Khurana, as Independent Director. The Board, therefore, proposes the aforesaid appointment of Shri Arvinder Singh Khurana as Non-official (Independent) Director on the Board of the Company, for a period of three years with effect from 26th August 2026 on the same terms and conditions as determined by the Government of India, for approval of the Members.

Shri Arvinder Singh Khurana has given declaration that he meets the criteria for independence under Section 149 of the Act and rules made thereunder.

The brief profile of Shri Arvinder Singh Khurana is given as under:

Shri Arvinder Singh Khurana is a Graduate in Commerce. Shri Khurana is an established industrialist and entrepreneur with extensive experience in the industrial sector and a strong association with the MSME community. He has made significant contributions to the development and representation of the industrial community through various leadership positions. Shri Khurana is holding the position of Senior Vice President of MSME Jila Udyog Sangh, Durg-Bhilai, and President of Chhattisgarh Weightlifting Association from 2026. He also held the position of President of Bhilai Ancillary Association from 2006 to 2016.

Shri Arvinder Singh Khurana has been actively involved in social, community and organisational activities, particularly in the Durg-Bhilai region. His association with various community organisations reflects his commitment to social development, community welfare and public engagement.

Shri Arvinder Singh Khurana is not disqualified from being appointed as Director in terms of Section 164 of the Act.

None of the Directors, Key Managerial Personnel of the Company or their relatives except Shri Arvinder Singh Khurana is in any manner, concerned or interested, financially or otherwise, in the resolution.

The Board of Directors recommends the Ordinary Resolution as set out in Item No. 8 of the Notice for approval by the Members.

By Order of the Board
For **Goa Shipyard Limited**

Sd/-
(Chhaya Jain)
Company Secretary
M. No. FCS 5860

Place: Vasco-da-Gama, Goa
Date: 28 August 2026

Directors' Report for the year 2025-26

To,
The Members,

1. The Board of Directors has immense pleasure in presenting the 60th Annual Report on business and operations of the Company, together with the Audited Financial Statements for the year ended 31 Mar 2026.

ELEVATION TO SCHEDULE 'A' - A HISTORICAL ACHIEVEMENT FOR GSL

2. During FY 2025-26, your Company was conferred with the prestigious **'Schedule-A'** status - a testament to its perseverance, sustained performance and operational excellence. The status upgradation from 'Schedule-B' to 'Schedule-A' was accorded by the Government on 02 Mar 2026, a historical achievement for the Company. This landmark elevation not only recognises the past accomplishment of the Company but also reaffirms the Government's trust in GSL's strategic importance to India's defence ecosystem. The upgraded status will enable your Company to further augment organisational capacity, and more effectively oversee and manage its expanding and increasingly complex business operations.

ROBUST FINANCIAL RESULTS AND PERFORMANCE HIGHLIGHTS

3. **Performance Overview:** The financial performance of the Company during FY 2025-26 was exceptional, setting new benchmarks in key financial parameters and accelerated the growth momentum. For the first time, Gross Revenue surpassed the ₹4,000 crore milestone, closing at ₹4,004.41 crore. Net Worth reached an all-time high of ₹1,936.13 crore, underscoring the Company's robust financial strength and stability.

4. **Turnover:** During FY 2025-26, the Company achieved a significant growth in Revenue from Operations registered at ₹3,764.30 crore, which was 32% higher as compared to ₹2,850.60 crore in previous year. Similarly, Value of Production (VoP), reported an impressive surge of 33%, clocked at ₹3,716.69 crore as against ₹2,800.85 crore in the previous year. Export turnover registered a remarkable growth of 55%, increased from ₹82.04 crore in FY 2024-25 to ₹126.78 crore in FY 2025-26.

5. **Profitability:** Profit Before Tax (PBT) and Profit After Tax (PAT) increased to ₹442.28 crore and ₹331.45 crore over the previous year's PBT and PAT of ₹378.64 crore and ₹288.44 crore respectively.

6. **Key Financial Highlights:** The financial performance of the Company for FY 2025-26 vis-à-vis the previous year is summarised below:

(₹ in crore)

Particulars	2025-26	2024-25
Revenue from Operations	3,764.30	2,850.60
Add: Other Income	240.11	339.50
Gross Revenue	**4,004.41**	**3,190.10**
Earnings before Interest, Taxes & Depreciation	522.40	460.02
Less: Finance Costs	0.59	0.54
Less: Depreciation & Amortisation	79.53	80.84
Profit Before Tax	**442.28**	**378.64**
Less: Tax Expense	110.83	90.20
Profit After Tax	**331.45**	**288.44**
Other Comprehensive Income (net of tax)	(3.83)	(5.06)
Total Comprehensive Income	**327.62**	**283.38**

CAPITAL STRUCTURE

7. As on 31 Mar 2026, the Authorised Share Capital of the Company stood at ₹60.00 crore (12,00,00,000 equity shares of ₹5/- each) and the Paid-up Share Capital was ₹58.20 crore (11,64,03,748 equity shares of ₹5/- each fully paid-up). During the year, the Company has not issued any kind of securities and there was no change in the Authorised Share Capital and Paid-up Share Capital of the Company.

TRANSFER TO RESERVE

8. An amount of ₹190.00 crore was transferred to General Reserve and thus, total General Reserve stood at ₹1,546.87 crore as on 31 Mar 2026.

DIVIDEND

9. Our consistent performance and long-term value creation have been reflected in the quantum of profits distributed to the shareholders by the Company. After reviewing the profits for the year and financial position of the Company, and in terms of the Government Guidelines in vogue, the Board of Directors is pleased to recommend final dividend for FY 2025-26 @ ₹8.55 per equity share being 171% of the Paid-up Share Capital, amounting to ₹99.52 crore, subject to tax deduction at source. For FY 2024-25, the Company paid dividend of ₹7.65 per share, representing 153% of Paid-up Share Capital and resulted in total dividend payout of ₹89.05 crore.

FINANCIAL POSITION

10. The financial position of the Company as on 31 Mar 2026 and previous year is shown below:

(₹ in crore)

Particulars	As on 31 Mar 2026	As on 31 Mar 2025
Capital Employed	1,936.56	1,620.58
Gross Block	1,673.35	1,624.55
Net Block	944.13	972.41
Working Capital	1,399.41	1,102.85
Net Worth	1,936.13	1,620.15
Value Added	720.51	438.84
Ratios:	**%**	**%**
Profit before Interest, Exceptional Item and Tax : Capital Employed	22.87	23.40
Profit After Tax : Net Worth	17.12	17.80
Value Added : Capital Employed	37.21	27.08

CONTRIBUTION TO EXCHEQUER

11. During FY 2025-26, the Company contributed an amount of ₹197.46 crore to the Exchequer by way of dividend, duties and taxes vis-à-vis ₹163.90 crore in FY 2024-25.

JOINT VENTURE COMPANY

12. GSL is one of the consortium members of LENS (Laboratory for Electro Optical Navigational Systems) Foundation, a company incorporated under Section 8 of the Companies Act, 2013, pursuant to the Defence Testing Infrastructure Scheme of the Government of India and holds 10% of the equity share capital of this Company. Pursuant to the provisions of Section 129(3) of the Companies Act, 2013 read with Rule 5 of the Companies (Accounts) Rules, 2014 (as amended), a separate statement containing the salient features of the financial statements of this Company in Form AOC-1 is appended to the Financial Statements.

OPERATIONAL PERFORMANCE

Ship Construction

13. During FY 2025-26, the Shipbuilding division of the Company achieved a record VoP of ₹3,548.92 crore, accounting for over 95% of the Company's total turnover and a significant rise of 34% from ₹2,640.87 crore in FY 2024-25. This increase demonstrated the accelerated execution momentum of multiple vessels of varied complexity and tonnage under concurrent construction at GSL.

14. The detail of projects under execution by Shipbuilding division are as follows:

(a) **Advanced Frigates:** Your Company is currently executing the prestigious project for construction of two weapon-intensive advanced Frigates for the Indian Navy under the import substitution initiative. Amidst geopolitical disruptions affecting supply chain, the outfitting and post launch activities are progressed on both the vessels under innovative alternative sourcing and solutions.

These platforms incorporate an indigenisation content of approximate 56% as compared to 25% on similar ships in service. A majority of the systems have been successfully indigenised in collaboration with Indian industry partners, and most of the indigenous items are presently under various stages of installation onboard the vessels. The project reflects the steadfast commitment of the Indian defence manufacturing sector towards reducing import dependence and achieving greater self-reliance in defence production.

(b) **Pollution Control Vessels (PCVs):** GSL marked a significant milestone in India's maritime capability enhancement with the delivery of first PCV 'ICGS Samudra Pratap' to the Indian Coast Guard (ICG) on 23 Dec 2025, which was commissioned on 05 Jan

2026 by Hon'ble Raksha Mantri Shri Rajnath Singh in august presence of Dr. Pramod Sawant, Hon'ble Chief Minister of Goa. The second ship of the series 'ICGS Samudra Prachet' was launched on 23 Jul 2025 in the presence of DG Paramesh Sivamani, AVSM, PTM, TM, Director General of the ICG and the post launch activities are in progress. These entirely in-house designed vessels augment the capability of ICG in controlling pollution at sea, oil spill contamination, and limiting environment damage.

(c) **Fast Patrol Vessels (FPVs):** Your Company is executing a contract for construction of eight FPVs for ICG. During the year, the Company successfully launched four of these vessels and delivered four ships in swift succession, underscoring its ability to handle concurrent builds seamlessly. These indigenously designed vessels are fitted with state-of-the-art systems, and deployed by the ICG for patrolling, anti-smuggling and counter-terrorist operations.

(d) **Next Generation Offshore Patrol Vessels (NGOPVs):** Your Company is undertaking construction of NGOPVs for the Indian Navy. Keel of fourth NGOPV was laid on 09 Jun 2025 in the presence of Adm K Swaminathan, PVSM, AVSM, VSM, the then Vice Chief of the Naval Staff, followed with the ceremonial launch of the first NGOPV on 31 Mar 2026 in the presence of VAdm Tarun Sobti, UYSM, AVSM, VSM, the Deputy Chief of the Naval Staff. Upon commissioning, these vessels will form an essential part of Indian Navy's fleet and will be deployed for coastal defence and surveillance, search and rescue operations, protection of off-shore assets and antipiracy missions.

General Engineering Services (GES) and Ship Repairs

15. **GES Projects:** The status of projects under execution by GES division are as follows:

(a) **LPG Cylinder Carrier Vessels:** Of the two LPG Cylinder Carrier vessels for the Union Territory of Lakshadweep Administration, first vessel was delivered last year. The contract amendment for conversion of second vessel to carry bulk Petroleum, Oil, and Lubricants was signed during the year.

(b) **Maintenance Support:** The Company continued to provide maintenance support for GSL-built Shore Based Test Facility, Damage Control Training Facility and Nuclear, Biological & Chemical Training Facility. Further, the contract of mid-life upgradation of 11 boats for Karnataka Coastal Security Police was concluded during the year.

(c) **Army Boats:** The Company secured a contract for construction of ten Patrol Boats for the Indian Army, further strengthening the Company's order book.

16. **Ship Repairs:** Moving forward, the Company aims to capitalise on its proposed infrastructure expansion to aggressively scaling its ship repair vertical.

Export Projects

17. **Floating Dry Dock for Sri Lanka Navy:** The construction of 4000T Floating Dry Dock for the Sri Lanka Navy is progressing as per the schedule. The platform was launched on 19 Feb 2026 in the presence of Sri Lankan Navy delegation.

18. **2000M^3 Trailing Suction Hopper (TSH) Dredger for Jan De Nul, Luxembourg:** The Company is executing its maiden commercial export contract of a 2000M^3 TSH Dredger for Jan De Nul Group, Luxembourg. The keel of the vessel was laid on 16 Apr 2025 and the construction activities are in progress.

ORDER BOOK POSITION

19. As on 31 Mar 2026, the cumulative net value of works-to-be-executed stood at ₹13,126 crore. This encompasses orders received for Ship Construction, Export Projects, General Engineering Services, Annual Maintenance Contracts and the recently signed contract for Army Boats.

20. Furthermore, a major contract for the Indian Navy is in the final stages of conclusion. Upon signing, the Company's order book position will exceed ₹32,400 crore, representing a robust portfolio and ensuring a solid revenue pipeline for next five years.

BUSINESS DEVELOPMENT

21. Recognising the emerging opportunities in the maritime sector, GSL is consistently strengthening its efforts to market its indigenously designed and reliable products in both domestic and friendly foreign markets. Simultaneously, the Company is diversifying its portfolio of products and services to cater the growing demand across various categories of vessels and maritime infrastructure. GSL is strategically focusing on high-potential segments including corvettes, frigates, offshore supply vessels, multi-purpose vessels, fully electric tugs, and dredgers. While defence shipbuilding continues to constitute its core strategic domain, GSL also undertakes commercial shipbuilding projects, leveraging its extensive technical expertise to address broader maritime and industrial requirements.

22. In order to overcome the present geographical constraints of tonnage and depth at the existing Yard, the Company has formulated an expansion strategy to augment its shipbuilding capabilities to meet the growing requirements of the Indian maritime sector. In this pursuit, your Company has signed a MoU with Maharashtra Maritime Board for setting up of a state-of-the-art Greenfield-cum-Integrated Ship Repair Facility in Maharashtra to handle construction of large, complex warships and commercial vessels. Further, expansion plan of setting up a warehouse and storage facility in close proximity to the Shipyard is in pipeline for optimising the utilisation of yard space for construction activities.

23. Towards diversification and in order to tap new revenue generation streams, the Company has embarked on various futuristic R&D projects in strategic and niche technology domains and working on prototype development of autonomous surface vessel and unmanned underwater vessel, through technical collaborations. Further, your Company is also widening its footprint in green vessels mainly fully electric tugs.

24. GSL in collaboration with Department of Defence Production (DDP), Ministry of Defence (MoD) organised 'Samudra Utkarsh Seminar' a premier maritime event to celebrate 4,524 years of India's Shipbuilding excellence and highlighted the nation's push to become a global hub for shipbuilding and ship repair. The event was inaugurated by Hon'ble Raksha Mantri, Shri Rajnath Singh and provided opportunities to Indian Shipyards to showcase India's indigenous capabilities.

EXPORT INITIATIVES

25. In line with the Government of India/MoD thrust on export target of ₹50,000 crore by 2029, your Company is pursuing all avenues to increase geo-strategic reach for exporting its in-house designed products and services to friendly foreign countries. The following initiatives have been taken to increase the export with in-house designed products:

    (a) In the defence segment, several friendly foreign nations have evinced strong interest in GSL's established portfolio of platforms, including multiple variants of offshore patrol vessels, fast patrol vessels, high-speed interceptor boats, floating dry docks, and simulators. The Company is proactively pursuing these opportunities to secure export orders, thereby reinforcing its long-term growth prospects. Simultaneously, GSL is actively exploring emerging prospects in the commercial shipbuilding segment, encompassing offshore supply vessels, multi-purpose vessels, dredgers, bunker tankers, heavy-lift container vessels, anchor handling tugs, and similar platforms that are witnessing significant demand in international markets. The Company has received multiple enquiries for such vessels from overseas clients. In addition, GSL is offering specialised training support in the areas of ship design, construction, repair, and maintenance.

    (b) GSL participated in various overseas exhibitions viz. Latin America Aerospace and Defence (LAAD) Security Expo-2025, Brazil; Defence Exhibition Athens (DEFEA), Greece; Nor-Shipping 2025, Norway; Europort-2025, Netherlands; India-Kenya Defence Industry Exhibition & Seminar, Nairobi, Kenya, and in Industry specific mini-Defexpo organised in Algeria, Tanzania, and Philippines to publicise its expertise and identify various business opportunities. GSL also took part in domestic exhibitions such as CII Conference on Shipbuilding, Goa, and India International Trade Fair 2025 in New Delhi.

(c) The Company proactively engaged with prospective customers in focus regions of Africa, ASEAN and IOR through Indian Embassies and High Commissions abroad for exploring export opportunities. To further strengthen its international outreach, GSL has appointed marketing representatives in key global regions.

(d) Focused efforts are being undertaken to pursue export opportunities through both Government-to-Government (G2G) and Business-to-Business (B2B) routes. Under the G2G framework, opportunity for offshore patrol vessels in friendly foreign nation is being pursued.

(e) The maiden construction of TSH Dredger for Jan De Nul Group of Luxembourg marked a significant milestone in GSL's entry into the international commercial shipbuilding market. Building upon this achievement, the Company is presently engaged in multiple export enquiries and business development initiatives in the commercial shipbuilding domain.

INDIGENISATION AND MAKE IN INDIA INITIATIVES

26. GSL's operational philosophy is deeply aligned with the national mission of 'Aatmanirbhar Bharat' (Self-Reliant India), driven by the overarching vision of "Achieving Maritime Excellence". In consonance with the Ministry of Defence's Positive Indigenisation Lists (PILs), aimed at promoting indigenisation in defence sector, GSL has aggressively pursued the domestic production of critical systems, and successfully indigenised 45 out of 49 identified equipment and systems. This shift has considerably reduced dependency on foreign imports and yielded substantial foreign exchange savings.

27. To further strengthen self-reliance in defence production under the 'Make in India' initiative, the Yard actively develops domestic alternatives for components previously sourced from foreign vendors. Through sustained efforts, the Company has achieved indigenous content of approximately 75% in PCV project, and 60% in FPV project, including complex systems such as gearboxes. Furthermore, the development of entire design in-house for these projects contributed significantly to the indigenisation effort.

28. Your Company is also striving to enhance the indigenisation content in ongoing Frigates project for Indian Navy, which has presently reached approximately 56%, successfully integrating technologically advanced equipment, weapons and sensors. Efforts are on to further increase the indigenous content with increased sourcing from local Indian industry. Similarly, the indigenisation level in another Naval project, the NGOPV is reaching approximately 76%. Setting a new benchmark, Floating Dry Dock under construction for the Sri Lanka Navy will feature 100% indigenisation content, including ballast control system, hauling system, level luffing cranes.

29. GSL also supports the Government initiative of Srijan portal, which is designed to promote the indigenisation of imported equipment and items by Indian firms. To boost indigenisation, GSL has uploaded 161 items on the portal, out of which 153 have already been indigenised, thereby providing a strong push to local industry participation. GSL is also collaborating with foreign OEMs for indigenisation of critical systems/components for meeting the ongoing requirements of defence forces. Various policy reforms and geopolitical volatility have also supplemented the prospects for increased indigenisation, which is steadily being progressed at GSL.

PROCUREMENT WITH IMPETUS TO MICRO AND SMALL ENTERPRISES

30. Your Company continues to strengthen its procurement ecosystem through enhanced transparency, digitalisation, and inclusive vendor development initiatives. In line with Government policies, focused efforts were undertaken during FY 2025-26 to promote e-procurement including the Government e-Marketplace (GeM) portal, encourage participation of MSEs and Startups, and broaden the vendor base across diverse sectors.

31. During FY 2025-26, the total annual procurement of goods and services by GSL was ₹1,422.55 crore, of which more than 96% being ₹1,371.45 crore were sourced through e-procurement modes, including GeM portal. Materials and services worth ₹1,273.26 crore - 89.51% of total annual procurement were procured through GeM portal by undertaking a large number of transactions across various categories. Your Company continues to take proactive measures

to further augment procurement through GeM and is actively encouraging its vendor network to onboard their products and services on GeM platform.

32. GSL continues to actively promote and support Micro and Small Enterprises (MSEs) by sourcing a wide range of goods and services from them, in compliance with the Public Procurement Policy for MSEs issued by the Ministry of MSME. The Company has reserved 18 shipbuilding project specific items for exclusive procurement from MSEs, over and above 358 items reserved by the Government of India and implemented liberalised payment terms in order to enhance their liquidity to tackle multiple long-term projects smoothly.

33. To ensure timely payment to MSMEs, the Company has on-boarded on all the five operating RBI regulated TReDs platforms and MSME vendors are encouraged and guided to enrol on these platforms. Further, the Company is registered on "MSME Sambandh" portal for regular uploading of procurement data and other details, and "MSME Samadhaan" portal for ensuring resolution of grievances related to payment to MSEs.

34. Your Company remains committed to fostering innovation and promoting Startup participation in procurement activities. In order to facilitate wider participation of Startups, certain eligibility requirements relating to prior experience and turnover have been suitably relaxed, without compromising on technical specifications, quality standards, or operational requirements.

VENDOR DEVELOPMENT MEETS

35. In line with the Government of India policies, your Company is taking constant measures for increasing its vendor base, especially from MSEs including SC/ST and women owned enterprises, and regularly organises and participates in several vendor meets, webinars and programmes. Your Company extends technical guidance and requisite support to MSEs, wherever required.

36. In order to strengthen the vendor base and to sensitise Indian vendors for opportunities available for indigenisation, GSL organised the following conclaves during FY 2025-26 in association with Department of Defence Production, MoD:

(a) State level Defence MSME Conclave under the MoD's Scheme for promotion of MSMEs on "Enhancing regional capabilities through MSME Defence Cluster Development in Goa", alongwith Federation of Indian Chambers of Commerce & Industry; and



Director (Operations) addressing the gathering at State Level Defence MSME Conclave

(b) Regional Defence MSME Conclave 2025 on "Supply Chain Resilience in Naval Systems - Opportunities for Start-Ups & MSME" at Kochi, Kerala along with Confederation of Indian Industry (CII) and Society of Indian Defence Manufacturers.



GSL participated in Regional Defence MSME Conclave

37. GSL also participated in various vendor development programmes during the year such as (i) National Defence Industries Conclave organised by MoD at New Delhi, (ii) Webinar conducted during 5th India MSME Defence Week organised by EEPC India, and (iii) Vendor Meet organised by Mahratta Chamber of Commerce, Industries and Agriculture, Pune.

INTEGRITY PACT

38. In line with the directives of MoD and initiatives of the Central Vigilance Commission (CVC) to eradicate corruption in procurement activity and to uphold transparency and integrity, equity and competitiveness in procurement, the Company has adopted Integrity Pact for procurement transactions/contracts above ₹2.00 crore. The Integrity Pact

essentially envisages an agreement between the vendors/bidders and the buyer (GSL), committing the persons/officials of both sides, not to resort to any corrupt practices in any aspect/stage of the contract. Only those vendors/bidders, who commit themselves to the Pact, are considered competent to participate in the bidding process.

39. In accordance with CVC circular on "Adoption of Integrity Pact" and as recommended by CVC, Smt. Anita Pattanayak, IA&AS (Retd) and Shri Vinodanand Jha, IRS (Retd) were appointed as Independent External Monitors (IEMs) for monitoring the implementation of Integrity Pact. On completion of tenure of Smt. Anita Pattanayak, Shri T. Jacob, IAS (Retd) was appointed as IEM. IEMs hold quarterly meetings with Commercial department, and half-yearly structured meetings with the Chairman & Managing Director. During FY 2025-26, total 110 contracts of approximate value of ₹1,006.96 crore including taxes covered under Integrity Pact were reviewed by the IEMs.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

40. Your Company, being a Government Company engaged in producing defence equipment, is exempted from furnishing the information with regard to conservation of energy, technology absorption, foreign exchange earnings and outgo under the provisions of Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 vide Ministry of Corporate Affairs (MCA) Notification No. GSR 680(E) dated 04 Sep 2015.

RESEARCH & DEVELOPMENT

41. The Shipyard's growth is underpinned by its robust in-house design capabilities and sustained focus on Research & Development, enabling the development of technologically advanced platforms tailored to specific customer requirements. GSL's R&D unit is recognised by the Government of India and administers and maintains a comprehensive suite of specialised software tools critical to ship design and analysis, including AVEVA, FORAN, ANSYS, NAPA, LS-DYNA, Nastran Patran, AutoCAD, and E-Plan. The unit also features a Virtual Reality Centre, enabling the visualisation of 3D stereoscopic models of warships, further advancing its technological edge.

42. A notable initiative undertaken is the implementation of the Design Model Review system, which extends the design network to the production floor. This enables real-time visualisation of 3D design models and associated documentation on large displays, allowing production teams to review, annotate, and communicate feedback directly to designers. This closed-loop interaction has significantly reduced design iteration cycles and improved overall efficiency in design finalisation.

43. Most of the ongoing projects are based on proprietary indigenous designs, including PCV and FPV for ICG and TSH Dredger for export. Further, the Company's initiatives in emerging technologies, including autonomous surface vessels and unmanned underwater vessel, demonstrate its continued emphasis on innovation and future-ready maritime solutions.

44. The experience gained through the design involvement and construction of the Frigate project has provided GSL with significant expertise in complex weapon-intensive platforms. This has substantially enhanced the Shipyard's capability to indigenously design and construct advanced naval combatants, including next generation corvettes, mine counter measure vessels (MCMVs), and next generation frigates envisioned for future acquisition by the Indian Navy.

45. During the year, the expenditure to the tune of ₹20.48 crore was incurred by the Company under the R&D head.

46. Your Company is actively participating in iDEX (Innovation for Defence Excellence) initiative of the Government of India and has submitted challenges to iDEX. AI Based Condition Monitoring System for wire ropes of Ship Lift System using a sensor for detection of wire rope flaws has been developed through iDEX by GSL and certified by Indian Register of Shipping. The sensor involves advanced AI algorithm for flaw detection. The intelligent system includes the Industry 4.0 technologies such as Artificial Intelligence (AI), Machine Learning (ML) and

Deep Learning (DL) for analysis of sensor signal to identify existence of local flaw. GSL has customised the sensor, monitoring devices and associated accessories to meet its requirement for holistic use during operations.

INTELLECTUAL PROPERTY RIGHTS

47. As part of Mission Raksha Gyan Shakti initiatives of MoD, GSL has continued its concerted efforts towards Intellectual Property Rights (IPR) governance. GSL has a dedicated IPR cell to promote invention, innovation and IPR awareness. GSL regularly conducts IPR awareness sessions with an objective to imbibe technology and innovation driven work culture amongst employees and vendors of GSL, and 19 such personnel were trained during the year. Further, two IPRs were granted during FY 2025-26, elevating GSL's cumulative IP portfolio to 53 IPRs.

INFORMATION TECHNOLOGY

48. Your Company has been committed to adopt and implement advanced information technology systems/processes to integrate all aspects of business operations. Some of the major initiatives taken during FY 2025-26 are as under:

    (a) External Disaster Recovery site was implemented at lower seismic zone to ensure business continuity by minimising downtime and to meet the regulatory compliances.

    (b) Multiple dashboards are available for the management and key users to monitor the project/financial status, material arrival/delay. These dashboards transform complex, real-time operational data into actionable insights, enabling instant monitoring, faster decision-making, and elimination of manual reporting.

    (c) As part of business process restructuring, multiple core business processes (i.e. tendering, material return, on-board inspection, defect reporting, communication to suppliers) which were performed outside the system have been developed and implemented in new ERP and linked with business transactions being entered on a daily basis.

    (d) GSL website has been redeveloped on latest technology and complied for Website Quality and Accessibility (GIGW 3.0/WCAG) and hosted on NIC server after cyber security audit by CERT-IN empanelled auditor and obtaining safe-to-host clearance from CIRA (MoD). As per the directives of CVC, GSL website is updated with all proper relevant information.

    (e) Advisories received from CERT-IN, IB (MHA) and CSG-DDP are analysed and compared with the external connectivity on GSL firewall and prompt appropriate actions are taken.

    (f) Online trainings/workshops on cyber security and incident handling are being conducted by CSG-DDP, C-DAC (MeiTY), CyCord (MHA) on regular basis for cyber threat and mitigation, and block-chain to IT personnel.

    (g) As part of Cyber Jaagrookta Diwas, program on cyber/data security/PIO calls/identity theft is being conducted regularly to bring awareness among computer users.

    (h) Regular monitoring and analysis of networking connectivity for visibility into IT infrastructure, proactive issue resolution, prevent outages, secure functional operations, and to ensure the cyber security compliances. Gateway Firewalls are updated for its Firmware regularly with latest update to avoid any vulnerabilities.

    (i) Monitoring of external e-mails with spam filter email security solution and Advance Threat Protection security solution to protect against unknown malware, viruses with robust zero-day protection and to safeguard from harmful attachments/links. Regular awareness has been created among GSL e-mail users about the phishing, spamming, spoofing, malicious, and strange e-mails.

    (j) Periodic risk assessment and evaluation by internal/external team, QMS/IMS audit for sustainability of IT systems, and cyber security audits by different external/ empaneled agencies.

    (k) Replacement of outdated computer hardware with latest configuration and software with current version for ensuring enhanced performance and improved security.

QUALITY ASSURANCE (QA)

49. Quality continues to remain a key focus area for the Company, with sustained emphasis on delivering products that meet the highest standards of reliability and performance. GSL rigorously adheres to established quality standards at each stage of production to ensure delivery of quality products. GSL is certified for Integrated Management Systems (IMS) comprising ISO 9001:2015 for Quality Management Systems; ISO 14001:2015 for Environmental Management Systems and ISO 45001:2018 for Occupational Health & Safety Management Systems by Indian Register Quality Systems (IRQS), Mumbai. The certification is for "Design, Construction and Repair of Ships and Crafts and providing General Engineering Services". The Surveillance ISO Audit of GSL was successfully conducted by IRQS in Dec 2025. All departments hold quarterly review meetings to assess the implementation and effectiveness of IMS within their respective areas. These reviews also capture process improvements, corrective actions, and innovative initiatives for continual improvement. Additionally, the Management Review Meeting held in Dec 2025 evaluated the overall effectiveness of IMS and ensured continued compliance with quality, environmental, occupational health & safety, and statutory requirements.

50. The Yard has a well experienced QA inspection team, that is continuously trained in advanced inspection methodologies, quality practices, and industry standards. Ship construction, repair, and general engineering activities are closely monitored by the in-house QA&R Department, along with inspections by external agencies.

51. As part of modernisation and process enhancement, GSL is progressing towards QA 4.0 implementation, incorporating advanced technologies such as Phased Array Ultrasonic Testing (PAUT) and AI-based welding inspection systems. PAUT enables precise flaw detection compared to conventional ultrasonic testing, while AI-based systems assist in automated weld defect identification, inspection data logging, and feedback for process improvement and reduction in rework. The Yard continues to emphasise on defect prevention and process reliability. The QA function also plays a crucial role in reducing build periods, minimising rework, reducing D-448 defects at the time of ship handover, conducting receipt inspections and on-board inspections. Multi-level inspections from raw material stage to final product are conducted by QA&R and third-party agencies recognised by WOT/CGRPT. This robust system ensures compliance with customer and statutory requirements while minimising errors. A structured Non-Conformity Management System ensures timely resolution of all anomalies. Further, end-to-end digitisation of QA processes is underway as part of the Company's broader digital transformation initiative.

52. Further, Product Quality Plans (PQP) have been developed and approved for ongoing projects. These PQPs establish defined quality checkpoints and control measures throughout execution.

53. During the year, customer satisfaction survey was conducted by an independent third party, and the responses were consolidated into Customer Satisfaction Index, which showed a positive trend, reflecting improved customer confidence and satisfaction with the Company's products and services. This underscores the effectiveness of the Company's quality assurance framework and customer-centric approach.

INDUSTRIAL SECURITY

54. GSL has been declared as a "Prohibited Place" under the Official Secrets Act, 1923, highlighting its strategic importance and the critical nature of its operations. The physical security of the Company's Offices, Yard and Unit II is entrusted to the Central Industrial Security Force (CISF) contingent. Further, security arrangements at Units III, IV and V, which primarily function as makeshift godowns and warehouses, are managed through DGR registered security agency. To strengthen waterfront security, patrolling boat has been deployed by CISF for surveillance and patrolling duties. In addition, a CCTV surveillance system covering all critical and sensitive locations has been installed. Awareness programmes, fire safety training sessions, contingency exercises and mock drills are conducted at regular intervals to ensure operational readiness and effective emergency response.

NATIONAL RECOGNITION/AWARDS

55. The Company bagged the following prestigious awards during FY 2025-26:

    (a) "SCOPE Eminence Award in the category of Women Empowerment for the year 2022-23" conferred by Smt Droupadi Murmu, the Hon'ble President of India;

    (b) 19th National Awards for Excellence in Cost Management in Medium PSU Category;

    (c) 'The Golden Peacock Awards 2025' in HR Excellence category;

    (d) Governance Now 12th PSU Award 2026 as the Best PSU in the categories of 'Highest Turnover (Growth)' and 'CSR Leadership Award';

    (e) Indian Chamber of Commerce 15th PSE Excellence Awards for (i) Operational Performance Excellence, (ii) Inclusivity-Contribution of Women and Differently abled in PSEs, (iii) Corporate Governance, and (iv) Corporate Social Responsibility & Sustainability;

    (f) 'Best Employer in Goa' at 14th Regional Committee Meeting of Employees' Provident Fund Organisation;

    (g) Silver Award for 'Excellence in Corporate Communications' at Tusker National Awards 2025; and

    (h) 'Organisation with the Highest Quality Orientation' award at the 14th Edition of the World Quality Congress & Awards.

HUMAN RESOURCE

Manpower

56. As on 31 Mar 2026, the total manpower strength of the Company stood at 1,361 employees. The total workforce comprised 1,210 regular employees (235 executives, 101 supervisors, 870 workmen, and 04 tradesmen trainees) and 118 fixed-term employees (22 executives, 02 supervisors, and 94 workmen). The remaining strength comprised of 15 trainee project executives and 18 junior project executives. The total strength includes 148 women employees (35 executives and 113 non-executives).

57. The position regarding representation of SCs, STs, OBCs, PwBDs and women personnel in various categories as on 01.01.2026 and 01.01.2025 is given in **Annexure 'A'**. The particulars of recruitment of SCs, STs, OBCs, PwBDs and women personnel during the calendar year 2025 is given in **Annexure 'B'**.

58. The reservation of 4% for recruitment of Persons with Benchmark Disabilities has been provided in Group 'A', 'B', 'C' and 'D' categories in compliance with "The Rights of Persons with Disabilities Act, 2016".

Maternity Benefit Act, 1961

59. GSL has complied with the provisions relating to the Maternity Benefit Act, 1961 during FY 2025-26.

Industrial Relations

60. GSL continued to nurture harmonious and collaborative industrial relations throughout the year. Despite the multi-union environment, the relationship between management and employee association remained positive and constructive. Personnel at all levels including executives, non-unionised supervisors, and workmen, demonstrated strong commitment to enhancing the Company's productivity and sustainable growth. Regular meetings were conducted with union and association representatives to ensure ongoing engagement. GSL has implemented New Promotion Policy for Workmen during FY 2025-26. To effectively address employees' concerns and representations, a well-established Shop Council, Safety Committee, Welfare Item Selection Committee, Grievance Redressal Mechanism, and various other committees and mechanisms are in place.

Learning and Development of Human Resources

61. GSL places utmost importance on employee empowerment through continuous enhancement of knowledge, skills and capabilities to drive improved organisational performance. Towards upskilling its workforce, the Company conducted various online, external and in-house training and skill development programmes during the year covering diverse technical, functional and behavioural domains, which benefitted 655 employees involving around 2403 man-days.

62. In line with the Learning & Development Policy of the Company, a Structured Induction Training Program was organised at HAL Management Academy, Bengaluru in Oct 2025 for 11 newly inducted management trainees of the Company. The program was designed to equip the participants with essential managerial and leadership skills required for executive roles.

63. GSL also organised Structured Induction Training Program of one-week duration for the newly inducted workmen and supervisors, aimed at familiarizing them with the rules and regulations, work culture and safety norms of the Company, facilitated by external and internal faculties. The program also familiarised the new inductees to the functioning of various departments of the Company in addition to train them on office etiquettes, formal behaviour and business communication.

64. Worker's education program of one-month duration was organised for 30 workmen from various departments, followed by 2-days industrial visit to manufacturing companies to observe and study their best practices. Further, the Company nominated nine employees for three months training program on 3G Welding and ten employees for one-week advanced training on Hydraulics & Pneumatics at Institute of Maritime Studies, Bogda, Goa.



2-days industrial visit to Tata Steel, Jamshedpur, as part of Worker's Education Program

65. One officer participated in Advance Global Leadership Program (AGLP 2.0): International Study cum Business Tour organised by Standing Conference of Public Enterprises (SCOPE), New Delhi in collaboration with the Indian Institute of Management, Calcutta and benefitted immensely out of it.

66. Awareness sessions/training programs on safety at workplace, cyber security, vigilance, procurement policy, taxation matters, etc. were organised at regular intervals. Further, programs on use of personal protective equipment, fire safety, chemical safety, industrial hygiene, materials handling, survival at sea, first aid training, environment and health issues, mock drill for emergency preparedness, etc. were also conducted for the benefit of GSL employees and contractors/contract workmen.

67. 34 GSL executives were enrolled for Harvard Manage Mentor program, an online e-learning program of one-year duration, developed by Harvard Business School Publishing in collaboration with SCOPE. The program commenced in Feb 2026 and includes 42 self-paced modules covering key management topics such as leadership, project management, and communication.

68. A two-days training program was organised for 22 GSL employees including SC/ST and OBC Association members on 'Roster Writing and Reservation in Services/Govt. Policies for reservation and relaxation for SCs, STs, OBCs & PwBDs and Recruitment Rules in PSUs'. Further, the liaison officer-SC/ST was nominated for four-days' workshop on Rosters & Reservation in Services organised by National Academy of Human Resource Development at Sikkim.

69. Executives were also nominated for relevant training programs/workshops organised by institutes of repute such as DPE, CII, SCOPE, ICSI, ICAI, ICMAI, etc. during the year.



Awareness and Sensitisation Session on Rights of Persons with Disabilities

Apprenticeship Training

70. GSL remains committed to fulfilling its obligations under the Apprentices Act, 1961. The Company has a dedicated Apprentice Training Cell. During FY 2025-26, 99 apprentices, comprising 66 trade apprentices, 11 engineering graduate apprentices, 09 non-engineering graduate apprentices and 13 sandwich apprentices were engaged.

71. Recognising that shipbuilding is a complex and sophisticated activity requiring highly skilled and trained manpower, the Company has implemented the "Advanced Training Scheme for

Ex-Apprentice". The Scheme provides advanced training for a period of two years post completion of initial apprenticeship, subject to availability of resources and allocable jobs. During FY 2025-26, 36 apprentices were inducted as advance trainees under this Scheme.

Employee Welfare Measures

72. Employee welfare is a cornerstone of human resource development at GSL. The Company ensures a safe, compliant, and healthy work environment and prioritised the well-being of its employees. Accordingly, the Company welfare drives include statutory provisions such as canteen facility, drinking water, rest room, first aid appliances, crèche, ambulance. The Company also provides essential welfare and safety items like safety shoes, safety helmet, boiler suit cloth, etc. to its employees every year.

73. In furtherance of its employee-centric approach, the Company continued to implement the following financial security and welfare schemes:

    (a) Superannuation Pension Scheme for executives and non-unionised supervisors, and for workmen on permanent rolls;

    (b) Accident Cover and Comprehensive Medical Assistance through Group Insurance Schemes;

    (c) Medical Assistance Scheme to the retired employees through Post-Retirement Medical Insurance Scheme;

    (d) Group Saving Linked Insurance Scheme to provide life cover for officers, supervisors and employees;

    (e) Employee Awards and Recognition Scheme for encouraging employee's ingenuity and creativeness and reinforce performance driven work culture;

    (f) Long service award to employees who have clean record of 15 years and 25 years of service;

    (g) Innovation Award Scheme to promote individual/team innovativeness and encourage and tap creative potential of the employees for betterment of performance;

    (h) Incentives for higher education and self-development in related skills, etc.;

    (i) Financial Assistance through contributory Goa Shipyard Employees Death Benevolent Fund in case of death of employee during service period;

    (j) Scholarship to the employees' children as an incentive for pursuing higher education;

    (k) Subsidised loan scheme for purchase of electric vehicles by GSL employees; and

    (l) Compassionate Appointment Scheme to provide employment on compassionate grounds in case of death of employee as a result of an industrial accident while on duty/ temporary duty.

74. To foster employees' physical well-being, fitness and work-life balance, the Company actively promotes participation in sports and recreational activities and organises competitions/tournaments. In addition, an indoor badminton court and an outdoor gymnasium have been established at the officers' residential enclave, and sports facilities have been made available at the sports complex for the benefit of employees and their families.

75. Besides the aforesaid welfare measures, the Company also provides scholarships to the SC/ST/ OBC students in Goa every year.

76. During the year, GSL actively participated in the nationwide inaugural celebration to commemorate the 150 years of the National Song "Vande Mataram".

Promoting Healthcare amongst Employees

77. Health and wellbeing of every GSL employee and his family is vital to enhance performance and overall growth of the Company. Your Company is providing health services through its dedicated team of doctors and paramedical staff. Apart from taking care of on-duty injuries, GSL also provides super-specialty services through family polyclinic to employees and their dependents. The in-house medical laboratory caters to employees and their families, retired employees and their dependents and CISF personnel attached to GSL. Employees and their dependents referred to specialised care centers for advance treatment across India have been provided with continued follow up support. Medical department also facilitates the medical claim settlements of current and retired employees and their dependants.

78. Preventive healthcare has been provided by means of periodic and routine medical examinations and also through executive health check-up at tertiary care centers. During the year, health camps such as eye check-up, homoeopathy consultation, lung cancer detection, TB screening, blood donation, first aid training, and pulse polio immunisation were organised for the benefit of the employees. In addition, GSL organised special health check-ups along with cancer screening for employees of age 40 years and above across all units of GSL and for all women employees including contract employees. Further, awareness sessions on various health issues were conducted throughout the year for the betterment of employees.

Safety at Workplace

79. GSL accords the highest priority to safety and has embedded it as an integral part of its shipbuilding processes. The Company remains steadfast in ensuring a safe workplace through a systematic approach to safety management, supported by continuous monitoring and strict implementation of safety norms and procedures. To strengthen workplace safety and achieve the objective of zero accidents, the Yard has implemented systems such as Work Permit System, Safety Tool Box Talks, and Hazard Identification & Risk Assessment across all sections. Internal safety audits and inspections are regularly conducted by a dedicated safety team to ensure compliance and continual improvement. These proactive initiatives have contributed to a reduction in reportable accidents during the year. Further, Aspect and Impact Evaluation exercises are carried out across various sections, and necessary measures are being undertaken to minimise environmental pollution and promote sustainable operations.

80. Multiple training programs on safety and health (both internal and external) covering 190 GSL employees and 221 contract employees were conducted during the year. To foster a culture of safety, engaging competitions and training programs were organised during Safety Week 2026. This was further reinforced by safety videos screening during training programs and installation of safety boards at prominent locations across the Yard.

Women Empowerment

81. Your Company believes in promoting gender equality and providing equal opportunities for career growth and advancement to women employees, who constituted approximately 11% of the Company's total workforce as on 31 Mar 2026. The Company continues to ensure strict compliance with guidelines relating to a safe and inclusive working environment and has established a proactive Women Cell dedicated to the welfare, development and empowerment of women employees. The Cell organised a comprehensive day-long training session for non-executive women employees on the topic "Unleash The Power Within", through an external faculty, which comprised of engaging activities and mind exercises.

82. GSL is also a corporate member of the Women in Public Sector (WIPS) Forum and actively encourages women's participation in development programs. During FY 2025-26, GSL was honoured with the 'Best Enterprise Recognition Award' at the 36th National Meet of Forum of WIPS held on 11-12 Feb 2026 under aegis of SCOPE in Mumbai. The event themed "Her Era, Now and Beyond" celebrated the remarkable achievements of women in PSUs, highlighting the importance of nurturing and empowering the future women workforce.

83. During the year, GSL celebrated International Women's Day, by organising an engaging day-out programme for all women employees. The programme featured various group activities and team building games, fostering camaraderie and enjoyment amongst all participants.

Prevention of Sexual Harassment of Women at Workplace

84. The Company is steadfast in upholding and safeguarding the dignity of women employees, and has a duly constituted Internal Committee (IC) in accordance with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH Act) to address and enquire into complaints of sexual harassment at the workplace. The Committee is chaired by a senior woman executive and includes an external member possessing expertise and experience in matters relating to sexual harassment. During the year, four IC meetings were conducted, one in each quarter. GSL has onboarded the SHe-Box portal of the Ministry of Women and Child Development.

85. An in-house awareness program on POSH Act was conducted by an external faculty, for the IC members and newly joined trainees. Further, three IC members attended a one-day training program on POSH Act conducted by Project Pearl at GCCI, Panjim. To ensure widespread awareness, informational posters on sexual harassment at workplace and penal provisions are installed at prominent locations across the Yard.

86. Dr. Archana Majumdar, Hon'ble Member of National Commission for Women along with Mrs. Ranjita Pai, Chairperson, Goa State Commission for Women visited GSL and interacted with the management and IC members about the compliance of POSH Act and conducted an interactive and enriching session on POSH Act, ICC procedures and gender sensitisation in workplace on 08 Dec 2025 for GSL employees.

87. During FY 2025-26, the Committee did not receive any complaint on sexual harassment, hence there is no complaint pending at the end of the year 2025-26. Information for the year in terms of Section 22 of the POSH Act is indicated below:

(a)	Number of complaints of sexual harassment received in the year	Nil
(b)	Number of complaints disposed off during the year	NA
(c)	Number of cases pending for more than ninety days	Nil
(d)	Number of workshops on awareness programme against sexual harassment conducted during the year	02
(e)	Nature of action taken by the employer	NA

IMPLEMENTATION OF OFFICIAL LANGUAGE POLICY

88. The Company is constantly working to comply with the Official Language Policy of the Government of India and the directives issued by the Department of Official Language, Ministry of Home Affairs from time to time and has undertaken sustained efforts towards the promotion and effective implementation of Official Language. The Company achieved the targets laid down in the Annual Programme 2025-26 regarding usage of Hindi in official work and complied with online submission of quarterly reports.

89. During the year, GSL was awarded with two prestigious awards for its concerted efforts in promoting use of Official Language at workplace. The more notable one was the 'Rajbhasha Kirti Award' conferred by the Department of Official Language, Ministry of Home Affairs for outstanding performance in Official Language implementation at the National level in 'C' region for the year 2024-25. Another accolade was the First Prize for the commendable performance in implementation of Official Language Policy amongst Central Government Offices in South Goa for FY 2024-25 by the Town Official Language Implementation Committee (TOLIC), South Goa.



1st prize for implementation of Official Language by TOLIC for FY 2024-25

90. The initiatives taken by your Company towards implementation of Official Language include the following:

(a) Quarterly meetings of Official Language Implementation Committee under the chairmanship of CMD, GSL were held to review the progress made in promoting Official Language.

(b) Functional Hindi Workshops were conducted in each quarter for GSL officers, supervisors and employees for providing training on unicode system and usage of various Hindi software. Five candidates were nominated for Prabodh, Praveen and Pragya training conducted by Central Hindi Training Institute, New Delhi. Refresher training for Hindi Typing and Table Training program for usage of Hindi on computer were also conducted for GSL personnel.

(c) GSL observed Hindi Fortnight (Pakhwada) 2025 from 16 to 30 Sep 2025 and as part of the event, Goa level various competitions in Hindi were organised. A large number of employees and their children participated with

great enthusiasm and awards were given to the participants. In addition, various competitions were organised throughout the year for promotion of Hindi language. Rajbhasha Sangoshthi on 'Sangharsh Ek, Shikhar Anek' was organised on 27 Feb 2026.



Observation of Hindi Pakhwada from 16 to 30 Sep 2025

(d) Two editions of half-yearly in-house magazine in Hindi "Goayard Darshan" were released and uploaded on GSL website. Best articles and poems published in Goayard Darshan were awarded to encourage Hindi writing among GSL personnel. Various incentive schemes are in vogue to motivate employees' children to learn Hindi and employees to use Hindi in their office work.

(e) Hindi Library has been established with good number of Hindi books to encourage Hindi reading. Website of the Company has also been designed in Hindi and content is updated periodically. The Company's Annual Report, MoU, Brief, Questionnaire and Presentation of various Parliamentary Committees, Recruitment Advertisements, and Promotion/Recruitment Question Papers were prepared in bilingual form.

IMPLEMENTATION OF THE RIGHT TO INFORMATION ACT, 2005

91. In compliance with the provisions of the Right to Information Act, 2005 (RTI Act), the Company has established a well-defined mechanism for effective implementation of the RTI Act and for providing information to the citizens in a transparent and timely manner. Your Company has designated officers as Assistant Public Information Officer, Central Public Information Officer and Appellate Authority for ensuring compliance with the RTI Act. During FY 2025-26, 122 RTI applications were received through online/offline mode, which were replied/ information furnished within the statutory time period. Out of these, 13 RTI applicants preferred appeal before the Appellate Authority under Section 19(1) of the RTI Act, all of which were disposed within the stipulated time frame. Further, there were no cases pending before the Central Information Commissioner (CIC) as on 31 Mar 2026 pertaining to RTI applications filed during FY 2025-26. Proactive disclosure of information as required under Section 4 of the RTI Act has been uploaded on the website of the Company. In addition, quarterly returns are being uploaded on the CIC website.

VIGILANCE ACTIVITIES

92. Vigilance department strives to strengthen the ethical standards and integrity framework of the Company through an effective balance of preventive, punitive, and surveillance and detection measures along with the implementation of systemic improvements. During FY 2025-26, a number of regular inspections, surprise checks and Chief Technical Examiner (CTE) type inspections were carried out in various areas with an aim for timely intervention to preclude lapses/violations of instructions and guidelines of Central Vigilance Commission (CVC), if any.

93. During FY 2025-26, the Company has implemented 27 systemic improvements towards simplification/ improvisation of procedures/guidelines with regard to procurement, execution of contracts, etc. for ensuring more transparency and fairness to all the stakeholders as part of preventive vigilance activities.

94. As per CVC directives, "Vigilance Awareness Week (VAW) 2025" was observed from 27 Oct to 02 Nov 2025 with the theme "Vigilance: Our Shared Responsibility"/"सतर्कता: हमारी साझा जिम्मेदारी". As a prelude to VAW 2025, three-months campaign on Preventive Vigilance was also carried out from 18 Aug to 17 Nov 2025. The following activities were conducted during the campaign period and VAW 2025:

(a) Various competitions such as essay writing, elocution, poster making and slogan writing were organised for GSL employees, CISF personnel, and school and college students for creating awareness on corruption and its ill-effects, and promoting integrity, transparency and accountability in public life.

(b) Workshops on topics such as "Building a Culture of Ethics and Integrity-GOI mechanism", "PIO calls and their modus operandi & cyber security" and 'Prevention of Corruption Act and Disproportionate Assets' were conducted.

(c) Various training programmes covering topics such as "Cyber Security and Cyber Awareness", "Conducting CTE Type Intensive Examination", "CDA Rules", "Framing of Charge Sheet", "Vigilance Awareness", "Certified Standing Orders", and "Investigation and Findings" were conducted.

(d) A Gram Sabha in Village Panchayat Neura, Goa, explaining the role of CVC and grievance redressal mechanism available to general public and awareness on VCMS (Vigilance Complaint Management System) portal, was conducted by GSL Vigilance team along with screening of CVC documentaries highlighting the ill-effects of corruption.

(e) A short film depicting vigilance awareness was released and uploaded on YouTube channel for creating awareness on wider scale.

(f) Students of municipal high school performed a street play depicting the ill-effects of corruption and creating awareness about vigilance.

(g) Vendor Meet was held followed by interaction round for addressing vendors' grievances and inviting suggestions for improvement.

(h) On the concluding day of VAW-2025, a valedictory function was held and certificates were distributed to prize winners of various competitions.



Street play performed by students of municipal high school during VAW 2025

95. GSL officers were nominated for residential training programs conducted by CVC at (i) SAIL Management Training Institute, Ranchi, (ii) Institute of Secretariat Training and Management, New Delhi, and (iii) State Bank Academy, Gurgaon, Haryana.

SWACHH BHARAT ABHIYAN

96. As part of the Swachh Bharat Mission of the Government of India, your Company undertook a series of cleanliness and awareness initiatives during the year 2025-26. In line with Government directives, GSL actively participated in Special Campaign 5.0 for institutionalizing Swachhata and minimizing pendency in Government offices, conducted from 15-30 Sep 2025 (Preparatory Phase) and 02-31 Oct 2025 (Implementation Phase). During the campaign, GSL organised a wide range of activities including pledge-taking ceremony, display of banners and posters, cleanliness drives across GSL premises and surrounding public areas, and awareness programmes on hygiene and sanitation. Focused initiatives such as e-waste collection and disposal drives, plastic waste management, and weeding out of old records and unused materials were undertaken to promote efficient office space management and environmental sustainability. The Company also conducted tree plantation drives, cleanliness campaigns at beaches, parks, bus stands, public road, and nearby localities.

97. As part of community engagement, GSL organised a medical check-up camp for safai mitras, seminars on cleanliness, hygiene, and e-waste management, and awareness rallies involving employees and local communities. Various competitions such as essay writing and drawing on environmental themes were also conducted to encourage participation and awareness among employees and their families.

98. Your Company actively observed 'Swachhotsav - Swachhata Hi Seva 2025' initiative and participated in the nationwide 'Shramdaan - Ek Din, Ek Ghanta, Ek Saath' mass cleanliness drive. Your Company continued this momentum by observing Swachhta Pakhwada from 01-15 Dec 2025, undertaking various community and environment activities. These sustained efforts reaffirm the Company's commitment to promoting cleanliness, environmental responsibility, and community well-being, driving the larger objectives of the Swachh Bharat Mission.

VISIT OF PARLIAMENTARY COMMITTEES AND NATIONAL COMMISSIONS

99. During FY 2025-26, GSL officials held discussions with the parliamentary committees on (i) Subordinate Legislation, Lok Sabha; (ii) Welfare of Scheduled Castes and Scheduled Tribes; and (iii) Public Undertakings, during their visit to Goa.



Parliamentary Committee on Public Undertakings



Parliamentary Committee on Welfare of Scheduled Castes and Scheduled Tribes

100. Further, the National Commission for Scheduled Tribes and National Commission for Backward Classes reviewed the initiatives taken by GSL for welfare of Scheduled Tribes and Backward Classes.

MOU PERFORMANCE

101. Your Company has been signing Memorandum of Understanding (MoU) with Government of India, Ministry of Defence every financial year, which outlines targets and various performance parameters for the Company, in line with guidelines issued by the Department of Public Enterprises (DPE). Based on its performance, the Company achieved 'Excellent' MoU rating for FY 2024-25.

102. Further, the Company's MoU performance for FY 2025-26 is expected to qualify for an 'Excellent' MoU rating, which is subject to evaluation and confirmation by DPE. Pursuant to the requirement of DPE OM No. M-03/0006/2024-DPE(MoU), dated 24 Mar 2026, the necessary information pertaining to main and compliance parameters of MoU FY 2025-26 is provided in **Annexure - C** to this Report.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

103. The Management Discussion and Analysis Report as required under the DPE Guidelines on Corporate Governance for CPSEs is placed at **Annexure - D** to this Report.

CORPORATE GOVERNANCE

104. Your Company remains committed in maintaining the highest standards of corporate governance and has put in place an effective corporate governance system. In terms of the DPE Guidelines on Corporate Governance for CPSEs, a Report on Corporate Governance along with a Certificate thereon from the Practicing Company Secretary is placed at **Annexure - E** to this Report.

CORPORATE SOCIAL RESPONSIBILITY (CSR) & SUSTAINABILITY

105. Recognising its responsibility towards the community, your Company continues to contribute towards sustainable and inclusive socio-economic development through initiatives focused on healthcare, education and sanitation, capacity building, women empowerment, and improvement in quality of life of the community. GSL has a CSR & Sustainability Policy, pursuant to Section 135 of the Companies Act, 2013 and the Companies (Corporate Social Responsibility Policy) Rules, 2014 including re-enactments and amendments thereto. CSR & Sustainability Policy of GSL is available on the Company's website at https://goashipyard.in/csr/csr-sustainability-policy.

106. CSR activities of the Company have been undertaken in conformity with Schedule VII of the Companies Act, 2013, GSL's CSR & Sustainability Policy, and the Guidelines on CSR issued by DPE. During the year, the Company spent ₹6.61 crore on CSR activities against the mandatory requirement of ₹6.32 crore, as per the provisions of the Companies Act, 2013, which indicates the Company's focussed commitment towards the society. The Annual Report on CSR activities carried out during the financial year is placed at **Annexure - F** to this Report. The details regarding the Committee on Sustainable Development and CSR are provided in Corporate Governance Report at **Annexure - E** to this Report.

107. A brief of the CSR projects undertaken during FY 2025-26 are as under:

(a) **Healthcare, Nutrition and Swachh Bharat:** To strengthen healthcare infrastructure, GSL supported hospitals and medical institutions by providing advanced medical equipment, facilitated treatment for underprivileged patients and conducted training programmes for nursing attendants. The Company also continued nutritional support to orphans and destitute children. In line with Swachh Bharat initiatives, GSL undertook sanitation and cleanliness projects, including construction and renovation of public sanitation facilities, installation of crematorium infrastructure, renovation of footpath, replacement of pavers, construction of bus shed, supply of sanitation vehicles, and execution of cleanliness drives across various locations in Goa.

(b) **Education and Skill Development:** As part of the Skill India vision, GSL continued its Apprentice Training Programme and supported the 3G welding course for skill enhancement of youth. The Company also strengthened educational infrastructure by providing smart classrooms, IT equipment, school transportation, and other learning resources to various institutions, while promoting digital literacy in rural and tribal areas.

(c) **Livelihood Project and Animal Welfare:** GSL continued its efforts towards livelihood generation by supporting revival of traditional Kunbi fabric in Goa. The Company also contributed towards animal welfare by supporting infrastructure for stray cattle rehabilitation, and undertook community-focused infrastructure projects including water body rejuvenation and public utility development.

WHISTLE BLOWER POLICY

108. The Company has a Whistle Blower Policy to deal with instance of fraud and mismanagement, if any. The details of the Policy are set out in the Corporate Governance Report placed at **Annexure - E** to this Report.

COPY OF ANNUAL RETURN

109. Pursuant to the provisions of Section 92(3) of the Companies Act, 2013, the Annual Return of the Company for the year ended 31 Mar 2026 is available on the Company's website at https://goashipyard.in/objective/annual-reports/investor-services.

CONTRACTS AND ARRANGEMENTS WITH RELATED PARTIES

110. All related party transactions entered into during the FY 2025-26 were in the ordinary course of business of the Company and on arm's length basis. There were no materially significant related party transactions entered into by the Company during the year which may have a potential conflict with the interest of the Company. The related party transactions were placed before the Audit Committee for review and/or approval. None of the transactions with related parties fall within the scope of Section 188(1) of the Companies Act, 2013, thus, the requirement of Section 134(3)(h) of the said Act regarding disclosure of related party transactions in Form AOC-2, is not applicable for the year and consequently, the same does not form part of this Report. However, your Directors draw attention of the members to Note No. 2.47 to the Financial Statements which sets out related party disclosures as per Indian Accounting Standard (Ind AS) 24.

PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

111. The Company being a Government Company engaged in defence production is exempted from Section 186 of the Companies Act, 2013 in accordance with MCA Notification No. GSR 463(E) dated 05 Jun 2015.

PARTICULARS OF EMPLOYEES

112. In accordance with MCA Notification No. GSR 463(E) dated 05 Jun 2015, the Government Companies are exempted from Section 197 of the Companies Act, 2013 and rules thereof.

113. The appointment/remuneration and other matters of below Board level executives and non-unionised supervisors are governed by GSL Recruitment Rules, subject to the compliance of DPE Guidelines and Presidential Directives received from the Administrative Ministry from time to time.

BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL (KMP)

114. As on 31 Mar 2026, the Board of Directors of the Company was comprised of seven Directors consisting of four Whole-time Directors (including CMD), one Government Nominee Director and two Independent Directors. There was no representation of Independent Directors on the Board of the Company from 01 Apr to 20 Apr 2025. Further, the Company did not have a woman director during FY 2025-26 as required under Section 149 of the Companies Act, 2013. For further details on Board of Directors, please refer to Report on Corporate Governance placed at **Annexure - E** to this Report.

Changes in Directors and Key Managerial Personnel

115. The following changes took place in the Board of Directors and Key Managerial Personnel of your Company during the financial year:

Sl. No.	Name of the Director	Designation	Date of Appointment	Date of Cessation
(a)	RAdm. Nelson A. J. D'Souza, (IN, Retd)	Director (Operations)	16 Jun 2025	NA
(b)	Shri Jahangeer Alam Ansari	Director (Finance)	29 Nov 2025	NA
(c)	Shri Jahangeer Alam Ansari	Chief Financial Officer	24 Jan 2026	NA
(d)	Shri Nagesh Das Pai	Director (Corporate Planning, Project & Business Development)	25 Mar 2026	NA
(e)	Shri Deepak Manohar Patwardhan	Independent Director	21 Apr 2025	NA
(f)	Shri Hasmukh Hindocha	Independent Director	21 Apr 2025	NA
(g)	Capt Jagmohan, (IN, Retd)	Director (CPP&BD)	NA	21 Apr 2025
(h)	Shri Sunil Shivaling Bagi	Director (Finance) and CFO	NA	01 Aug 2025
(i)	Shri Anand B. Murshilli, Chief General Manager (Finance)	CFO	01 Aug 2025	24 Jan 2026

Meetings of the Board and Committee(s)

116. During the year under review, **six** meetings of the Board of Directors were held. The details of meetings of the Board and Committee(s) thereof held during FY 2025-26 are furnished in the Report on Corporate Governance placed at **Annexure - E** to this Report.

Declaration of Independence and Meeting of Independent Directors

117. Independent Directors of the Company have provided necessary declaration confirming that they have met the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013 and registered their names in the databank maintained by the Indian Institute of Corporate Affairs.

118. During FY 2025-26, a separate meeting of Independent Directors was held on 26 Sep 2025 in accordance with the provisions of the Companies Act, 2013, which was attended by both the Independent Directors, viz. Shri Deepak Manohar Patwardhan and Shri Hasmukh Hindocha.

Policy on Director's Appointment, Remuneration and Board Evaluation

119. In terms of MCA Notification No. GSR 463(E) dated 05 Jun 2015, Government Companies are not required to frame policy on directors' appointment and remuneration including criteria for determining qualifications, evaluation, etc. under Section 178(3) of the Companies Act, 2013. Your Company being a Government Company under the administrative control of MoD, the appointment, tenure and remuneration of Directors (Functional Directors including CMD) of the Company are decided by the Government of India in accordance with the DPE guidelines. Articles 117 and 121 of the Articles of Association of the Company also provide that the President of India appoints Directors and determines their remuneration.

120. Non-official (Independent) Directors are appointed by the Government of India and are paid sitting fees for attending meetings of the Board of Directors and Committees thereof as prescribed by the Board in

adherence to the statutory rules and regulations. Government Nominee Director is appointed by MoD and is not entitled for sitting fees or any other remuneration.

121. Since the Board level appointments are made by the President of India, the evaluation of performance of such appointees is done by the Government of India as per its own evaluation methodology. For further details, please refer to Report on Corporate Governance placed at **Annexure - E** to this Report.

DIRECTORS' RESPONSIBILITY STATEMENT

122. To the best of their knowledge and belief and according to the information and explanations obtained by them, your Directors in terms of Section 134 of the Companies Act, 2013 state that:

(a) in the preparation of the annual accounts for the financial year ended 31 Mar 2026, the applicable accounting standards had been followed along with proper explanations relating to material departures;

(b) they had selected such accounting policies and applied them consistently and made judgements 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 i.e. 31 Mar 2026 and of the profit of the Company for the year ended on 31 Mar 2026;

(c) they had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

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

(e) the Company had put in place adequate internal financial controls with reference to financial statements; and

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

AUDIT COMMITTEE

123. Following the reappointment of Independent Directors, the Audit Committee was reconstituted w.e.f. 28 Apr 2025, in accordance with the provisions of Section 177 of the Companies Act, 2013 and rules made thereunder. The Committee acts in accordance with the terms of reference as approved by the Board. For details regarding functioning of the Audit Committee during FY 2025-26, please refer Report on Corporate Governance placed at **Annexure - E** to this Report.

RISK MANAGEMENT

124. GSL has formulated a "Risk Management Policy" with an objective to enable the Company to adopt a defined process for managing its risks on an ongoing basis and to implement a structured and comprehensive risk management system. The objective of the Policy is to help the management to make informed decision, which:

(a) Provide a sound basis for good corporate governance;

(b) Avoid major surprises related to the overall risk and control environment;

(c) Protect and enhance stakeholders' value;

(d) Promote an innovative, risk aware culture in pursuit of opportunities to benefit the Company;

(e) Promote qualitative and consultative risk taking.

125. The Policy provides a structured and comprehensive risk management framework and governance structure, which has been implemented across the organisation. In line with the Policy, board reportable risks have been identified and appropriate mitigation plans have been formulated. The key risks and mitigation plans are monitored on an ongoing basis. Further, all departments are maintaining risk register and monitoring the occurrences of the risk identified in the risk register. The Risk Management Steering Committee (RMSC) is the apex committee in the risk management governance structure. RMSC is entrusted with the responsibility of implementing the risk management framework across the organisation, monitors the same, apprises the Board of Directors about various risk management initiatives and ensures adequate reporting of the

same to various stakeholders on a regular basis. The Audit Committee and the Board review the board reportable risks and the corresponding mitigation plans on a half-yearly basis.

INTERNAL FINANCIAL CONTROLS

126. Your Company has established an adequate Internal Control framework commensurate with the size, scale and complexity of the Company's operations. The framework has been designed to provide reasonable assurance with respect to recording and providing reliable financial and operational information, compliance with applicable laws, safeguarding of assets against loss, misuse and physical impairment, executing transactions with proper authorisation and ensuring compliance with corporate policies. The Company has laid down well-defined policies and procedures to guide the operations of the business along with a comprehensive delegation of power for the smooth functioning and decision making. For more details, kindly refer Management Discussion and Analysis Report placed at **Annexure - D** to this Report.

STATUTORY AUDITORS AND THEIR REPORT

127. Pursuant to Section 139(5) of the Companies Act, 2013, the Comptroller and Auditor General of India (C&AG) has appointed M/s S S Pai and Company (formerly known as Sudha Suresh Pai and Associates), Chartered Accountants, Margao, Goa (Firm Registration No. 118006W), as Statutory Auditors to audit the Financial Statements of the Company for FY 2025-26.

128. The Statutory Auditors' Report on the Financial Statements of the Company for FY 2025-26 does not contain any audit qualifications, reservations or adverse remarks.

129. The comments of the C&AG under Section 143(6) of the Companies Act, 2013, on the Financial Statements of the Company for FY 2025-26 are placed next to the Statutory Auditors' Report.

COST AUDITORS

130. The Company maintains cost records as specified by the Central Government under Section 148(1) of the Companies Act, 2013. Pursuant to Section 148(3) of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, CMA Savari Muthu I., Cost Accountant, Panaji, Goa (Firm Registration No. 100107) was appointed as Cost Auditor for FY 2025-26 for conducting the audit of cost records maintained by the Company.

SECRETARIAL AUDIT

131. Pursuant to Section 204 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board has appointed CS Shivaram S. Bhat, Practicing Company Secretary, Panaji, Goa (ACS No. 10454 and CP No. 7853) as Secretarial Auditor to undertake the Secretarial Audit of the Company for FY 2025-26. The Secretarial Audit Report submitted by the Secretarial Auditor is annexed to this Report as **Annexure - G**.

132. The Secretarial Auditor in his Report observed that during the Audit Period (a) there was no woman director on the Board of the Company; and (b) two Independent Directors were re-appointed for a period of one year with effect from 21 Apr 2025, whereas there was a requirement of three Independent Directors as per DPE Guidelines on Corporate Governance. In view of the aforesaid vacancies, the composition of the Board of Directors was not in compliance with the provisions of Section 149 of the Companies Act, 2013 and Rules made thereunder and Clause 3.1 of DPE Guidelines on Corporate Governance.

133. Following the re-appointment of two Independent Directors, the Board-level Statutory Committees viz. Audit Committee, Nomination & Remuneration cum Human Resource Committee, and Committee on Sustainable Development & Corporate Social Responsibility were reconstituted w.e.f. 28 Apr 2025. However, due to the aforesaid vacancies of Independent Directors on the Company's Board, the composition of the Statutory Committees during the interim period (i.e. 01 Apr 2025 to 27 Apr 2025) was not in compliance with the provisions of the Companies Act, 2013 and DPE Guidelines on Corporate Governance.

134. It is submitted that the Company being a Government Company and as per the Articles of Association of the Company, power to appoint Directors and the terms and conditions of such appointment including

remuneration and evaluation is vested with the Hon'ble President of India. The management has been taking up the matter of filling up of the vacancy of independent director(s) preferably woman director with the Ministry of Defence.

COMPLIANCE OF SECRETARIAL STANDARDS

135. The Company has complied with the applicable Secretarial Standards with respect to Meetings of Board of Directors (SS-1) and General Meetings (SS-2) issued by the Institute of Company Secretaries of India.

GENERAL

136. Your Directors state that:

(a) The Company has not accepted any deposits from the public and no amount on account of principal or interest on deposits from public was outstanding either at the beginning or at the end of the FY 2025-26.

(b) There has been no change in the nature of business of the Company.

(c) No fraud has been reported by the Auditors under Section 143(12) of the Companies Act, 2013.

(d) No significant and material orders were passed by the regulators or courts or tribunals impacting the going concern status and the Company's operations in future.

(e) There have been no material changes and commitments affecting the financial position of the Company between the end of the financial year and the date of this Report.

(f) There was no application made or proceeding pending against the Company under the Insolvency and Bankruptcy Code, 2016 during and at the end of FY 2025-26.

(g) There was no instance of one-time settlement done with banks/financial institutions during the financial year.

ACKNOWLEDGEMENT

137. The Board of Directors places on record its sincere gratitude for the continued patronage, support, guidance and assistance extended to the Company by the Government of India, particularly the Ministry of Defence, Department of Defence Production, Integrated Headquarters (Navy)/MoD, Indian Coast Guard Organisation, Defence Forces, Government of Goa, Embassies/Ministry of External Affairs/ Missions/Defence Attachés/Naval Attachés, Flag Officer Goa Area & Naval Aviation, Mormugao Port Authority and various local bodies. The Board extends a sincere thanks to the Company's valued customers, business associates and global partners for their unwavering support, trust and cooperation. The Directors gratefully acknowledge the confidence reposed by the shareholders in the management of the Company.

138. Your Directors place on record their appreciation for the valuable guidance, advice and cooperation received from the Comptroller & Auditor General of India, the Principal Director of Audit (Defence-Commercial), Controller of Defence Accounts (Navy), DPE and SCOPE. The Directors also acknowledge with gratitude the wholehearted support extended by the Company's vendors, subcontractors, classification authorities, rating agencies, auditors, bankers, insurers and the CISF contingent, and look forward to the continuation of these mutually beneficial associations.

139. The Board deeply appreciates the committed services and valuable contributions made by the employees at all levels, as well as the trade unions/associations, towards the sustained growth and progress of the Company and enabling the achievement of landmark Schedule 'A' upgradation. The Board looks forward to their continued support and active participation in steering the Company towards greater achievements and sustained growth.

For and on behalf of Board of Directors

Sd/-
(Brajesh Kumar Upadhyay)
Chairman & Managing Director
DIN: 08852107

Place: Vasco-da-Gama, Goa
Date: 25 June 2026

Statement showing the position regarding representation of Scheduled Castes/ Scheduled Tribes/ Other Backward Classes/ Persons with Benchmark Disabilities and Women Employees in the various categories of posts as on 01.01.2026 and 01.01.2025

Classification of posts	As on 1st January 2026							As on 1st January 2025						
	Total Strength	No. of Employees belonging to Scheduled Castes	No. of Employees belonging to Scheduled Tribes	No. of Employees belonging to Other Backward Classes	No. of Employees belonging to Persons with Benchmark Disabilities Category	Women Employees#		Total Strength	No. of Employees belonging to Scheduled Castes	No. of Employees belonging to Scheduled Tribes	No. of Employees belonging to Other Backward Classes	No. of Employees belonging to Persons with Benchmark Disabilities Category	Women Employees#	
						No.	%						No.	%
Permanent and Fixed Term Employees														
GROUP 'A'	256	34	20	68	3	28	10.94%	260	35	22	68	3	25	9.61%
GROUP 'B'*	27	4	1	12	0	7	25.93%	11	2	1	1	0	1	9.09%
GROUP 'C'	943	54	110	299	10	106	11.24%	966	54	109	307	11	107	11.07%
GROUP 'D'	140	12	16	30	6	7	5.00%	158	12	16	30	7	7	4.43%
TOTAL	**1366**	**104**	**147**	**409**	**19**	**148**		**1395**	**103**	**148**	**406**	**21**	**140**	

As per directions from Ministry of Defence vide its letter no. 39(6)/99/D(B&C) dated 27 Aug 1999, to include information on employment of women, based on the recommendations of National Commission for Women.

* Includes Project Executives.

Annexure 'B' to Directors' Report

Statement showing the particulars of recruitment made during the calendar year 2025, the number filled by members of SCs, STs, OBCs, PwBDs and Women Personnel, reasons for shortfall and steps taken to improve the position

Classification of posts	Total No. of vacancies filled during the year	Scheduled Castes		Scheduled Tribes		Other Backward Classes		Persons with Benchmark Disabilities		Women Personnel Recruited*	Reasons for shortfall and steps taken to improve the position
		Vacancies Reserved	Vacancies Filled	Vacancies Reserved	Vacancies Filled	Vacancies Reserved	Vacancies Filled	Vacancies Reserved	Vacancies Filled		
Permanent and Fixed Term Employees											
GROUP 'A'	9	2	1	1	NIL	NIL	1#	2	NIL	2	Unfilled vacancy wherever reflected is due to non-availability of suitable candidate. However, efforts are being made to fill up the vacancy in respective category. Further, relaxation in qualifying marks in written test is also provided to SC, ST and OBC candidates.
GROUP 'B'$	23	2	3#	NIL	1#	5	6#	NIL	NIL	5	
GROUP 'C'	35	NIL	NIL	4	4	6	9#	2	1	13	
GROUP 'D'	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	

* As per directions from Ministry of Defence vide its letter no. 39(6)/99/D(B&C) dated 27 Aug 1999, to include information on employment of women, based on the recommendations of National Commission for Women.

Including previous year vacancies.

$ Includes Project Executives.

Annexure 'C' to Directors' Report

Information with respect to main and compliance parameters of MoU FY 2025-26 pursuant to DPE OM No. M-03/0006/2024-DPE(MoU) dated 24 Mar 2026

1. **Onboarding on TReDS Platforms:** To ensure timely payment to MSMEs, the Company has on-boarded on all the five operating RBI regulated TReDs platforms as follows:

Sl. No.	On-boarded TReDs Platform	On-boarding Dates
(a)	Receivables Exchange of India Limited (RXIL)	27 Aug 2018
(b)	A.TReDS Limited (INVOICEMART)	11 Nov 2024
(c)	Mynd Solutions Private Limited (M1xchange)	14 Nov 2024
(d)	C2FO Factoring Solutions Private Limited (C2treds)	11 Dec 2024
(e)	KredX Platform Private Limited (DTX)	26 Mar 2025

2. **Timely Payments to Micro and Small Enterprise (MSE) Vendors (directly or through TReDS) within prescribed timelines under the MSMED Act, 2006:**

Sl. No.	Particulars	Amount/ Numbers
(a)	Payment made to MSE Vendors in FY 2025-26	₹383.72 crore
(b)	Payments pending beyond 45 days in FY 2025-26	Nil
(c)	Total amount involved in delay	Nil
(d)	Number of invoices involved in delay	Nil
(e)	Number of suppliers involved in delays	Nil
(f)	Total annual procurement value from MSEs	₹706.75 crore
(g)	Total number of MSEs invoices during FY 2025-26	6,116 nos.
(h)	Total number of MSEs suppliers during the year engaged in annual procurement	784 nos.

3. **Uploading of details regarding procurement from MSEs:** Requisite details are updated on a monthly basis on the Sambandh Portal, including the data for Mar 2026.

4. **Procurement through GeM:**

Sl. No.	Particulars	Amount
(a)	Total annual procurement of goods and services	₹1,422.55 crore
(b)	Actual annual procurement undertaken through GeM	₹1,273.26 crore
(c)	Procurement of goods and services through GeM as percentage of total procurement of goods and services carried out during FY 2025-26 as per Sambandh portal	89.51% Against target of 87%

5. **Break-up of Procurement from MSEs:**

Sl. No.	Particulars	Amount (in ₹ crore)	MoU Target (in %)	% of total procurement
(a)	Procurement from MSEs overall	706.75	25%	79.96%
(b)	Procurement from MSEs owned by SC/ST entrepreneurs	2.48	4%	0.28%
(c)	Procurement from MSEs owned by women entrepreneurs	28.32	3%	3.20%

Note: GSL achieved 79.96% of the indigenous procurement of ₹883.89 crore under the category of outfitting items, yard maintenance goods and services, from MSE sector considering exclusions as applicable for MSEs in-line with the minutes of 7th Review Committee Meeting held on 16 Nov 2023.

6. **Shortfall in MSE Procurement Targets:** GSL strives to achieve the sub-target fixed for procurement from SC/ST owned MSEs. With the concerted efforts, the Company procured only 0.28% from SC/ST owned MSEs against the mandatory target of 4%. The reason for non-achievement of procurement from SC/ST owned MSEs is due to having less number of such vendors in the region, where GSL operates. This has been substantiated before the 7th Review Committee Meeting held under the Chairmanship of Additional Secretary & Development Commissioner (MSME), Ministry of MSME on 16 Nov 2023. A representation has also been made to the Ministry of MSME regarding shortfall in meeting this target for FY 2025-26.

7. **Health and Safety Initiatives for Human Resources:** GSL achieved the following targets approved by the Administrative Ministry towards health and safety initiatives for Human Resources, forming part of compliance parameters of MoU 2025-26:

(a) Special health check-ups completed for employees of age 40 years and above across all units.

(b) Cancer screening completed for all women employees along with health awareness sessions.

(c) Conducted 10 batches of in-house training programs for safety refreshment covering 221 contract employees.

(d) 190 GSL employees participated in statutory safety training (external/internal).

(e) Safety awareness sessions and health camps were organised for contract employees engaged through outsourcing agencies.

(f) As no hazardous areas earmarked for GSL, compliance of organising quarterly medical examination for all employees working in hazardous areas was not applicable.

Annexure 'D' to Directors' Report

Management Discussion and Analysis Report for FY 2025-26

INDUSTRY SCENARIO AND DEVELOPMENTS

Global Scenario

1. Global defence spending continued to register sustained growth in 2025 amid rising geopolitical uncertainties, regional conflicts, strategic realignments and increasing military modernisation initiatives across major economies. Escalating tensions in Eastern Europe, the Middle East and the Indo-Pacific accelerated investments in advanced defence capabilities, strategic deterrence systems, naval expansion, cyber security and next-generation warfare technologies.

2. Global military expenditure increased to US$2887 billion in 2025, marking the 11th consecutive year of growth and reflecting a real-term increase of 2.9% over 2024. The rise in spending was primarily driven by higher defence allocations across Europe and Asia amid heightened geopolitical tensions and continued military preparedness initiatives. Excluding the United States, global military expenditure recorded a strong growth of 9.2% during the year.[1]

3. Europe emerged as the primary contributor to global defence spending growth, with military expenditure in the region rising by 14% to US$864 billion in 2025. The continued Russia-Ukraine conflict, large-scale rearmament programmes by NATO members and increased emphasis on defence preparedness significantly contributed to higher spending. Simultaneously, countries across Asia and Oceania continued strengthening the defence capabilities in response to evolving security dynamics, territorial disputes and intensifying strategic competition in the Indo-Pacific region. Military expenditure across Asia and Oceania increased by 8.1% year-on-year to US$681 billion in 2025, representing the highest annual increase since 2009.[1]

4. Shipbuilding remains a critical backbone of global logistics, supporting the construction of cargo vessels, naval ships, and specialised marine assets required for international trade and security. The global shipbuilding market is projected to reach around US$274.19 billion by 2034, growing from US$166.20 billion in 2025 and about US$175.71 billion in 2026, reflecting a compound annual growth rate (CAGR) of about 5.72% during the forecast period. Demand for shipbuilding is expected to rise steadily, driven by expansion in global maritime trade, naval modernisation programs, and fleet replacement cycles across commercial and defence sectors.[2]

5. Deployment of unmanned systems, rising demand for defence maintenance, repair and overhaul (MRO) services and growing investments in naval and aerospace infrastructure are expected to create substantial long-term opportunities across the global defence and shipbuilding ecosystem.[3]

Indian Scenario

6. India's defence sector has undergone a remarkable transformation over the last decade, fuelled by a rigorous push for self-reliance and "Make in India" initiatives. India plays a pivotal role in ensuring regional security and is rapidly evolving into a global manufacturing hub. The government has set an ambitious target of achieving defence manufacturing worth ₹3,00,000 crore and defence export worth ₹50,000 crore by FY 2029. India's annual defence production surged to an all-time high of ₹1.78 lakh crore in FY 2025-26, with defence exports skyrocketed to record ₹38,424 crore, a massive 62.66% increase over previous fiscal year.

[1] https://www.sipri.org/media/press-release/2026/global-military-spending-rise-continues-european-and-asian-expenditures-surge

[2] https://www.fortunebusinessinsights.com/ship-building-market-105948

[3] https://www.researchandmarkets.com/reports/5939633/defense-market-report?srsltid=%20AfmBOoVWI%20Yn44kc6Y%20vE-0eBKq6KjhjMljBir13l46VLwOqmPSeG6jwc#product--summary

7. The defence sector continued to receive budgetary expansion driven by the Government's intensified focus on military modernisation, operational preparedness, indigenous manufacturing and technological self-reliance. The Government announced a record defence allocation of ₹7.85 lakh crore for FY 2026-27, reflecting an increase of over 15% compared to FY 2025-26. The defence capital allocation has increased to ₹2.19 lakh crore, while ₹1.85 lakh crore was allocated specifically towards capital acquisitions and defence modernisation. Further to boost indigenous defence manufacturing, ₹1.39 lakh crore is earmarked for procurement from domestic industries.[4] In Union Budget 2026-27, the allocation towards Naval fleet has been increased to ₹25,024 crore with focus on fleet modernisation, for procurement of submarines, maritime surveillance system, etc.[5]

8. Indian defence shipbuilding presents opportunities worth ₹3,28,852 crore for advanced naval vessels such as next generation corvettes, frigates, destroyers, submarines, patrol boats, and support ships.[6] The Indian Navy's long-term capability enhancement plans, coupled with growing procurement of advanced warships, submarines, patrol vessels, unmanned systems and surveillance platforms, are significantly strengthening domestic defence shipbuilding activities. Increasing emphasis on indigenous manufacturing, localisation of critical systems and integration of advanced defence technologies is expected to accelerate growth across domestic defence shipyards and ancillary industries.

9. Commercial shipbuilding industry is also gaining strategic importance amid growing maritime trade, increasing global supply chain diversification and a strong focus on indigenous ship construction capabilities. Valued at US$1.12 billion in 2024, the Indian shipbuilding sector is projected to skyrocket to US$8 billion by 2033, growing at an astounding CAGR of 60%.[7] According to the Ministry of Ports, Shipping and Waterways, India currently accounts for less than 1% of the global shipbuilding market. However, the Government has set an ambitious target to position India among the top 10 shipbuilding nations by 2030 and among the top five globally by 2047. India has also announced plans to acquire around 1,000 commercial vessels over the next decade as part of its broader strategy to expand domestic shipbuilding capacity and strengthen the maritime sector.

10. India's ship repair industry is set to witness steady growth supported by increasing maritime trade, expansion of commercial and naval fleets and rising demand for maintenance, retrofitting, dry docking and lifecycle extension services. The Indian ship repair market reached approximately US$1.4 billion in 2025 and is projected to grow to nearly US$2.8 billion by 2034, registering a CAGR of 7.73% during 2026-2034.[8] India's strategic location, along with fundamental international shipping routes, expanding port infrastructure and increasing cargo traffic, provides significant opportunities for the development of the domestic ship repair ecosystem.

COMPANY OVERVIEW

11. Goa Shipyard Limited (GSL) is a Defence Public Sector Undertaking (DPSU) under the administrative control of Ministry of Defence (MoD), Department of Defence Production (DDP) wherein 51.09% shares are held by the President of India, 47.21% by Mazagon Dock Shipbuilders Limited, Mumbai and the balance 1.70% by others. GSL is a Miniratna, Category-I, ISO 9001:2015 (QMS), 14001:2015 (EMS), and 45001:2018 (OHSMS) certified company with state-of-the-art shipbuilding infrastructure positioned at Vasco-da-Gama, Goa. During FY 2025-26, the Company achieved a significant milestone with its elevation from Schedule 'B' to **Schedule 'A'** CPSE status, reflecting its strong financial performance, operational efficiency, sustained growth trajectory and strategic contribution to India's defence shipbuilding ecosystem. GSL is actively engaged in Shipbuilding, Ship Repair and General Engineering Services for the defence and commercial sectors. The Company plays a vital role in catering to the shipbuilding needs of the Indian Navy and Indian Coast Guard and serves as a cornerstone of India's defence shipbuilding sector.

[4] https://www.pib.gov.in/PressReleasePage.aspx?PRID=2222601&reg=3&lang=2

[5] https://assets.kpmg.com/content/dam/kpmgsites/in/pdf/2026/02/aerospace-and-defence-pov-union-budget-2026-27.pdf

[6] https://www.ibef.org/industry/defence-manufacturing#:~:text=Shipbuilding:%20Defence%20shipbuilding%20presents%20opportunities,(US$%2021%20billion).

[7] https://www.wrightresearch.in/encyclopedia/chapter-report/chapter-1-overview-of-ship-building-industry-in-india-2025/

[8] https://www.imarcgroup.com/india-ship-repairing-market

BUSINESS SEGMENTS AND PRODUCT OFFERINGS

12. **Business Segments and Deliveries:** GSL operates across three key business verticals: Shipbuilding, Ship Repair and General Engineering Services. Over the years, the Company has developed strong capabilities in design, engineering and construction of a diverse range of vessels and maritime systems meeting to defence and commercial requirements. As on 31 Mar 2026, GSL has delivered more than 409 vessels, including 74 vessels for the Indian Navy, 38 vessels for the Indian Coast Guard, 48 export vessels and 249 vessels for other clients.

13. **Defence Shipbuilding:** The Company's defence shipbuilding portfolio includes advanced platforms such as frigates, next generation corvettes, offshore patrol vessels (OPVs), fast patrol vessels (FPVs), fast attack crafts, pollution control vessels (PCVs), missile crafts, hydrographic survey vessels, torpedo recovery vessels and sail training ships designed to support evolving maritime security and operational requirements.

14. **General Engineering Services (GES):** In addition to defence shipbuilding, GSL has established a GES division, which offers specialised engineering support and integrated maritime solutions for defence and commercial requirements. GES undertakes construction of GRP boats, high altitude combat boats, tugs, barges, floating docks, passenger vessels, LPG cylinder carrier vessels, hybrid dredgers, multi-purpose vessels and auxiliary vessels. The division also takes on developing and installing advanced training and simulation solutions, including damage control simulators, nuclear & biological warfare simulators, survival at sea training facilities and shore-based test facilities. In addition, GES manufactures and supplies various marine systems and equipment, including controllable pitch propeller systems, stern gear and shafting equipment and other application-based systems, and also undertakes annual maintenance contracts for boats and associated infrastructure.

15. **Ship Repair:** GSL has also established comprehensive capabilities in ship repair, refit, conversion and modernisation activities catering to defence as well as commercial vessels. The Company undertakes repair and refit works, including major upgrades, mid-life modernisation and service life extension programmes.

16. **Specialised Facilities:** A dedicated facility has been created for the construction of Fiber Reinforced Plastic hulled vessels for specialised purposes. Also, dedicated infrastructure facilities to build GRP boats at outlying units of GSL are being utilised for the construction of various types of boats.

OUTLOOK

17. The Government of India's visionary elevation of its maritime strategy from SAGAR to the **MAHASAGAR** doctrine marks a transformative paradigm shift that positions the domestic shipbuilding industry at the center of global maritime expansion. By transitioning from a regional Indian Ocean focus to a global blueprint aimed at the Global South, the MAHASAGAR framework opens up unprecedented commercial and strategic horizons and would accelerate the domestic order book for complex warships, submarines, and next-generation patrol vessels.

18. To promote indigenisation and minimise import dependence by DPSUs, MoD, DDP has notified five Positive Indigenisation Lists (PILs) comprising 5,012 strategically important items, including systems, sub-systems, assemblies, spares, components and raw materials. In addition, the Department of Military Affairs has notified five PILs covering 509 items. Further, till Jan 2026 more than 47,000 items have been uploaded on the SRIJAN portal and offered to the domestic industry for indigenisation, of which over 15,500 items have already been indigenised for both domestic and global markets. These initiatives continue to strengthen India's indigenous defence manufacturing ecosystem and support long-term capability development.

19. The Government has also undertaken several initiatives to strengthen India's maritime and shipbuilding ecosystem as part of the broader Blue Economy vision. In this pursuit, a Maritime Development Fund with an initial corpus of ₹25,000 crore has been established to provide long-term financial assistance and support the growth of India's maritime sector. The initiative aims to increase the share of Indian-flagged ships in global cargo movement to 20% by 2047 while reducing dependence on foreign shipping lines. Further support to the domestic shipbuilding industry has been extended through the Shipbuilding Financial Assistance Policy (SBFAP) 2.0, launched with an

outlay of ₹18,090 crore to strengthen Indian shipyards and encourage the development of specialised and green vessels.

20. India's shipbuilding industry is at an inflection point, with sustained demand in both defence and non-defence sectors. In the defence sector, robust growth is primarily driven by the ambitious fleet expansion and acquisition plans of the Indian Navy and the Coast Guard. Simultaneously, the non-defence segment is poised for significant expansion, catalysed by a comprehensive array of government incentives and financial schemes designed to revitalise the domestic maritime industry. The order book position of the Company is expected to reach an all-time high of ₹32,400 crore, post signing of a major shipbuilding contract of Indian Navy. GSL's growing order book, ongoing infrastructure modernisation initiatives, increasing focus on R&D and participation in advanced naval and export programmes position the Company favourably to capitalise on emerging opportunities in the domestic and international maritime sector.

SWOT ANALYSIS

21. In view of the evolving environment, your Company has identified the following as its strengths, weaknesses, opportunities, and threats:

Strengths

(a) **Expertise and Facilities:** Decades of experience in shipbuilding and ship repair, supported by a diversified product portfolio and advanced infrastructure, enable the Company to expand its market presence in India and abroad.

(b) **In-house Design Capabilities:** Operating on computerised modeling and drafting software, GSL has developed designs of advanced offshore patrol vessel, pollution control vessel, fast patrol vessel, survey vessel, waterjet fast attack craft, multipurpose vessel, landing ship tank, and other platforms. The Company has further enhanced its design capabilities through the deployment of FORAN software for development of more sophisticated vessel designs.

(c) **Complex Projects:** The ongoing construction of two frigates has significantly enhanced the Shipyard's capability and expertise in designing and building advanced weapon-intensive platforms.

(d) **IT Infrastructure and Cyber Security:** Continuous advancement in IT infrastructure and robust cyber security measures support operational efficiency and strengthen protection of critical data.

(e) **Advanced Infrastructure:** The Company possesses modern shipbuilding infrastructure, including a new shiplift and transfer system, state-of-the-art steel preparation shop and block assembly workshop, advanced composite manufacturing facility showcasing the Yard's vast operational capabilities.

(f) **Virtual Reality Centre:** This facility enables visualisation of 3D stereoscopic warship models, supporting efficient design reviews and engineering validation processes.

Weaknesses

(a) **Geographical Constraints:** Geographical limitations, restricted waterfront, frequent siltation, and draught pose challenges for expansion.

(b) **Import Dependence:** Reliance on foreign suppliers and OEMs for sophisticated systems and machinery due to limited domestic vendor base.

(c) **Limited Contractors Availability:** Limited skilled contractors owing to the Company's geographical location and high technology intensive industry.

(d) **Long Lead Time:** Shipbuilding projects involve long contract finalisation cycles, which may impact costing accuracy and profit margins.

Opportunities

(a) **Acquisition Plans:** The upcoming fleet augmentation plans of the Indian Navy and Indian Coast Guard.

(b) **Export Potential:** Growing export potential with friendly nations and government support for expanding exports through Line of Credit.

(c) **Budgetary Boost:** Growing defence budget allocation towards modernisation, upgrade programs and maintenance activities.

(d) **Product Demand:** Encouraging demand for OPVs/FPVs/PCVs, alongwith emerging opportunities in inland waterways, coastal shipping sector, and ship-refit segment.

(e) **Make in India Policy:** Increased opportunities due to the government's continued emphasis on indigenous production and self-reliance.

(f) **Advanced Warships:** Construction of two advanced frigates has created opportunities for more sophisticated warship building.

(g) **Maintenance Contracts:** Opportunities to undertake annual maintenance and lifecycle support contracts for vessels built and delivered by the Shipyard.

(h) **Emerging Technology-driven Markets:** Growing demand for unmanned and autonomous vessels, coupled with geopolitical uncertainties, is expected to accelerate procurement opportunities in advanced maritime platforms.

Threats

(a) **Technological Obsolescence:** Rapid advancements in defence and maritime technologies necessitate continuous upgradation of technical capabilities and infrastructure.

(b) **Increased Competition:** Rising competition in the shipbuilding and refit market, influences cost competitiveness and market share sustenance.

(c) **Escalating Input Costs:** Cost escalation of several core items and materials affecting pricing and profit margins.

(d) **Reverse migration of workers:** Shortage of Liquefied Petroleum Gas triggered by West Asia War causing reverse migration of workers and impacting sub-contracting activities.

RISKS AND CONCERNS

22. Risks and concerns are inherent to any business environment. The Company has established an appropriate risk management framework to monitor, identify, assess and mitigate risks that may potentially impact its operational and financial performance. The major risks and concerns faced by the Company are as follows:

    (a) **Overdependence on a few customers:** Revenue is highly concentrated on mainly maritime defence forces.

    (b) **Uncertainties with suppliers and subcontractors:** Delays and failures on the part of the supply chain affects timely project execution.

    (c) **Underutilisation of specialised infrastructure** created for MCMV GRP vessels at GSL.

    (d) **Geopolitical and supply-chain disturbances:** Delays in supply of critical imported equipment and pricing volatility arising from geopolitical conflicts, lead to time and cost overruns.

MAJOR INITIATIVES UNDERTAKEN/PLANNED TO ENSURE SUSTAINED PERFORMANCE AND GROWTH

23. Over the years, GSL has augmented its infrastructure facilities with an investment of approximately ₹1,400 crore, which has enhanced the Yard's capabilities in multifold. The Company continues to undertake strategic initiatives focused on operational excellence, technological advancement, infrastructure modernisation and business diversification to ensure sustained growth and long-term competitiveness. The key initiatives undertaken and planned are outlined below:

    (a) **Production Initiatives:** Your Company optimises its production process by integrating advanced materials, modern manufacturing technologies, and automation to improve product quality and achieve operational efficiencies. Key advancements include:

    - Commissioned two additional 100-ton capacity unit transporters in Mar 2026. With this addition, GSL now operates four unit transporters, which strengthen logistics capability for the movement of heavy ship blocks and structural units within the yard.
    - Commissioned an advanced, fully automatic shot blasting machine for blasting and primer application of marine-grade steel plates prior CNC cutting.
    - Deployment of Industry 4.0 enabled Pro Arc CNC Plasma Cum Oxy Fuel Plate Cutting Machines integrated with IoT-based real-time monitoring and predictive maintenance systems.
    - GSL is in the process of adopting Gantry based Flat Panel Robotic Welding system to automate the welding of large flat steel panels. This technology will improve speed, precision, productivity, weld quality while reducing labour cost and minimising human fatigue.

- Dredging works at GSL water front, including ship lift pit, are being executed to maintain adequate water draughts for safe maneuvering and berthing of the vessels.

(b) **Transformational Expansion Strategy:** In alignment with national maritime objectives and to cater its future capacity requirements, GSL has formulated an ambitious expansion strategy. Envisaging a CAPEX plan of more than ₹2,800 crore in the next five years, the strategy focuses on the following key initiatives:

- **Establishing a Greenfield Shipyard in Jaigad, Maharashtra:** A major capacity augmentation initiative enabling GSL to handle larger and more complex platforms, enhance production scale, and strengthen its export competitiveness. This expansion will directly address the existing limitations regarding draught, length, and tonnage.
- **Support Facilities at Sancoale, Goa:** Setting up of a warehouse and non-water support facilities such as steel stockyard, steel preparation and fabrication, ship-borne equipment/ material stores on industrial land of approximately 2,00,000 square meter allocated by Goa Industrial Development Corporation. This strategic reorganisation will enable optimal utilisation of waterfront infrastructure for core shipbuilding activities, while simultaneously facilitating the development of modern logistic infrastructure.
- **Acquisition of a Floating Dock:** Augments the shipyard's capacity to construct large sized vessels up to 8,000 tons, overcome existing draught constraints, and provides critical operational flexibility and efficiency.
- **Internal Office Space for Subcontractors:** Fosters stronger partnerships by embedding them more closely into shipyard workflows. Having subcontractors located onsite at GSL yard improves communication and coordination, reducing delays and enables better project monitoring and quality control through direct oversight.

(c) **Industry 4.0 Standards:** In addition, the Company intends to further augment its infrastructure by way of a CAPEX plan of ₹200 crore which includes upgradation and augmentation of modern production processes and methods using automation and Artificial Intelligence (AI) and Machine Language with adoption of Industry 4.0 standards mainly AI based predictive maintenance, robotic welding, material tracking and streamlining via E-Kanban on mobile/tablet devices, RFID, bar code and other IoT technologies.

(d) **Business Expansion and Diversification:** The Company is consistently striving to expand into new areas across defence and commercial shipbuilding, aiming to broaden its product portfolio and explore new markets for sustainable growth. The Company is actively preparing for the Indian Navy's upcoming indigenously designed high value ship program and also targeting high-demand markets for platforms such as offshore supply vessels, multi-purpose vessels, fully electric tugs, and dredgers. In its pursuit to support Government of India's target of achieving ₹50,000 crore in defence exports by 2029, the Company is aggressively pursuing multiple export opportunities viz. OPVs, training ships, and fast interceptor boats for African countries, and leveraging its international partnerships to expand into foreign shipbuilding market.

(e) **Technical Collaborations:** GSL is also forging partnerships with other PSUs/industry players for quickly expanding its reach through resource sharing and towards development of composite materials based solutions. This will ensure GSL preparedness to handle upcoming big ticket prestigious Naval programs including MCMV with upgraded specifications and also diversify into niche segment of MCM suite which will be an integral part of MCMV. GSL in technical collaboration with foreign partner is developing a prototype autonomous boat for Indian Navy to be exploited for MCM and ASW operations, showcasing GSL's commitment to innovation and advanced maritime solutions. GSL has embarked on the prototype development of unmanned underwater vessel through technical collaboration.

INTERNAL CONTROL SYSTEM AND ITS ADEQUACY

24. The Company has an adequate system of Internal Control implemented towards achieving effectiveness and efficiency of operations, reliability of financial reporting and compliance with applicable laws and regulations. The system comprises well defined organisation structures, pre-identified authority levels and procedures issued by the management covering all vital and important areas of activities, viz. Budget, Procurement, Material Control, Works, Finance and Accounts, Human Resources, etc. The Company has in place, various policies and procedures for maintaining adequate and effective internal controls. Functional autonomy is ensured by way of delegation of financial powers of the Board to the CMD/Directors. These powers are further sub-delegated to executives at various levels for smooth and efficient day-to-day functioning.

25. An independent Internal Audit mechanism is in place for conducting extensive audit of various operational and financial matters, and for monitoring compliances of the Company's procedures and policies with well-defined annual audit program. Internal Audit with regard to three major areas such as Inventory, Transactions, and Property, Plant and Equipment, is outsourced to professional practicing firms. Audit of other activities are carried out by in-house Internal Audit department. The internal control systems are reviewed periodically by the Audit Committee of the Board of Directors. Audit reports are submitted to the Audit Committee, which examines audit observations, provides guidance, suggests corrective measures and issues directives, if required.

26. The adequacy of internal control procedures is reviewed and reported by the Statutory Auditors in their audit report. The Company, being a Government Company, is subject to supplementary audit by the Comptroller and Auditor General of India. During the year, internal financial controls were tested and no reportable material weaknesses in the design or operation were observed.

FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

27. The performance highlights of the Company for FY 2025-26 vis-a-vis FY 2024-25 are as follows:

(₹ in crore)

Particulars	2025-26	2024-25
Value of Production	3,716.69	2,800.85
Revenue from Operations	3,764.30	2,850.60
Gross Revenue	**4,004.41**	**3,190.11**
Earnings Before Interest, Taxes and Depreciation	522.40	460.03
Less: Finance Cost	0.59	0.55
Less: Depreciation	79.53	80.84
Profit Before Exceptional Item and Tax	**442.28**	**378.64**
Less: Exceptional Item	-	-
Profit Before Tax	**442.28**	**378.64**
Less: Tax Expense	110.83	90.20
Profit After Tax	**331.45**	**288.44**
Net Worth	1,936.13	1,620.15
Inventory	1,917.63	717.41
Trade Receivables (Net)	190.07	81.07
Earnings Per Share (in ₹)	28.47	24.78
Dividend (%)	171%	153%
Dividend Per Share (in ₹)	8.55	7.65
Key Financial Ratios:		
Debtors Turnover Ratio	27.42	29.21
Inventory Turnover Ratio	2.60	5.02
Net Profit Ratio	8.80	10.12
Current Ratio	1.32	1.21

SEGMENT-WISE PERFORMANCE

28. Ministry of Corporate Affairs vide Notification dated 23 Feb 2018 has exempted companies engaged in defence production to the extent of application of relevant Accounting Standard on segment reporting. Hence, the segment-wise/ product-wise performance is not appended to this Report.

HUMAN RESOURCE DEVELOPMENT AND INDUSTRIAL RELATIONS

29. The details regarding Human Resource Development, Industrial Relations and Manpower Strength are more specifically covered in the Directors' Report.

ENVIRONMENTAL PROTECTION AND CONSERVATION

30. The Company is committed to contributing to a clean and green environment and maintaining ecological balance by integrating best practices that promote sustainability and environmental responsibility. Your Company observed World Environment Day from 03-05 Jun 2025, and the theme for the year "Ending Plastic Pollution Globally", was actively promoted through a series of activities including cleanliness drive, tree plantation drive, initiatives promoting workplace hygiene and environmental responsibility. An awareness session was conducted by external faculty on the importance of reducing plastic pollution and adopting sustainable practices in daily life.

31. In alignment with the Government of India's policy on enhancing renewable energy adoption and reducing overall energy consumption, the Company has undertaken several key energy conservation initiatives. These include complete replacement of conventional lighting with energy-efficient LED systems and substitution of conventional ceiling fans with BLDC fans.

32. Further, a SCADA system has been implemented for real-time monitoring and data acquisition of substation electrical parameters, enabling improved energy management and operational efficiency. As part of carbon footprint reduction measures, diesel-operated trolleys have been replaced with electric trolleys. The Company has also strengthened its renewable energy portfolio, with an existing solar power capacity of 117.6 kWp for captive consumption. In addition, a 1380 kWp solar power plant has been successfully commissioned in line with DDP/MoD directives. These efforts resulted in the reduction of power cost per unit from ₹10.63 per kWh to ₹7.92 per kWh. Further, an additional 1500 kWp solar power plant is planned for installation during FY 2026-27, reinforcing the Company's commitment towards sustainable and green energy practices.

ENERGY CONSERVATION, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

33. Relevant information in this regard is disclosed in the Directors' Report.

CORPORATE SOCIAL RESPONSIBILITY (CSR) AND SUSTAINABILITY

34. For details, please refer to the Annual Report on CSR activities placed at **Annexure-F** to the Directors' Report.

Annexure 'E' to Directors' Report

Corporate Governance Report for FY 2025-26

COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

1. Goa Shipyard Limited's (the Company or GSL) philosophy on Corporate Governance is founded on the principles of honesty, integrity, accountability, adequate disclosures and legal compliances. Your Company constantly endeavored to maintain the highest standards of ethics and transparent business practices. The Company believes in customer satisfaction, maximising shareholders' returns, financial prudence and commitment to values.

2. Keeping up its professional approach, your Company is implementing the precepts of Corporate Governance in letter and spirit, and endeavors to surpass beyond the basic requirements of Corporate Governance. Your Company recognises the rights of its stakeholders and ensures to gain and retain their trust at all times. It accords due importance to adherence to the adopted corporate values and objectives, and discharging social responsibilities as a corporate citizen.

3. GSL being a public sector Company adheres to the requirements stipulated under Guidelines on Corporate Governance for CPSEs 2010 issued by the Department of Public Enterprises (DPE Guidelines) to the extent applicable. GSL has a strong administrative set up to facilitate decentralised and transparent decision making.

BOARD OF DIRECTORS

4. The Board of Directors of the Company plays a pivotal role in ensuring good Corporate Governance practices. The Board of Directors of the Company, headed by Chairman & Managing Director (CMD), is the highest decision making body and ensures that the Company has clear goals aligned with stakeholders' interest and its growth. The Board oversees the overall functioning of the Company, provides long-term vision, sets performance objectives, gives strategic directions, and looks after interests of the Company and society at large.

Composition of Board of Directors

5. As per the provisions of the Companies Act, 2013, GSL is a Government Company as 51.09% of the total paid-up share capital of the Company is held by the President of India, and under the administrative control of the Ministry of Defence (MoD). The composition of the Board of the Company is governed by the provisions of the Companies Act, 2013 and DPE Guidelines. Being a Government Company and as per the Articles of Association of the Company, the power to appoint Directors vests with the President of India through MoD.

6. The Board of Directors of the Company comprises of Whole-time (Functional) Directors, Part-time Official (Government Nominee) Director and Part-time Non-official (Independent) Directors. As on 31 Mar 2026, the Board of Directors of the Company comprised of four Whole-time Directors including CMD, one Government Nominee Director and two Independent Directors. As on the said date, the composition of the Board was not in line with the requirements of DPE Guidelines due to pending appointment of one Independent Director. Further, there was no representation of Independent Directors on GSL Board from 01 Apr 2025 to 20 Apr 2025, and no woman director during the year as required pursuant to Section 149 of the Companies Act, 2013. Since the power to appoint Directors is vested with the President of India, the Company has taken up the matter of filling up of the vacancy with the Administrative Ministry i.e. MoD.

7. The composition of the Board of Directors of the Company during FY 2025-26 and the number of other directorships / committee memberships held by them as on 31 Mar 2026 are given below:

Sl. No.	Name of Director & Designation	Director Identification Number (DIN)	No. of other directorships held	No. of committee membership in other companies	
				As Chairman	As Member
Whole-time (Functional) Director:					
a.	Shri Brajesh Kumar Upadhyay, CMD*	08852107	--	--	--
b.	RAdm. Nelson A. J. D'Souza, (IN, Retd), Director (Operations)[$] (w.e.f. 16 Jun 2025)	11109638	--	--	--
c.	Shri Jahangeer Alam Ansari, Director (Finance) (w.e.f. 29 Nov 2025)	11391336	--	--	--
d.	Shri Nagesh Das Pai, Director (CPP&BD) (w.e.f. 25 Mar 2026)	11621580	--	--	--
e.	Capt Jagmohan, (IN, Retd) [ceased as Director (CPP&BD) w.e.f. 21 Apr 2025]	08630668	--	--	--
f.	Shri Sunil Shivaling Bagi [superannuated as Director (Finance) on 31 Jul 2025]	09750279	--	--	--
Government Nominee Director:					
g.	Shri Amit Satija, Joint Secretary (DIP), Department of Defence Production, MoD	08989543	03[#]	--	--
Non-official Part-time (Independent) Director:					
h.	Shri Deepak Manohar Patwardhan (re-appointed w.e.f. 21 Apr 2025)	09450572	--	--	--
i.	Shri Hasmukh Hindocha (re-appointed w.e.f. 21 Apr 2025)	09453805	--	--	--

* CMD was holding additional charge of the post of (i) Director (Operations) from 15 Dec 2024 to 14 Jun 2025; (ii) Director (CPP&BD) from 21 Apr 2025 to 20 Jul 2025; and (iii) Director (Finance) from 01 Aug 2025 to 28 Nov 2025.

[$] Director (Operations) was holding additional charge of Director (CPP&BD) w.e.f. 21 Jul 2025 to 24 Mar 2026.

[#] Government Nominee Director of Munitions India Limited, and Mishra Dhatu Nigam Limited, and Director on the Board of Defence Innovation Organisation.

8. The brief resume of the Directors whose appointment/reappointment to be approved at the forthcoming Annual General Meeting is provided in the Notice of the said meeting.

9. There are no inter-se relationships between the Board members during FY 2025-26.

10. As on 31 Mar 2026, none of the Directors is holding any shares in the Company.

Meetings of Board and Attendance

11. The Board of Directors meets at regular intervals to review the Company's operational and financial performance, order book status, formulate strategies for business development, ensure regulatory compliances, approve financial results and budgets, formulate / review internal policies and systems, etc. During FY 2025-26, **six** meetings of the Board of Directors were held on 07 May 2025, 22 May 2025, 23 Jul 2025, 26 Sep 2025, 25 Oct 2025 and 23 Jan 2026. The requisite quorum was present at these meetings. Details of attendance of the Directors at the Board Meetings and Annual General Meeting held during FY 2025-26 are furnished below:

Sl. No.	Name of Director	Board Meetings during respective tenure		Attendance at the last AGM held on 25 Sep 2025
		Held	Attended	
a.	Shri Brajesh Kumar Upadhyay, CMD	06	06	Yes
b.	RAdm. Nelson A. J. D'Souza, (IN, Retd), Director (Operations) (w.e.f. 16 Jun 2025)	04	04	Yes
c.	Shri Jahangeer Alam Ansari, Director (Finance) (w.e.f. 29 Nov 2025)	01	01	NA

Sl. No.	Name of Director	Board Meetings during respective tenure		Attendance at the last AGM held on 25 Sep 2025
		Held	Attended	
d.	Shri Nagesh Das Pai, Director (CPP&BD) (w.e.f. 25 Mar 2026)	Nil	Nil	NA
e.	Capt Jagmohan, (IN, Retd), Director (CPP&BD) (upto 20 Apr 2025)	Nil	Nil	NA
f.	Shri Sunil S. Bagi, Director (Finance) (upto 31 Jul 2025)	03	03	NA
g.	Shri Amit Satija, Govt. Nominee Director	06	05	No
h.	Shri Deepak Manohar Patwardhan, Independent Director (w.e.f. 21 Apr 2025)	06	06	Yes
i.	Shri Hasmukh Hindocha, Independent Director (w.e.f. 21 Apr 2025)	06	06	Yes

12. Meetings are governed by a structured agenda. Agenda notes along with supporting documents are circulated well in advance to the Board members to enable them to take informed decisions. The Directors, in consultation with the Chairman bring up any important matter for consideration of the Board/Committee. If necessary, senior executives are also invited to provide additional insights to the items being discussed at the Board/Committee meetings. Further, presentations are given during the course of discussion, wherever required. The Part-time Directors significantly contribute to Board deliberations, leveraging their expertise for enriching the quality of Board discussions and decisions. The Directors are provided with video-conferencing facility to enable them to attend/participate in Board/Committee meetings. In case of exigencies, the meeting(s) is/are convened at shorter notice as provided under the Companies Act, 2013 or resolutions passed by way of circulation, if required. The Board reviews the Compliance Report of all laws applicable to the Company on half-yearly basis.

COMMITTEES OF THE BOARD

13. The Board of Directors has constituted various Committees to assist in the management of day-to-day affairs of the Company, and to facilitate smooth and efficient flow of decision-making process. The terms of reference of the Board Committees are determined by the Board from time to time. The meetings of Board Committees are held either periodically or on need basis. The recommendations of the Committee meetings are informed to the Board for its consideration. The minutes of the Committee meetings are placed before the Board in its subsequent meetings for information.

14. During FY 2025-26, GSL had six Board level Committees viz. Audit Committee, Nomination & Remuneration cum Human Resource Committee, Committee on Sustainable Development and Corporate Social Responsibility, Procurement Sub-Committee of Directors, Share Transfer Committee and Investment Committee. However, the Statutory Committees viz. Audit Committee, Nomination & Remuneration cum Human Resource Committee, Committee on Sustainable Development and Corporate Social Responsibility were not functional from 01 Apr 2025 to 20 Apr 2025 on account of completion of the tenure of the Independent Directors.

15. Following the reappointment of the Independent Directors w.e.f. 21 Apr 2025, the above Statutory Committees were reconstituted w.e.f. 28 Apr 2025 in line with the provisions of the Companies Act, 2013 and DPE Guidelines. Subsequently, on account of changes in Functional Directors, the Statutory Committees were reconstituted w.e.f. 01 Aug 2025 and 24 Jan 2026.

16. Details of the Committees of the Board are provided herein below:-

STATUTORY COMMITTEES OF THE BOARD

Audit Committee

Terms of Reference

17. The terms of reference for the Audit Committee has been approved by the Board considering the requirements under the Companies Act, 2013 and DPE Guidelines, which *inter alia*, includes the following:

    (a) 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.

(b) Appointment and removal of external firms of Chartered Accountants for internal audit, Tax Auditors and fixation of audit fees and also approval for payment for any other services.

(c) Approval of payment to Statutory Auditors for any other services rendered by them.

(d) Reviewing, with the management, the periodical/annual financial statements before submission to the Board for approval.

(e) Matters required to be included in the Directors' Responsibility Statement to be included in the Board's Report in terms of Section 134(5) of the Companies Act, 2013.

(f) Compliance with legal requirements relating to financial statements.

(g) Reviewing, with the management, performance of internal auditors and adequacy of the internal control systems, internal audit functions, including the structure and staffing of the internal audit department, coverage and frequency of internal audit.

(h) Discussion with internal auditors and/or auditors any significant findings and follow up thereon.

(i) Reviewing the Company's financial policies, commercial policies and risk management policies.

(j) To review the functioning of the Whistle Blower Mechanism and to oversee the vigil mechanism in the Company.

(k) To review the follow-up action on the audit observations of the C&AG audit.

(l) Recommendation for appointment, remuneration and terms of appointment of the auditors of the Company.

(m) Review and monitor the auditor's independence and performance, and effectiveness of audit process.

(n) Approval or any subsequent modification of transactions of the Company with related parties.

(o) Evaluation of internal financial controls and risk management systems.

(p) Reviewing management discussion and analysis of financial condition and results of operations.

Composition of the Committee, details of meetings and attendance

18. During FY 2025-26, **seven** meetings of the Audit Committee were held on 07 May 2025, 22 May 2025, 23 Jul 2025, 26 Sep 2025, 25 Oct 2025, 23 Jan 2026 and 11 Mar 2026. The requisite quorum was present at these meetings.

19. The composition of the Audit Committee, including changes, during the year and attendance of the members at the aforesaid Committee meetings are as under:

Sl. No.	Name of Member	Category	Position	Meetings during respective tenure	
				Held	Attended
a.	Shri Deepak Manohar Patwardhan	Independent Director	Chairman	07	07
b.	Shri Hasmukh Hindocha	Independent Director	Member	07	07
c.	RAdm. Nelson A. J. D'Souza, (IN, Retd)	Director (Operations)	Member w.e.f. 01 Aug 2025	04	04
d.	Shri Sunil S. Bagi	Director (Finance)	Member upto 31 Jul 2025	03	03

20. Director (Finance), HoD (Finance) and Internal Auditor of the Company regularly attend the meetings of the Audit Committee as invitees. Statutory Auditors are also invited to attend the meeting(s) of the Audit Committee as and when required with regard to limited review/audit of the Financial Statements and other related matters. The Company Secretary acts as Secretary to the Audit Committee.

21. The Chairman of the Audit Committee apprises the Board about the recommendations/ observations of the Audit Committee during the Board meetings. During the year, all the recommendations made by the Audit Committee were accepted by the Board.

Nomination & Remuneration cum Human Resource Committee (N&RHR Committee)

Terms of Reference

22. N&RHR Committee functions in accordance with the Charter for the said Committee as approved by the Board, which *inter alia*, includes the following:

    (a) To decide matters related to modification/revision/introduction of changes in Performance Management System of the employees.

    (b) To decide for payment of Variable Pay/Performance Related Pay within the prescribed limit for each financial year.

    (c) To examine all the HR matters related with the rules and regulations of the Company and approve the proposal, or recommend the same to the Board as per financial implication involved.

Composition of the Committee, details of meetings and attendance

23. During FY 2025-26, **four** meetings of the N&RHR Committee were held on 07 May 2025, 22 May 2025, 23 Jan 2026 and 11 Mar 2026. The requisite quorum was present at these meetings.

24. The composition of the N&RHR Committee, including changes, during the year and attendance of the members at the aforesaid Committee meetings are as under:

Sl. No.	Name of Member	Category	Position	Meetings during respective tenure	
				Held	Attended
a.	Shri Hasmukh Hindocha	Independent Director	Chairman	04	04
b.	Shri Deepak Manohar Patwardhan	Independent Director	Member	04	04
c.	Shri Amit Satija	Govt. Nominee Director	Member	04	04
d.	Shri Jahangeer Alam Ansari	Director (Finance)	Member w.e.f. 24 Jan 2026	01	01
e.	RAdm. Nelson A. J. D'Souza, (IN, Retd)	Director (Operations)	Member w.e.f. 01 Aug 2025 to 23 Jan 2026	01	01
f.	Shri Sunil S. Bagi	Director (Finance)	Member up to 31 Jul 2025	02	02

25. Director (Operations) and Director (CPP&BD) are the Permanent Special Invitees to the N&RHR Committee.

Committee on Sustainable Development and Corporate Social Responsibility (SD & CSR Committee)

Terms of Reference

26. SD & CSR Committee has been constituted by the Board of Directors to undertake various projects under Corporate Social Responsibility in terms of the provisions of the Companies Act, 2013 and applicable DPE guidelines. The terms of reference of the SD & CSR Committee, *inter alia,* includes the following:

    (a) The Committee monitors the implementation of CSR & Sustainability Policy and to assist the Board of Directors to formulate suitable policies and strategies to take the CSR & Sustainability Agenda of the Company forward;

    (b) To recommend the amount of expenditure to be incurred on the activities referred under Schedule VII of the Companies Act, 2013; and

    (c) Formulate and recommend to the Board, an Annual Action Plan in pursuance of CSR Policy.

Composition of the Committee, details of meetings and attendance

27. During FY 2025-26, **three** meetings of the SD & CSR Committee were held on 07 May 2025, 25 Oct 2025 and 11 Mar 2026. The requisite quorum was present at these meetings.

28. The composition of the said Committee, including changes, during the year and attendance of the members at the aforesaid Committee meetings are as under:

Sl. No.	Name of Member	Category	Position	Meetings during respective tenure	
				Held	Attended
a.	Shri Hasmukh Hindocha	Independent Director	Chairman	03	03
b.	Shri Deepak Manohar Patwardhan	Independent Director	Member	03	03
c.	RAdm. Nelson A. J. D'Souza, (IN, Retd)	Director (Operations)	Member w.e.f. 01 Aug 2025	02	02
d.	Shri Jahangeer Alam Ansari	Director (Finance)	Member w.e.f. 24 Jan 2026	01	01
e.	Shri Sunil S. Bagi	Director (Finance)	Member till 31 Jul 2025	01	01

29. The Annual Report on CSR activities carried out during the financial year is placed at **Annexure - F**.

NON-STATUTORY COMMITTEES OF THE BOARD

Procurement Sub-Committee (PSC) of Directors

30. PSC of Directors which comprises of all Functional Directors and one Independent Director approves the proposals for placement of orders for procurement of equipment/materials/availing services related to shipbuilding projects as well as capital items including infrastructure upgradation, which are beyond specified value fixed as per the powers delegated by the Board.

31. During FY 2025-26, **seven** meetings of the PSC of Directors were held on 22 May 2025, 23 Jul 2025, 26 Aug 2025, 26 Sep 2025, 25 Oct 2025, 09 Feb 2026 and 07 Mar 2026.

32. The composition of the PSC, including changes, during the year and attendance of the members at the aforesaid Committee meetings are as under:

Sl. No.	Name of Member	Category	Position	Meetings during respective tenure	
				Held	Attended
a.	Shri Brajesh Kumar Upadhyay	CMD	Chairman	07	07
b.	Shri Deepak Manohar Patwardhan	Independent Director	Member	07	07
c.	RAdm. Nelson A. J. D'Souza, (IN, Retd)	Director (Operations)	Member w.e.f. 16 Jun 2025	06	06
d.	Shri Jahangeer Alam Ansari	Director (Finance)	Member w.e.f. 29 Nov 2025	02	02
e.	Shri Nagesh Das Pai	Director (CPP&BD)	Member w.e.f. 25 Mar 2026	Nil	NA
f.	Shri Sunil S. Bagi	Director (Finance)	Member till 31 Jul 2025	02	02

Share Transfer Committee (STC)

33. STC has been constituted to consider and approve the requests of share transfer, transmission, issue of duplicate certificates, splitting/consolidation of share certificates, etc. The Company Secretary is the Secretary to the said Committee.

34. During FY 2025-26, **one** meeting of the STC was held on 25 Oct 2025. The composition of the STC, including changes, during the year and attendance of the members at the said Committee meeting are as under:

Sl. No.	Name of Member	Category	Position	Meetings during respective tenure	
				Held	Attended
a.	Shri Brajesh Kumar Upadhyay	CMD	Chairman	01	01
b.	RAdm. Nelson A. J. D'Souza, (IN, Retd)	Director (Operations)	Member w.e.f. 01 Aug 2025	01	01
c.	Shri Deepak Manohar Patwardhan	Independent Director	Member w.e.f. 01 Aug 2025 to 28 Nov 2025	01	01
d.	Shri Jahangeer Alam Ansari	Director (Finance)	Member w.e.f. 29 Nov 2025	Nil	NA

Investment Committee

35. Investment Committee comprising of Functional Directors and headed by CMD is empowered, *inter alia,* (i) to make investment of surplus funds of the Company as per applicable DPE guidelines and Board directives, (ii) to avail funded and non-funded facilities from the banks/financial institutions, and (iii) to avail short-term loans and / or overdraft from nationalised/private sector banks/ financial institutions depending upon day-to-day operational needs of the Company. The Investment Committee accords approval as required for investment of surplus funds and availing funding arrangements as and when such actions are necessitated in the course of day-to-day business affairs of the Company upto the ceiling limits approved by the Board.

APPOINTMENT AND REMUNERATION OF DIRECTORS

36. GSL being a Central Government Public Sector Enterprise, the appointment of CMD and Functional Directors of the Company is made by the Government of India, indicating the tenure, remuneration and other terms and conditions of appointment. As per the Articles of Association of the Company, the Directors of your Company are paid such remuneration as the Government of India, may determine, from time to time. CMD and other Functional Directors are appointed initially for a period of 5 years from the date of assumption of charge of the post or upto the date of superannuation of the individual or until further orders of the Government, whichever is the earliest.

37. The pay and allowances of Board level executives are paid in accordance with the terms of appointment and extant DPE Guidelines; and other benefits and perquisites in accordance with the rules of the Company. The Functional Directors are also entitled to performance-related pay in accordance with DPE Guidelines. Details of remuneration paid to CMD and Functional Directors for the year ended 31 Mar 2026 are given below:

(₹ in Lakhs)

Sl. No.	Name of Director	Salary	Perquisites as per IT Rules	Contribution to PF	Total
a.	Shri Brajesh Kumar Upadhyay, CMD	48.87	2.28	4.24	55.39
b.	RAdm. Nelson A. J. D'Souza, (IN, Retd), Director (Operations) (w.e.f. 16 Jun 2025)	40.62	1.51	3.96	46.09
c.	Shri Jahangeer Alam Ansari, Director (Finance) (w.e.f. 29 Nov 2025)	16.31	0.61	1.59	18.51
d.	Shri Nagesh Das Pai, Director (CPP&BD) (w.e.f. 25 Mar 2026)	0.75	-	0.07	0.82
e.	Capt Jagmohan, (IN, Retd), Director (CPP&BD) (upto 20 Apr 2025)	8.76	-	0.29	9.05
f.	Shri Sunil S. Bagi, Director (Finance) (upto 31 Jul 2025)	54.71*	1.20	1.38	57.29

*Includes terminal benefits.

38. Government Nominee Director is appointed by the Ministry of Defence and they are not entitled for any remuneration/sitting fees.

39. Part-time Non-official (Independent) Directors are appointed by the President of India generally for a period of three years. They are not paid any remuneration except the sitting fees for attending meetings of the Board of Directors and Committees thereof. The sitting fees of ₹25,000/- per meeting of the Board and ₹15,000/- per meeting of the Committee/s of the Board are paid to Independent Director(s), as approved by the Board within the ceiling fixed under the Companies Act, 2013 and as per the guidelines issued by the Government of India. The sitting fees paid to the Independent Directors during FY 2025-26 are as follows:

(₹ in Lakhs)

Sl. No.	Name of the Part-time Non-official (Independent) Director	Sitting Fees
a.	Shri Deepak Manohar Patwardhan	4.95
b.	Shri Hasmukh Hindocha	3.75
	Total	**8.70**

40. The Company does not pay any commission to its Directors. During the year, no stock options were issued by the Company to its Directors. Apart from receiving the sitting fees and reimbursement of expenses incurred in the discharge of their duties, none of the Part-time Directors had any pecuniary relationship or transaction with the Company during FY 2025-26.

Evaluation Criteria

41. Since the Board level appointments are made by the President of India, evaluation of performance of directors is also done by the Government of India.

MEETINGS OF INDEPENDENT DIRECTORS

42. According to Schedule IV of the Companies Act, 2013, a separate meeting of the Independent Directors of the Company was held on 26 Sep 2025, which was attended by both the Independent Directors.

GENERAL BODY MEETINGS

43. Details of the Annual General Meeting (AGM) held during the last three years are as follows:

AGM No.	Year	Venue	Date and Time
57th	2022-23	Through Video Conferencing from the Registered Office of the Company, Vasco-da-Gama, Goa.	29 Sep 2023 at 1530 hours
58th	2023-24	Through Video Conferencing from the Registered Office of the Company, Vasco-da-Gama, Goa.	25 Sep 2024 at 1530 hours
59th	2024-25	Through Video Conferencing from the Registered Office of the Company, Vasco-da-Gama, Goa.	25 Sep 2025 at 1530 hours

44. The Chairman of the Audit Committee and N&RHR Committee attended the 59th Annual General Meeting of the Company held on 25 Sep 2025.

45. All the resolutions set out in the respective notice of last three AGMs were passed by the shareholders. No Special Resolution was put up at the 57th and 58th Annual General Meeting. Following Special Resolutions were passed by the shareholders of the Company at 59th AGM held on 25 Sep 2025:

    (a) Reappointment of Shri Deepak Manohar Patwardhan (DIN: 09450572) as Non-official Part-time (Independent) Director.

    (b) Reappointment of Shri Hasmukh Hindocha (DIN: 09453805) as Non-official Part-time (Independent) Director.

    (c) Increase the borrowing powers of the Company pursuant to the provisions of Section 180(1)(c) of the Companies Act, 2013.

46. No resolution was put through postal ballot during FY 2025-26.

TRAINING OF BOARD MEMBERS

47. The Board has adopted a policy for training of Board members. As per the terms of the said policy, the Board members including Independent Directors are provided with the familiarisation program at the time of their induction to the Board to make them conversant with the business model, current operations, corporate plan and future outlook of the Company. Directors are regularly encouraged and sponsored for attending important training/ orientation programs relating to board practices, corporate governance, etc. conducted by various institutes of repute. Details of training imparted to Directors are disclosed on the website of the Company at https://goashipyard.in/assets/front/public/about-pdf/Training-of-Board-Members.pdf.

CODE OF BUSINESS CONDUCT AND ETHICS

48. The Board of Directors of your Company has formulated a "Code of Business Conduct and Ethics for Board Members and Senior Management" as per DPE Guidelines. A copy of the same has been circulated to all concerned and posted on the Company's website https://goashipyard.in/about-us/team-behind/code-of-business-conduct-and-ethics. All Board members and Senior Management personnel to whom the said Code is applicable have affirmed the compliance with the Code for the year ended 31 Mar 2026. A declaration to this effect by the Chairman & Managing Director is appended to this Report.

DISCLOSURES

49. (a) There were no cases of related party transactions that may have potential conflict with the interests of the Company at large. Transactions with related parties that were entered into during the financial year were in the ordinary course of business.

(b) The Company has complied with the requirements of DPE Guidelines on Corporate Governance (except as otherwise stated in the report).

(c) The Company has complied with the provisions of the Companies Act, 2013 (except as otherwise stated in the report). No penalties/ strictures were imposed on the Company by any Statutory Authority on any matter related to violation of any provisions of the Companies Act, 2013/guidelines issued by the Government, during the last three years.

(d) It is affirmed that no personnel have been denied access to the Audit Committee.

(e) The Company has complied with Presidential Directives issued by the Central Government during the year and also in the last three years.

(f) There were no items of expenditure debited in books of accounts, which are not for the purposes of the business.

(g) No expenses were incurred by the Company which are personal in nature and incurred for the Board of Directors and Top Management.

(h) During FY 2025-26, percentage of Other Expenses and Financial Expenses to Total Expenses is 2.65% and 0.02% respectively as compared to 3.20% and 0.02% respectively in FY 2024-25.

WHISTLE BLOWER POLICY

50. The Company has implemented "Whistle Blower Policy" in line with DPE Guidelines to establish a mechanism which facilitates its employees to report to the Management on any unethical behavior, actual or suspected fraud or violation of the Company's Guidelines on Conduct or Ethics. The employees are encouraged to use the whistle blowing mechanism and raise their concerns to the Management and have been given access to the Chairman of the Audit Committee. Whistle blowers are afforded protection against harassment and not subjected to any discriminatory practices, thereby promoting transparency and accountability. The Whistle Blower Policy can be accessed on the Company's website https://goashipyard.in/vigilance/policies-guidelines/whistle-blower. The Company has also a "Fraud Prevention Policy" in place.

AUDIT QUALIFICATIONS

51. There were no audit qualifications on Company's Financial Statements for FY 2025-26.

RISK MANAGEMENT

52. The Company has well-articulated "Risk Management Policy" in place. This policy is intended to ensure that an effective risk management framework is established and an appropriate reporting mechanism for the same is embedded within the Company. Details on Risk Management are placed in the Directors' Report.

SHAREHOLDING PATTERN

53. The shareholding pattern as on 31 Mar 2026 is given below:

Sl. No.	Category of Shareholder	No. of Shares held	Amount of Shares held (in ₹)	% of Shares held to Total Paid-up Capital
a.	**Government**			
	President of India	5,94,66,780	29,73,33,900	51.09%
b.	**Govt. Company**			
	Mazagon Dock Shipbuilders Limited	5,49,57,600	27,47,88,000	47.21%
c.	**General Public and Others**	19,79,368	98,96,840	01.70%
	TOTAL	**11,64,03,748**	**58,20,18,740**	**100.00%**

DEMATERIALISATION OF SHARES AND SHARE TRANSFER SYSTEM

54. The Equity Shares of the Company are admitted in the depository system of NSDL and CDSL for dematerialisation. The Company's International Securities Identification Number (ISIN) is INE178Z01013. As on 31 Mar 2026, 11,58,02,106 equity shares representing 99.48% of the paid-up equity share capital of the Company has been dematerialised. The Company has appointed Purva Sharegistry (India) Pvt. Ltd., a SEBI Registered Category-I Share Transfer Agent as the Company's Registrar and Share Transfer Agent (RTA). The contact details of RTA are as under:

Purva Sharegistry (India) Pvt. Ltd.
Unit No. 9, Shiv Shakti Industrial Estate,
J R Boricha Marg, Lower Parel (East),
Mumbai - 400 011
Email id: support@purvashare.com
Tel: 022 4134 3255 / 3256

55. The shares held in dematerialised form are transferred through the depository system. However, shares held in physical form are processed by RTA in coordination with the Company. Shares received for transfer are registered within the stipulated time period. Shares under objection are returned within the stipulated period, seeking suitable rectification/ clarification.

TRANSFER TO INVESTOR EDUCATION AND PROTECTION FUND

56. **Unpaid/Unclaimed Dividend:** Section 124 of the Companies Act, 2013 provides that any dividend that has remained unpaid/unclaimed for a period of seven years from the date of transfer to unpaid dividend account shall be transferred by the company to the Investor Education and Protection Fund (IEPF) established by the Central Government under Section 125(1) of the Companies Act, 2013. Accordingly, during FY 2025-26, unclaimed/ unpaid amount of ₹84,698/- and ₹21,360/- pertaining to final dividend for FY 2017-18 and first interim dividend for FY 2018-19 respectively were transferred to the IEPF and subsequently, ₹17,930/- pertaining to second interim dividend for FY 2018-19 was transferred to the IEPF on 02 May 2026. The unpaid/unclaimed amount pertaining to final dividend for FY 2018-19 is due for transfer to IEPF during FY 2026-27. The details of unpaid/unclaimed dividend lying in unpaid dividend accounts of the Company as on 31 Mar 2026 are as follows:

Dividend for the financial year	Date of Declaration	Due date for Transfer	Unclaimed as on 31 Mar 2026 (in ₹)
2018-19 (Final)	12.09.2019	16.10.2026	16,550.40
2019-20 (Interim)	16.03.2020	19.04.2027	62,064.00
2019-20 (Final)	30.09.2020	03.11.2027	12,712.00
2020-21 (Interim)	17.12.2020	20.01.2028	44,324.10
2020-21 (Final)	29.09.2021	02.11.2028	12,888.00
2021-22 (Interim)	17.12.2021	20.01.2029	37,332.00
2021-22 (Final)	29.09.2022	02.11.2029	15,263.60
2022-23 (Interim)	03.03.2023	06.04.2030	49,344.00
2022-23 (Final)	29.09.2023	02.11.2030	23,865.60
2023-24 (Interim)	05.02.2024	10.03.2031	65,885.00
2023-24 (Final)	25.09.2024	29.10.2031	30,720.00

Dividend for the financial year	Date of Declaration	Due date for Transfer	Unclaimed as on 31 Mar 2026 (in ₹)
2024-25 (Interim)	10.03.2025	13.04.2032	39,339.60
2024-25 (Final)	25.09.2025	29.10.2032	7,732.00
Total			**4,18,020.30**

Note: *Members who have not claimed their dividend pertaining to the aforesaid years may approach the Company for obtaining payments thereof atleast 05 days before the due date for transfer to IEPF.*

57. **Transfer of Shares in respect of Unpaid/ Unclaimed Dividend:** Pursuant to the provisions of Section 124(6) of the Companies Act, 2013 read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended from time to time, shares in respect of which dividend have not been paid or claimed for seven consecutive years or more shall be transferred by the company in the name of IEPF Authority. Accordingly, 360 shares in respect of which dividend had not been paid or claimed for seven consecutive years from FY 2017-18 were transferred to IEPF Authority during FY 2025-26 and details of the same are available on the website of the Company. Similarly, the shares in respect of which dividend have not been paid or claimed for seven consecutive years from FY 2018-19 onwards will be liable for transfer to IEPF Authority as and when become due.

58. Further, Section 125 of the Companies Act, 2013 provides that shareholder whose dividend/shares have been transferred to the IEPF shall be entitled to claim it back from IEPF Authority on complying with the procedures laid down in this behalf.

59. The Company actively participated in 100 Days Campaign "Saksham Niveshak" launched by IEPF Authority from 28 Jul 2025 to 06 Nov 2025 and reached out to its shareholders, which resulted in reduction of the unclaimed/unpaid dividends lying with the Company and updation of shareholders KYC details.

60. In accordance with the IEPF Rules, Smt. Chhaya Jain, Company Secretary has been appointed as Nodal Officer of the Company. The details of the Nodal Officer are available on the website of the Company.

MEANS OF COMMUNICATION

61. The Company's website https://goashipyard.in in English and Hindi provides comprehensive information including the details regarding the Board of Directors and its committees, Company's business, products, services, facilities, management, human resources, recruitment, corporate social responsibility, vendor registration, tenders, e-procurement, vigilance, RTI, Internal Committee under POSH, and other updates and news. The "Annual Reports" tab on the Company's website contains annual reports, notices and announcements, and details of unpaid/ unclaimed dividend and shares transferred to IEPF. Major events and activities of the Company are also published on social media soon after the events occurred.

62. Notice of Annual General Meeting and Annual Report containing Financial Statements and Auditors' Report, Board's Report, Management Discussion and Analysis Report (MDAR), Corporate Governance Report and other important information is circulated through electronic mode to the members and others entitled thereto, in-line with the relevant circulars issued by MCA from time to time. The Annual Reports of the Company are available on the Company's website. A press release is issued in the newspapers after conclusion of the Annual General Meeting.

ADDITIONAL/GENERAL INFORMATION FOR SHAREHOLDERS

60th Annual General Meeting

Date : Friday, 25 September, 2026

Time : 1530 hours (IST)

Venue : Through Video Conferencing. Registered Office of the Company, Vasco-da-Gama, Goa - 403 802 will be considered as Deemed Venue.

Yard Location

(i) Vasco-da-Gama, Goa - 403 802.

(ii) GSL Units II to V, Sancoale Industrial Estate, Zuarinagar, Goa - 403 726.

Registered Office/Address for correspondence

Goa Shipyard Limited,
Registered Office: Vasco-da-Gama, Goa - 403 802.
Phone: (0832) 2512156
Email: contactus@goashipyard.com
Website: https://goashipyard.in

Declaration

As provided under the Guidelines on Corporate Governance for CPSEs 2010 issued by the Government, it is hereby declared that all Board Members and Senior Management Personnel have affirmed compliance with the Code of Conduct for Directors and Senior Management Personnel of Goa Shipyard Limited for the year ended 31 Mar 2026.

For Goa Shipyard Limited

Sd/-
(Brajesh Kumar Upadhyay)
Chairman & Managing Director
DIN: 08852107

Place: Vasco-da-Gama, Goa
Date: 25 June 2026

Certificate on Corporate Governance

To,
The Members,
Goa Shipyard Limited
CIN: U63032GA1967GOI000077
Vasco-da-Gama,
Goa - 403802

I have examined the compliance of conditions of Corporate Governance by Goa Shipyard Limited, for the year ended on 31st March, 2026 as stipulated in the Guidelines on Corporate Governance for Central Public Sector Enterprises (CPSEs) 2010 issued by Department of Public Enterprises (DPE).

The compliance of conditions of Corporate Governance is the responsibility of the Management. My examination was limited to the review of procedures and implementation thereof, as adopted by the Company for ensuring the compliance of conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In my opinion and to the best of my information and according to the explanations given to me and the representations made by the Management, I certify that the Company has complied with the aforesaid Guidelines on Corporate Governance, subject to the following observations:

From 1st April, 2025 to 20th April, 2025, there was no representation of Independent Director(s) on the Board of the Company. Two Independent Directors were re-appointed for a period of one year with effect from 21st April, 2025, against the sanctioned strength of three Independent Directors as per the provisions of DPE Guidelines on Corporate Governance.

In view of the aforesaid vacancies, the composition of the Board of Directors was not in compliance with the provisions of Clause 3.1 of DPE Guidelines on Corporate Governance.

Following the re-appointment of two Independent Directors, the Board-level Committees viz. Audit Committee and Nomination & Remuneration cum Human Resource Committee, were reconstituted w.e.f. 28th April, 2025. However, due to the aforesaid vacancies of Independent Directors on the Company's Board, the composition of the aforesaid Committees during the interim period (i.e. 1st April, 2025 to 27th April, 2025) was not in compliance with the provisions of DPE Guidelines on Corporate Governance.

As per the information and explanations given to me by the Management, the Company being a Government Company and as per the Articles of Association of the Company, power to appoint Directors and the terms and conditions of such appointment including remuneration and evaluation is vested with the Hon'ble President of India. The Management has been taking up the matter of filling up of the vacancy of independent director(s) with the Ministry of Defence.

I further state that such compliance 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.

Sd/
Shivaram Bhat
Practicing Company Secretary
ACS 10454 CP 7853 PR 1775/2022
UDIN: A010454H000610801

Place: Panaji, Goa
Date: June 11, 2026

Annexure 'F' to Directors' Report

Annual Report on Corporate Social Responsibility (CSR) Activities for FY 2025-26

1. Brief outline on CSR Policy of the Company:

(i) Goa Shipyard Limited (GSL) remains steadfast in its commitment to social responsibility and sustainable development as a responsible corporate citizen. The Company constantly endeavours to create a meaningful and lasting impact on society through initiatives that foster inclusive growth, community development, and environmental stewardship. Driven by a strong commitment to sustainability and ecological balance, GSL actively undertakes projects and programmes aimed at enhancing the quality of life of communities while promoting environmental consciousness and long-term societal well-being.

(ii) GSL's CSR & Sustainability Policy is framed in line with the Companies Act, 2013 and Companies (CSR Policy) Rules, 2014 as amended from time to time with thrust on the above goals to be more specific includes activities such as eradicating hunger, poverty and malnutrition; promoting health care including preventive health care; providing safe drinking water and sanitation facilities; promoting education especially for girls, skill development, women empowerment; basic needs of the under privileged and weaker sections of the society; measures for old and aged women, mainstreaming differently abled; development of rural areas; environment sustainability; preservation of goan tradition, etc.

(iii) During FY 2025-26, the CSR activities of the Company were undertaken mainly in the areas of Healthcare, Sanitation, Education, Skill Development, Livelihood Project, and Animal Welfare in accordance with the statutory provisions under the Companies Act, 2013, the guidelines issued by the Department of Public Enterprises for Central Public Sector Enterprises and the CSR Policy of the Company and approved Annual Action Plan.

2. Composition of the Committee on Sustainable Development & Corporate Social Responsibility (SD & CSR):

The SD & CSR Committee of the Board recommends the Annual Action Plan and CSR projects from time to time for approval of the Board and oversees the execution thereof. During FY 2025-26, **three** meetings of the Committee were held on 07 May 2025, 25 Oct 2025 and 11 Mar 2026. The composition of the SD & CSR Committee, including changes, during FY 2025-26 and attendance of the members at the aforesaid Committee meetings are as under:

Sl. No.	Name of Director	Designation/Nature of Directorship	Number of Meeting of SD & CSR Committee during the year	
			Held	Attended
(a)	Shri Hasmukh Hindocha (Chairman w.e.f. 28 Apr 2025)	Chairman/Independent Director	3	3
(b)	Shri Deepak Manohar Patwardhan (Member w.e.f. 28 Apr 2025)	Member/Independent Director	3	3
(c)	RAdm. Nelson A.J. D'Souza, (IN, Retd) (Member w.e.f. 01 Aug 2025)	Member/Director (Operations)	2	2
(d)	Shri Jahangeer Alam Ansari (Member w.e.f. 24 Jan 2026)	Member/Director (Finance)	1	1
(e)	Shri Sunil Shivaling Bagi (Member w.e.f. 28 Apr 2025 to 31 Jul 2025)	Member/Director (Finance)	1	1

3. Provide the web-link(s) where Composition of CSR Committee, CSR Policy and CSR Projects approved by the board are disclosed on the website of the company.

Composition of CSR committee, CSR Policy and CSR projects approved by the Board are disclosed on Company's website at https://goashipyard.in/csr/corporate-social-responsibility.

4. Provide the executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable. Not Applicable for FY 2025-26.

5.			
	(a)	Average net profit of the Company as per sub-section (5) of Section 135	₹31,609.55 lakh
	(b)	Two percent of average net profit of the Company as per sub-section (5) of Section 135	₹632.19 lakh
	(c)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years	NIL
	(d)	Amount required to be set-off for the financial year, if any	NIL
	(e)	Total CSR obligation for the financial year [(b)+(c)-(d)]	₹632.19 lakh

6.			
	(a)	Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project)	₹629.18 lakh
	(b)	Amount spent in Administrative Overheads	₹31.61 lakh
	(c)	Amount spent on Impact Assessment, if applicable	Not Applicable
	(d)	Total amount spent for the Financial Year [(a)+(b)+(c)]	₹660.79 lakh
	(e)	CSR amount spent or unspent for the Financial Year:	

Total Amount Spent for the Financial Year (in ₹)	**Amount Unspent (in ₹)**				
	Total Amount transferred to Unspent CSR Account as per sub-section (6) of section 135		**Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of section 135**		
	Amount	**Date of transfer**	**Name of the Fund**	**Amount**	**Date of transfer**
660.79 lakh	NIL	Not Applicable	Not Applicable	NIL	Not Applicable

(f) Excess amount for set-off, if any:

Sl. No.	**Particular**	**Amount (in ₹)**
(1)	(2)	(3)
(i)	Two percent of average net profit of the company as per sub-section (5) of section 135	**632.19 lakh**
(ii)	Total amount spent for the Financial Year	**660.79 lakh**
(iii)	Excess amount spent for the Financial Year [(ii)-(i)]	**28.60 lakh**
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years, if any	**NIL**
(v)	Amount available for set off in succeeding Financial Years [(iii)-(iv)]	**--***

***Note:** *During FY 2025-26, the Company has spent excess amount of ₹28.60 lakh, but not availing the set-off benefit in the succeeding financial years.*

7. Details of Unspent Corporate Social Responsibility amount for the preceding three Financial Years:

1	2	3	4	5	6		7	8
Sl. No.	Preceding Financial Year(s)	Amount transferred to Unspent CSR Account under sub-section (6) of section 135 (in ₹)	Balance Amount in Unspent CSR Account under sub-section (6) of section 135 (in ₹)	Amount Spent in the Financial Year (in ₹)	Amount transferred to a Fund as specified under Schedule VII as per second proviso to sub-section (5) of section 135, if any		Amount remaining to be spent in succeeding Financial Years (in ₹)	Deficiency, if any
					Amount (in ₹)	Date of Transfer		
1	2022-23	Nil	NA	NA	Nil	NA	NA	NA
2	2023-24	Nil	NA	NA	Nil	NA	NA	NA
3	2024-25	Nil	NA	NA	Nil	NA	NA	NA

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year: **Yes**

If Yes, enter the number of Capital assets created/ acquired: **23**

Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

(1)	(2)	(3)	(4)	(5)	(6)		
Sl. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pincode of the property or asset(s)	Date of creation	Amount of CSR spent (₹ in lakh)	Details of entity/ Authority/ beneficiary of the registered owner		
					CSR Registration Number, if applicable	Name	Registered address
a.	One Anesthesia Workstation for Goa Medical College and Hospital, Bambolim, Goa.	403202	25.03.2026	74.50	-	Goa Medical College and Hospital	Bambolim, Goa.
b.	Fabricated vehicle (Bus), fitted with laptops, keyboards, mouse and other accessories to Ekal Gramothan Foundation, Jharkhand.	834009	24.03.2026	46.24	CSR00000757	Ekal Gramothan Foundation	40, Arogya Bhawan-1, Bariatu Road, Ranchi, Jharkhand.
c.	Four Hopper Tipper Rickshaws to Mormugao Municipal Council, Vasco-da-Gama, Goa.	403802	21.02.2026	41.07	-	Mormugao Municipal Council	Vasco-da-Gama, Goa.
d.	One Hopper Tipper Rickshaw to Village Panchayat, Chicolna, Bogmalo, Goa.	403706				Village Panchayat Chicolna	Chicolna, Bogmalo, Goa.

(1)	(2)	(3)	(4)	(5)	(6)		
					Details of entity/ Authority/ beneficiary of the registered owner		
Sl. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pincode of the property or asset(s)	Date of creation	Amount of CSR spent (₹ in lakh)	CSR Registration Number, if applicable	Name	Registered address
e.	Installation of LPG Crematorium for human cremation to Mormugao Municipal Council, Vasco-da-Gama, Goa.	403802	26.03.2026	33.00	-	Mormugao Municipal Council	Kharewado, Vasco-da-Gama, Goa.
f.	One C-Arm Fluoroscope X-Ray Machine for Guru Gobind Singh Hospital, Jamnagar, Gujarat.	361008	18.03.2026	26.50	-	Guru Gobind Singh Government Hospital	Pandit Nehru Marg, Jamnagar, Gujarat.
g.	One 46 Seater School Bus for Shree Balram Residential High School, Canacona, Goa.	403702	23.01.2026	25.00	-	Shree Balram Residential High School	Amone, Poinguinim, Canacona, Goa.
h.	One Surgical Operating ENT Machine for Surgery Dept of Guru Gobind Singh Hospital, Jamnagar, Gujarat.	361008	18.08.2025	24.00	-	Guru Gobind Singh Government Hospital	Pandit Nehru Marg, Jamnagar, Gujarat.
i.	300 Single Desk Chairs, 10 Steel Almirahs, 10 Teacher Desks, 20 Green Boards and 20 Pin Boards to Swami Sivananda Memorial Institute of Fine Arts & Crafts, New Delhi.	110026	20.11.2025	12.38	CSR00000753	Swami Sivananda Memorial Institute of Fine Arts & Crafts	Road No. 31, East Avenue, East Punjabi Bagh, New Delhi.
j.	One Tractor for Stray Cattle Rehabilitation Centre in Mayem, Bicholim, Goa.	403504	20.03.2026	9.88	-	Gomantak Gausevak Mahasangh	Shikeri, Mayem, Bicholim, Goa.
k.	One e-Vehicle for National Institute of Technology, Cuncolim, Goa.	403703	04.02.2026	9.81	-	National Institute of Technology	Cottamol, Cuncolim, Goa.
l.	Five Smart Boards for Vidya Mandir High School, Vasco, Goa.	403802	06.01.2026	9.75	-	Vidya Mandir High School	Chicalim, Vasco-da-Gama, Goa.
m.	Five Interactive Panels for Tatya Saheb Mulye Secondary School, Jakadevi, Ratnagiri, Maharashtra.	415620	13.03.2026	9.69	-	Tatya Saheb Mulye Secondary School	Jakadevi, Ratnagiri, Maharashtra.
n.	Five Interactive Flat Panel Boards for Navy Children School, Dabolim, Goa.	403711	24.03.2026	9.50	-	Navy Children School	Dabolim, Goa.

(1)	(2)	(3)	(4)	(5)	(6)		
Sl. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pincode of the property or asset(s)	Date of creation	Amount of CSR spent (₹ in lakh)	Details of entity/ Authority/ beneficiary of the registered owner		
					CSR Registration Number, if applicable	Name	Registered address
o.	Four Smart Boards and one Multifunction Machine for Municipal High School, Vasco-da-Gama, Goa.	403802	09.01.2026	8.69	-	Municipal High School	Vasco-da-Gama, Goa.
p.	Construction of Bus Shed near New Fish Market, Vasco, Goa.	403802	31.03.2026	5.68	-	Mormugao Municipal Council	Vasco-da-Gama, Goa.
q.	One Auto Refractometer for Govt. Medical College & Hospital, Ratnagiri, Maharashtra.	415612	10.02.2026	4.40	-	Government Medical College & Hospital	Hodekar Road, Udyamnagar, Patwardhan Wadi, Zadgaon, Ratnagiri, Maharashtra.
r.	Two Interactive Panels to Kendriya Vidyalaya, Bambolim, Goa.	403202	24.03.2026	3.90	-	Kendriya Vidyalaya	Bambolim, Goa.
s.	Sewing Machines and Looms for supporting revival of Kunbi fabric (sarees and shawls) in Sateri Dugdha Society, 1st Floor, Santemol, Talconda Raia Curtorim, Salcete, Goa.	403601	13.06.2025	3.86	CSR00022155	Oorja Training and Research Academy	H. No. 63, Abade Faria Road, Near Civil & Criminal Court, Comba, Margao, Goa.
t.	Five Fogging Machines, Five Grass Cutters, Five Chain Saws, Two Chipping Hammers and Two Drilling Machines for use in Dabolim, Vasco, Goa.	403801	09.03.2026	3.52	-	Dabolim Constituency Office	Shop No. 9 to 13, Block 2, Lima Arcade, New Vaddem, Vasco-da-Gama, Goa.
u.	Open Air Gym equipment and 13 benches to Ratnagiri Municipal Council, Ratnagiri, Maharashtra.	415612	18.03.2026	3.45	-	Ratnagiri Municipal Council	Jaistambha, Rajiwada, Ratnagiri, Maharashtra.

(1)	(2)	(3)	(4)	(5)	(6)		
Sl. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pincode of the property or asset(s)	Date of creation	Amount of CSR spent (₹ in lakh)	Details of entity/ Authority/ beneficiary of the registered owner		
					CSR Registration Number, if applicable	Name	Registered address
v.	45 Benches and 10 Tables to Mallikarjun High School, Canacona, Goa.	403702	13.02.2026	3.03	-	Mallikarjun High School	Char Rasta, Canacona, Goa.
w.	Supply of Laboratory Equipment to St. Joseph Vaz College, Cortalim, Goa.	403710	24.03.2026	2.85	-	St. Joseph Vaz College	Cortalim, Goa.

9. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per sub-section (5) of section 135: Not Applicable.

Sd/-
(Brajesh Kumar Upadhyay)
Chairman & Managing Director
DIN: 08852107

Sd/-
(Nagesh Das Pai)
Director (CPP&BD)
DIN: 11621580

Place: Vasco da Gama, Goa
Date: 25 June 2026

Annexure 'G' to Directors' Report

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2026

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

To,
The Members,
GOA SHIPYARD LIMITED
CIN: U63032GA1967GOI000077
Vasco-da-Gama,
Goa - 403802

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **GOA SHIPYARD LIMITED** (hereinafter called as the 'Company'). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2026 (hereinafter referred to as the 'Audit Period') generally 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:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2026 according to the provisions of:

i. The Companies Act, 2013 ('the Act') and the rules made thereunder;

ii. The Securities Contracts (Regulation) Act, 1956 and the rules made thereunder (Not applicable to the Company during the Audit Period);

iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder to the extent applicable;

iv. The Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings (Not applicable to the Company during the Audit Period);

v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') are not applicable to the Company during the Audit Period:

   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 and Sweat Equity) Regulations, 2021;

   e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;

   f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 2025 regarding the Companies Act and dealing with client;

   g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; and

   h) The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018.

vi. The following laws and regulations applicable specifically to the Company (as per the representations made by the Company) viz.:

a) The Environment Protection Act, 1986;

b) The Hazardous and Other Wastes (Management & Transboundary Movement) Rules, 2016;

c) DPE Guidelines on Corporate Governance for Central Public Sector Enterprises, 2010; and

d) Guidelines on Corporate Social Responsibility and Sustainability for Central Public Sector Enterprises.

I have relied on the representation made by the Company and its Officers and also systems and mechanism formed by the Company for compliances under other applicable Acts, Laws and Regulations.

I have also examined compliance with the applicable clauses of the Secretarial Standards with respect to Meetings of the Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India. SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is not applicable to the Company during the Audit Period as the Company is not a listed company.

During the period under review, the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except to the extent as mentioned below:

During the Audit Period (a) there was no woman director on the Board of the Company; and (b) two Independent Directors were re-appointed for a period of one year with effect from 21st April, 2025, whereas there was a requirement of three Independent Directors as per DPE Guidelines on Corporate Governance.

In view of the aforesaid vacancies, the composition of the Board of Directors was not in compliance with the provisions of Section 149 of the Act & Rules made thereunder and Clause 3.1 of DPE Guidelines on Corporate Governance.

Following the re-appointment of two Independent Directors, the Board-level Statutory Committees viz. Audit Committee, Nomination & Remuneration cum Human Resource Committee, and Committee on Sustainable Development & Corporate Social Responsibility were reconstituted w.e.f. 28th April, 2025. However, due to the aforesaid vacancies of Independent Directors on the Company's Board, the composition of the Statutory Committees during the interim period (i.e.1st April, 2025 to 27th April, 2025) was not in compliance with the provisions of the Act and DPE Guidelines on Corporate Governance.

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.

As per the information and explanations given to me by the Management, the Company being a Government Company and as per the Articles of Association of the Company, power to appoint Directors and the terms and conditions of such appointment including remuneration and evaluation is vested with the Hon'ble President of India. The Management has been taking up the matter of filling up of the vacancy of independent director(s) preferably woman director with the Ministry of Defence.

I further report that -

Adequate notice is given to all directors to schedule the Board Meetings, including statutory committees, agenda and detailed notes on agenda were sent at least seven days in advance (except in cases where meeting/s were convened at shorter notice), 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 by the Directors.

All decisions at Board Meetings and Committee Meetings were carried out on the basis of majority and as recorded as part of the minutes. There were no dissenting views by any member of the Board of Directors and Committees recorded during the period under review.

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

I further report that during the Audit Period, the Company has obtained the approval of the Shareholders for increasing the borrowing powers of the Company in accordance with the provisions of Section 180(1)(c) of the Act by way of Special Resolution passed at the Annual General Meeting held on 25th September, 2025.

Sd/-

Shivaram Bhat

Practicing Company Secretary

ACS 10454 CP 7853 PR 1775/2022

UDIN: A010454H000610757

Place: Panaji, Goa
Date: June 11, 2026

This Report is to be read with my letter of even date which is annexed as **Annexure - A** and Forms an integral part of this report.

'ANNEXURE - A'

To,
The Members,
Goa Shipyard Limited
CIN: U63032GA1967GOI000077
Vasco-da-Gama,
Goa - 403802

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

1. Maintenance of secretarial record is the responsibility of the Management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.

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

3. I have not verified the correctness and appropriateness of financial records and books of accounts of the Company.

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

5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of the Management. My examination was limited to the verification of procedures on test basis.

6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the Management has conducted the affairs of the Company.

Sd/-
Shivaram Bhat
Practicing Company Secretary
ACS 10454 CP 7853 PR 1775/2022
UDIN: A010454H000610757

Place: Panaji, Goa
Date: June 11, 2026

Financial Statements

Independent Auditor's Report

To the Members of **Goa Shipyard Limited**

Report on the Audit of the Financial Statements

Opinion

We have audited the Financial Statements of Goa Shipyard Limited (the "Company"), which comprises the Balance Sheet as at March 31, 2026, 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 notes to the Financial Statements, including a summary of Material Accounting Policies and other explanatory information (hereinafter referred to as the "Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid 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 Companies Act, 2013 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, 2026, and its profit including other comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the Financial Statements in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the 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 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 we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Financial Statements.

Emphasis of Matter

We draw attention to the following matters in the notes to the accompanying Financial Statements for the year ended March 31, 2026:

1. Note No. 2.57 regarding balance relating to advances to suppliers and balances outstanding under Trade Payables are subject to confirmation and reconciliation.

2. Note No. 2.58 regarding balance receivable from and payable to the Indian Navy, is subject to confirmation and reconciliation.

Our opinion is not modified in respect of these matters.

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 Director's Report and Management Discussion and Analysis but does not include the Financial Statements and our auditor's report thereon. The Director's Report and Management Discussion and Analysis is expected to be made available to us after the date of this auditor's report.

Our opinion on the 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 Financial Statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements, or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

When we read the Director's Report and Management Discussion and Analysis, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take appropriate action necessitated by the circumstances and the applicable laws and regulations. As we have not received Director's Report till the date of this auditor's report, we are not able to comment on the same.

Responsibilities of Management and Those Charged with Governance for the 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 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 accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Financial Statements, the management and Those charged with Governance are 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.

The Company's Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the 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 Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the 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 with reference to the Financial Statements 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 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 Financial Statements, including the

disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the 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 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 financial 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.

Other Matters

The Financial Statements of the Company for the year ended March 31, 2025, prepared in accordance with Ind AS have been audited by the predecessor auditors. The report of the predecessor auditors dated May 22, 2025, expressed an unmodified opinion.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the "**Annexure A**"; a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. As required by Section 143(3) of the Act, based on our audit we report that:

   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

   b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

   c) The Company's Balance sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.

   d) In our opinion, the aforesaid Financial Statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015, as amended.

   e) The provisions of Section 164(2) of the Act in respect of disqualification of directors are not applicable to the Company, being a Government Company in terms of notification no. G.S.R. 463 (E) dated June 05, 2015 issued by the Ministry of Corporate Affairs, Government of India.

   f) With respect to the adequacy of the internal financial controls with reference to financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure B**". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to the Financial Statements.

   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, the provisions of Section 197 read with Schedule V of the Act, related to managerial remuneration are not applicable to the Company, being a Government Company vide notification no. G.S.R. 463 (E) dated June 05, 2015 issued by the Ministry of Corporate Affairs, Government of India.

   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 Financial Statements. Refer Note 2.45 to the Financial Statements.

(ii) The Company has made requisite provision as at March 31, 2026, 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.

(iv) (a) The management has represented to us that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts to the Financial Statements, if any, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) The management has represented to us that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts to the Financial Statements, if any, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(c) Based on the Audit Procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

(v) The dividend declared or paid by the Company during the year is in compliance with Section 123 of the Act.

(vi) Based on our examination which included test checks, the Company has used an accounting software systems for maintaining its books of account for the Financial Year ended March 31, 2026 which have a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software except that no audit trail (edit log) facility/ feature was enabled at the database level to log any direct changes. During the course of our audit, so far it relates to audit trail in respect of transactions, we did not come across any instance of audit trail feature being tampered with and the audit trail has been preserved by the Company as per the statutory requirements for record retention.

3. As required by the directions issued by the office of the Comptroller and Auditor General of India under Section 143(5) of the Act, we give in "**Annexure C**", a statement on the matters referred to in those directions.

For S S Pai And Company
Chartered Accountants
Firm Registration Number: 118006W

Sd/-
Sudha Pai T
Partner
Membership Number: 102232
UDIN: 26102232LEPUIP5973

Place: Margao, Goa
Date: April 29, 2026

Annexure A to the Independent Auditor's Report

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date to the Members of Goa Shipyard Limited for the year ended March 31, 2026)

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that:

i. In respect of the Company's Property, Plant and Equipment, Right-of-use assets and Intangible Assets:

a) A. The Company is maintaining proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment and relevant details of right-of-use assets.

B. The Company is maintaining proper records showing full particulars of intangible assets.

b) The Property, Plant and Equipment and right-of-use assets are physically verified by the Management according to a phased program to cover all the items of the Property, Plant and Equipment and right-of-use assets, which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, a portion of the Property, Plant and Equipment and right-of-use assets were due for verification and were physically verified by the Management through an external auditor during the year. According to the information and explanations given to us, no material discrepancies have been noticed on such verification.

c) With respect to the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in Note 2.1 on Property, Plant and Equipment to the Financial Statements, according to the information and explanations given to us and based on verification of the registered sale deed / Transfer deed / Conveyance deed provided to us, we report that the title deeds of such immovable properties are held in the name of the Company.

In respect of immovable properties that have been taken on lease and disclosed in Note 2.2 on "Right-of-use Assets" to the Financial Statements, the lease agreements are in the name of the Company, except for following case:

1. Land at Sada, Vasco, Goa, having land area 10,775 Sq. Mtrs. comprising of Company Godown, for which Company is yet to execute the lease deed. The Company took possession of land in September 1981, on the basis of Memorandum No. RB/CTN-2/107/72/625 dated August 19, 1981, executed with the Government.

d) The Company has not revalued its Property, Plant and Equipment (including Right-of-Use Assets) and intangible assets during the year.

e) According to the information and explanations provided to us, no proceedings have been initiated during the year or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) and rules made thereunder.

ii. In respect of the Company's Inventory:

a) As per the information and explanations given to us, the inventory, except for goods in transit were physically verified during the year by the Management through an external auditor at reasonable intervals. In our opinion and according to the information and explanations given to us, the coverage and the procedure of such verification by the Management is appropriate having regard to size of the Company and the nature of its operations. In respect of goods in transit, majority of the goods have been received subsequent to the year-end. No discrepancies of 10% or more in the aggregate for each class of inventories were noticed on such physical verification when compared with books of account.

b) According to the information and explanations provided to us, the Company has fund and non-fund based working capital limits in excess of five crore rupees as at March 31, 2026, in aggregate, from banks or financial institutions, part of which is on the basis of security of current assets. The Company as at March 31, 2026 does not have any fund based utilization. The management of the Company have represented to us that, there have been no quarterly returns or statements are mandated to be filed with their banks or financial institutions and hence no returns or statements have been filed with their banks or financial institutions.

iii. The Company has not made any investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured to companies, firms, Limited Liability Partnerships or any other parties except secured and unsecured loan given to employees:

a) The Company has provided loans to employees during the year and balances thereof as at Balance Sheet date are as under:

Loan to Employees

Particulars	Loans (₹ in lakhs)
Aggregate amount provided during the year	
- Employees (Secured)	28.14
- Employees (Unsecured)	2.10
Balance outstanding as at Balance Sheet date in respect of above cases	
- Employees (Secured)	90.07
- Employees (Unsecured)	4.56

b) The terms and conditions of the grant of all the above-mentioned loan to employees provided during the year are, in our opinion, prima facie, not prejudicial to the Company's interest.

c) In respect of the aforesaid loan to employees, the schedule of repayment of principal and payment of interest has been stipulated, and the deduction towards principal and interest is regularly done by the Company from the salary of employees.

d) According to the information and explanations given to us and based on the audit procedures performed, in respect of the aforesaid loan to employees, there is no amount which is overdue for more than ninety days as at Balance Sheet date.

e) In respect of the loan to employees which has fallen due during the year, no renewal or extension were granted, or no fresh loans granted to settle the overdues of existing loan given to the employees.

f) According to the information and explanations given to us and based on the audit procedures performed, the Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment. Hence, reporting under clause 3(iii)(f) of the Order is not applicable.

iv. According to the information and explanations provided to us, the Company has not granted any loans, given any guarantees or provided any security covered under Section 185 of the Act and as per notification no. GSR 463 (E) dated June 05, 2015, Section 186 of the Act with respect to granting of loans, investments, guarantees and security, is not applicable to a Government Company engaged in defence sector/production.

v. The Company has neither accepted deposits from the public nor accepted any amount which are deemed to be deposits within the meaning of Sections 73 to 76 of the Act and the Rules made thereunder. Hence, reporting under clause 3(v) of the Order is not applicable.

vi. Pursuant to the rules made by the Central Government of India, the Company is required to maintain cost records as specified under Section 148(1) of the Act in respect of its products. We have broadly reviewed the same, and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate or complete.

vii. In respect of the Company's statutory dues:

a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company has generally been regular in depositing the undisputed statutory dues, including Goods and Services Tax, provident fund, employees' state insurance, income tax, duty of customs, cess and other material statutory dues, as applicable, with the appropriate authorities. There were no undisputed amounts payable in respect of statutory dues, including Goods and Services Tax, provident fund, employees' state insurance, income tax, duty of customs, cess and other material statutory dues, as applicable, outstanding as at March 31, 2026 for a period of more than six months from the date they became payable.

b) According to the information and explanations given to us and the records of the Company examined by us, the particulars of statutory dues as at March 31, 2026 which have not been deposited on account of a dispute, are as follows:

(₹ in lakhs)

Name of the Statute	Nature of dues	Amount under Dispute	Amount Paid under Protest	Amount not Paid	Period to which the amount relates	Forum where the dispute is pending
Customs Act, 1962	Integrated Goods and Services Tax	1,216.75#	42.48	1,174.27	February 2018 to September 2018	Appeal with CESTAT
Finance Act, 1994	Service Tax	51.80@	4.92	46.88	October 2015 to June 2017	Appeal with CESTAT
Customs Act, 1962	Basic Custom Duty, Social Welfare Surcharge and Integrated Goods and Services Tax (Goa)	4,679.48*	1,506.74	3,172.74	December 2020 to July 2023	Appeal with CESTAT
Customs Act, 1962	Basic Custom Duty, Social Welfare Surcharge and Integrated Goods and Services Tax (Mumbai)	18.51*	11.23	7.28	May 2020 to July 2023	Appeal with CESTAT
Customs Act, 1962	Basic Custom Duty, Social Welfare Surcharge and Integrated Goods and Services Tax (Goa)	2,640.77*	866.75	1,774.02	October 2022 to September 2024	Appeal with CESTAT
Customs Act, 1962	Basic Custom Duty, Social Welfare Surcharge and Integrated Goods and Services Tax (Goa)	21.64*	6.60	15.04	October 2018 to September 2024	Appeal with Commissioner of Customs

along with interest as applicable under statute

@ along with penalty

* including interest, penalty and redemption fee as applicable under statute.

viii. In terms of the information and explanations given to us and the books of account and records examined by us, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account during the year in the tax assessments under the Income Tax Act, 1961. Hence reporting under clause 3(viii) of the Order is not applicable.

ix. a) The Company does not have any term loans or other borrowings from any lender as at the Balance Sheet date. Hence, reporting under clause 3(ix)(a) of the Order is not applicable to the Company.

b) According to the information and explanations given to us and on the basis of our audit procedures, we report that the Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.

c) According to the information and explanations given to us and on the basis of our audit procedures, the Company has not availed any term loan during the year. Accordingly, the provision of clause 3(ix)(c) of the Order is not applicable to the Company.

d) No funds have been raised on short-term basis by the Company. Accordingly, Clause 3 (ix)(d) of the Order is not applicable to the Company.

e) The Company has not taken any funds from any entity, person on account of or to meet the obligations of its subsidiary, associate or joint venture. Accordingly, the provisions of clause 3(ix)(e) of the Order is not applicable to the Company.

f) The Company has not raised any loans during the year on the pledge of securities held in its subsidiary, associate or joint venture. Accordingly, the provisions of clause 3(ix)(f) of the Order is not applicable to the Company.

x. a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the provisions of clause 3(x)(a) of the Order is not applicable to the Company.

b) The Company has not made any preferential allotment or private placement of shares or fully or partly or optionally convertible debentures during the year. Accordingly, the provisions of clause 3(x)(b) of the Order is not applicable to the Company.

xi. a) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the Financial Statements and according to the information and explanations given by the management, no fraud by the Company or no material fraud on the Company has been noticed or reported during the year.

b) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, report in the form ADT-4 as specified under sub-section (12) of Section 143 of the Companies Act has not been filed. Accordingly, reporting under clause 3(xi)(b) of the Order is not applicable.

c) We have taken into considerations the whistle blower complaints received by the Company during the year for reporting under this clause.

xii. According to the information and explanations given to us, the Company is not a Nidhi Company and hence reporting under clause 3(xii) of the Order is not applicable.

xiii. In our opinion and according to the information and explanation by the management, the Company is in compliance with the provisions of Sections 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 Financial Statements as required by the applicable Indian Accounting Standards.

xiv. a) According to the information and explanations given to us and on the basis of our examination, the Company has an adequate internal audit system commensurate with the size and nature of its business.

b) We have considered the internal audit reports of the Company issued till date, for the period under audit.

xv. In our opinion, during the year, the Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence provisions of Section 192 of the Act are not applicable to the Company.

xvi. According to the information and explanations given to us and as per the records examined by us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the provisions of clause 3(xvi) of the Order is not applicable to the Company.

xvii. According to the information and explanations given to us and as per the records examined by us, the Company has not incurred cash losses during current financial year and had not incurred cash losses during immediately preceding financial year.

xviii. There has been no resignation by statutory auditors during the year and hence reporting under clause 3(xviii) of the Order is not applicable.

xix. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the Financial Statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

xx. a) There are no unspent amounts towards Corporate Social Responsibility (CSR) on other than ongoing projects requiring a transfer to a Fund specified in Schedule VII to the Companies Act in compliance with second proviso to sub-section (5) of Section 135 of the Act. Accordingly, reporting under clause 3(xx)(a) of the Order is not applicable for the year.

b) There are no unspent amounts towards Corporate Social Responsibility (CSR) in respect of ongoing projects requiring a transfer to a Special Account in compliance with sub-section (6) of Section 135 of the Act. Accordingly, reporting under clause 3(xx)(b) of the Order is not applicable for the year.

For S S Pai And Company
Chartered Accountants
Firm Registration Number: 118006W

Sd/-
Sudha Pai T
Partner
Membership Number: 102232
UDIN: 26102232LEPUIP5973

Place: Margao, Goa
Date: April 29, 2026

Annexure B to the Independent Auditor's Report

(Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date to the Members of Goa Shipyard Limited for the year ended March 31, 2026)

Report on the Internal Financial Controls with reference to Financial Statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to Financial Statements of Goa Shipyard Limited (the "Company") as of March 31, 2026 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management's and Board of Directors' Responsibility for Internal Financial Controls

The Company's management and Board of Directors are responsible for establishing and maintaining internal financial controls with reference to Financial Statements based on the internal controls 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 (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 company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to Financial Statements 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 with reference to Financial Statements. 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 with reference to Financial Statements 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 with reference to Financial Statements and their operating effectiveness. Our audit of internal financial controls with reference to Financial Statements included obtaining an understanding of internal financial controls with reference to the Financial Statements, 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 with reference to Financial Statements.

Meaning of Internal Financial Controls with reference to Financial Statements

A company's internal financial controls with reference to Financial Statements 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 controls with reference to the Financial Statements 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 with reference to the Financial Statements

Because of the inherent limitations of internal financial controls with reference to the Financial Statements, 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 with reference to the Financial Statements to future periods are subject to the risk that the internal financial controls with reference to the Financial Statements 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 with reference to Financial Statements and such internal financial controls with reference to Financial Statements were operating effectively as at March 31, 2026, based on the criteria for the internal financial control with reference to Financial Statements criteria established by the Company considering the essential components of internal controls stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India.

For S S Pai And Company
Chartered Accountants
Firm Registration Number: 118006W

Sd/-
Sudha Pai T
Partner
Membership Number: 102232
UDIN: 26102232LEPUIP5973

Place: Margao, Goa
Date: April 29, 2026

Annexure C to the Independent Auditor's Report

(Referred to in paragraph 3 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date to the Members of Goa Shipyard Limited for the year ended March 31, 2026)

Directions indicating the areas to be examined by the Statutory auditors during the course of Statutory Audit of Goa Shipyard Limited ("the Company") for the financial year ended March 31, 2026, issued by the Comptroller and Auditor General of India under Section 143(5) of the Companies Act, 2013.

Sr. No.	Areas Examined	Observations / Findings
1.	Assess the fair valuation of all the investments, both quoted and unquoted, made directly by the Company or through Trusts, for post-retirement benefits of the employees. This includes verifying valuation methodologies, ensuring consistency with Ind AS and reviewing supporting documentation. The auditor shall provide a brief note on the valuation approach, its reasonability, and compliance with applicable regulations, reporting any material deviations or misstatements.	All the investments, made directly by the Company or through Trusts, for post-retirement benefits of the employees have been fairly valued in accordance with the applicable financial reporting framework and relevant regulations. The valuation methodologies applied by the Company are appropriate and are consistent with the requirements of applicable Indian Accounting Standards. In the case of the Company, funded assets for post-retirement benefits exist only in respect of gratuity obligations. The valuation of such investments is based on the year-end fund value statement obtained from the fund manager/insurer and considered for accounting and actuarial valuation purposes, as applicable. Based on the audit procedures performed by us, no material deviations or misstatements have come to our notice.
2.	Whether the Company has a system in place to process all the accounting transactions through IT system? If yes, whether review of this system and controls that are significant to the Companies' financial reporting process as well as cyber security has been done by Information Security Auditing Organizations empaneled by CERT-IN at a minimum frequency of once in a year and material discrepancies found, if any, have been suitably reported? The implications of processing of accounting transactions outside IT system on the integrity of the accounts along with the financial implications may also be reported.	According to the information and explanations given to us and based on the records of the Company examined by us, the Company is using "Infor LN", an ERP based IT system, for processing accounting transactions. Certain data generated from separate software modules is interfaced with the main ERP system and journal entries recorded in the ERP system are subject to defined approval controls. No material instances have come to our notice where processing of accounting transactions outside the IT system has adversely affected the integrity of the accounts or resulted in any material financial implications. As per the information and explanations given to us and records examined by us, the Company has undertaken review of the system and controls that are significant to the Company's financial reporting process as well as cyber security by Information Security Auditing Organisations empanelled by CERT-IN vide their report dated January 19, 2024. However, no subsequent review of IT system by Information Security Auditing Organisations empanelled by CERT-IN has been carried out thereafter till the date of this audit report.

Sr. No.	Areas Examined	Observations / Findings
3.	Whether funds (grants/ subsidy etc.) received/ receivable for specific schemes from Central/State Government or its agencies were properly accounted for as per the applicable accounting standards or norms and whether the received funds were utilized as per its terms and conditions? Whether accounting of interest earned on grants received has been done as per terms and conditions of the Grant. List the cases of deviation.	According to the information and explanations given to us and based on the records examined by us: i. The Company has accounted for Ship Building Financial Assistance of ₹398 lakhs in respect of Yard 1261 (UTLA-I) under the Ship Building Financial Assistance Policy of the Ministry of Ports, Shipping and Waterways in FY 24-25. 90% of the amount has been received during the FY 24-25 and the balance of ₹39.80 lakhs remains pending for receipt as at the year end. ii. The Company had received Central Government assistance of ₹88,000 lakhs in earlier years for the modernization project. Based on our examination of the records, the said funds have been properly accounted for and had been utilized in accordance with the terms and conditions of the sanction. No material deviations in the above cases have come to our notice.
4.	Whether the Company has identified the key risk areas? If yes, whether the Company has formulated any Risk Management Policy to mitigate these risks? If yes, (a) whether the Risk Management Policy has been formulated considering global best practices? (b) whether the Company has identified its data assets and whether it has been valued appropriately?	Based on the information and explanations given to us and records examined by us, the Company has identified the key risk areas and has formulated a Risk Management Policy to mitigate such risks. The said policy has been approved by the Board of Directors of the Company and, as per the information and explanations given to us, incorporates principles considered appropriate to the Company's operations and risk profile, including alignment with global best practices. Based on the information and explanations given to us and records examined by us, the Company is in the process of identification of it's data assets and hence has not recognized any data assets in the financial statements in accordance with the applicable financial reporting framework.
5.	Whether the Company is complying with the Securities and Exchange Board of India (SEBI) (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable rules and regulations of SEBI, Department of Investment and Public Asset Management, Ministry of Corporate Affairs, Department of Public Enterprises, Reserve Bank of India, Telecom Regulatory Authority of India, CERT-IN, Ministry of Electronics and Information Technology and National Payments Corporation of India, wherever applicable? If not, the cases of deviation may be highlighted.	Based on the information and explanations given to us and audit procedures performed by us, the Securities and Exchange Board of India (SEBI) (Listing Obligations and Disclosure Requirements) Regulations, 2015 are not applicable to the Company. Further, considering the nature of the Company's operations, the rules and regulations of the Telecom Regulatory Authority of India and National Payments Corporation of India are not applicable to the Company.

Sr. No.	Areas Examined	Observations / Findings
		Based on the information and explanations given to us and audit procedures performed by us, with respect to the applicable requirements of the Ministry of Corporate Affairs, the Company has generally complied with the relevant provisions, except for non-compliance relating to appointment of a Woman Director. Based on the information and explanations provided to us and audit procedures performed by us, nothing has come to our attention that causes us to believe that the applicable rules and regulations of Department of Investment and Public Asset Management, Department of Public Enterprises, Reserve Bank of India, CERT-IN and the Ministry of Electronics and Information Technology, have not been complied with by the Company.

For S S Pai And Company
Chartered Accountants
Firm Registration Number: 118006W

Sd/-
Sudha Pai T
Partner
Membership Number: 102232
UDIN: 26102232LEPUIP5973

Place: Margao, Goa
Date: April 29, 2026

COMMENTS OF THE COMPTROLLER AND AUDITOR GENERAL OF INDIA UNDER SECTION 143(6) (b) OF THE COMPANIES ACT, 2013 ON THE FINANCIAL STATEMENTS OF GOA SHIPYARD LIMITED, VASCO-DA-GAMA, GOA FOR THE YEAR ENDED 31 MARCH 2026.

The preparation of financial statements of **Goa Shipyard Limited, Vasco-Da-Gama, Goa** for the year ended 31 March 2026 in accordance with the financial reporting framework prescribed under the Companies Act, 2013 (Act) is the responsibility of the management of the company. The statutory auditor appointed by the Comptroller and Auditor General of India under Section 139(5) of the Act is responsible for expressing opinion on the financial statements under section 143 of the Act based on independent audit in accordance with standards on auditing prescribed under section 143(10) of the Act. This is stated to have been done by them vide their Audit Report dated 29.04.2026.

I, on behalf of the Comptroller and Auditor General of India, have conducted a supplementary audit of the financial statements of **Goa Shipyard Limited, Vasco-Da-Gama, Goa** for the year ended 31 March 2026 under section 143(6)(a) of the Act. This supplementary audit has been carried out independently without access to the working papers of the statutory auditors and is limited primarily to inquiries of the statutory auditors and company personnel and a selective examination of some of the accounting records.

On the basis of my supplementary audit nothing significant has come to my knowledge which would give rise to any comment upon or supplement to statutory auditor's report under section 143(6)(b) of the Act.

For and on behalf of the
Comptroller & Auditor General of India

Sudha Rajan

(Sudha Rajan)
Director General of Audit (Defence-Commercial)

Place: Bengaluru
Date: 02 July 2026

Balance Sheet

as at 31 March 2026

(₹ in lakhs)

	Particulars	Note	As at 31 March 2026	As at 31 March 2025
I	**ASSETS**			
(1)	**Non-Current Assets**			
(a)	Property, Plant and Equipment	2.1	93,289.59	96,073.54
(b)	Intangible Assets	2.1	1,123.47	1,167.65
(c)	Right-of-Use Assets	2.2	654.43	507.49
(d)	Capital Work-in-Progress	2.3	1,112.69	1,312.32
(e)	Financial Assets:			
	(i) Investments	2.4	103.05	103.05
	(ii) Loans	2.5	77.33	67.79
	(iii) Other Financial Assets	2.6	36.91	36.91
(f)	Deferred Tax Assets (Net)	2.23	1,472.91	-
(g)	Other Non-Current Assets	2.7	3,898.82	3,898.82
	Total Non-Current Assets		**1,01,769.20**	**1,03,167.57**
(2)	**Current Assets**			
(a)	Inventories	2.8	1,91,763.37	71,741.26
(b)	Financial Assets:			
	(i) Trade Receivables	2.9	19,007.17	8,106.63
	(ii) Cash and Cash Equivalents	2.10	60,097.34	74,466.38
	(iii) Bank Balances other than Cash and Cash Equivalents	2.11	1,14,867.73	3,10,142.88
	(iv) Loans	2.12	17.30	17.88
	(v) Other Financial Assets	2.13	3,762.70	13,575.35
(c)	Contract Assets	2.14	1,989.32	3,370.02
(d)	Current Tax Assets (Net)	2.15	9,348.66	13,572.79
(e)	Other Current Assets	2.16	1,76,008.35	1,37,438.89
	Total Current Assets		**5,76,861.94**	**6,32,432.08**
	TOTAL ASSETS		**6,78,631.14**	**7,35,599.65**
II	**EQUITY AND LIABILITIES**			
(1)	**Equity**			
(a)	Equity Share Capital	2.17	5,820.19	5,820.19
(b)	Other Equity	2.18	1,87,835.79	1,56,237.90
	Total Equity		**1,93,655.98**	**1,62,058.09**
(2)	**Non-Current Liabilities**			
(a)	Financial Liabilities:			
	(i) Lease Liability	2.19	454.84	417.55
	(ii) Trade Payables	2.20	-	-
	(iii) Other Financial Liabilities	2.21	7.51	4.94
(b)	Provisions	2.22	2,897.16	2,999.46
(c)	Deferred Tax Liabilities (Net)	2.23	-	104.57
(d)	Other Non-Current Liabilities	2.24	44,694.31	47,869.24
	Total Non-Current Liabilities		**48,053.82**	**51,395.76**
(3)	**Current Liabilities**			
(a)	Financial Liabilities:			
	(i) Lease Liability	2.25	259.98	145.75
	(ii) Trade Payables	2.26		
	a. total outstanding dues of Micro and Small Enterprises; and		4,010.42	982.89
	b. total outstanding dues of creditors other than Micro and Small Enterprises		1,33,061.98	54,449.40
	(iii) Other Financial Liabilities	2.27	9,385.83	10,834.07
(b)	Contract Liability	2.28	2,45,881.39	4,17,348.78
(c)	Other Current Liabilities	2.29	29,505.48	29,751.28
(d)	Provisions	2.30	14,816.26	8,633.63
	Total Current Liabilities		**4,36,921.34**	**5,22,145.80**
	TOTAL EQUITY AND LIABILITIES		**6,78,631.14**	**7,35,599.65**

Material Accounting Policies (1) and accompanying notes (2.1) to (2.60) form an integral part of the Financial Statements

As per our report of even date attached
For S S PAI AND COMPANY
Chartered Accountants
(Firm Registration No. 118006W)

Sd/-
Sudha Pai T
Partner
Membership No. 102232

Place: Margao, Goa
Date: 29 April 2026

For and on behalf of the Board of Directors
GOA SHIPYARD LIMITED

Sd/-
Brajesh Kumar Upadhyay
Chairman & Managing Director
DIN: 08852107

Sd/-
Chhaya Jain
Company Secretary
Membership No. F5860

Sd/-
Jahangeer Alam Ansari
Director (Finance) & CFO
DIN: 11391336

Place: Vasco-da-Gama, Goa
Date: 29 April 2026

Statement of Profit and Loss

for the year ended 31 March 2026

(₹ in lakhs)

	Particulars	Note	For the year ended 31 March 2026	For the year ended 31 March 2025
I	**INCOME:**			
	Revenue from Operations:			
	(i) Turnover (Value of Production)	2.31	3,71,668.78	2,80,085.10
	(ii) Other Operating Revenue	2.31	4,761.42	4,975.10
			3,76,430.20	**2,85,060.20**
	Other Income	2.32	24,010.44	33,950.40
	Total Income		**4,00,440.64**	**3,19,010.60**
II	**EXPENSES:**			
	Cost of Materials Consumed	2.33	2,67,069.67	2,24,605.55
	Cost of Base and Depot Spares	2.34	14,435.50	144.00
	Employees Benefit Expenses	2.35	19,397.11	16,181.56
	Sub-Contract Expenses		18,112.45	11,451.76
	Direct Expenses		12,368.83	9,616.75
	Finance Cost	2.36	59.12	54.53
	Depreciation and Amortisation Expenses	2.1	7,952.73	8,083.62
	Other Expenses	2.37	9,450.74	9,010.57
	Corporate Social Responsibility Expenditure	2.38	660.79	483.70
	Provisions	2.39	6,705.39	1,514.41
	Total Expenses		**3,56,212.33**	**2,81,146.45**
III	**Profit before Exceptional Item & Tax (I - II)**		**44,228.31**	**37,864.15**
IV	**Exceptional Items**		-	-
V	**Profit Before Tax (III - IV)**		**44,228.31**	**37,864.15**
VI	**Tax Expense:**	2.40		
	(i) Current Tax		12,910.00	9,650.00
	(ii) Taxes pertaining to earlier years		(248.84)	(529.20)
	(iii) Deferred Tax		(1,577.48)	(100.29)
	Total Tax Expenses		**11,083.68**	**9,020.51**
VII	**Profit for the year (V - VI)**		**33,144.63**	**28,843.64**
VIII	**Other Comprehensive Income**			
	A. Items that will not be reclassified to profit or loss			
	(i) Actuarial gain/(loss) on employment defined benefit plan		132.25	(505.51)
	B. Items that will be reclassified to profit or loss			
	(i) Effective portion of gain/(loss) on cash flow hedges		(514.95)	-
IX	**Other Comprehensive Income for the year**		**(382.70)**	**(505.51)**
X	**Total Comprehensive Income for the year (VII+VIII) (Comprising Profit and Other Comprehensive Income for the year)**		**32,761.93**	**28,338.13**
XI	**Earnings per Equity Share:**	2.41		
	(1) Basic Earnings per Equity Share (₹)		**28.47**	**24.78**
	(2) Diluted Earnings per Equity Share (₹)		**28.47**	**24.78**

Material Accounting Policies (1) and accompanying notes (2.1) to (2.60) form an integral part of the Financial Statements

As per our report of even date attached
For S S PAI AND COMPANY
Chartered Accountants
(Firm Registration No. 118006W)

Sd/-
Sudha Pai T
Partner
Membership No. 102232

Place: Margao, Goa
Date: 29 April 2026

For and on behalf of the Board of Directors
GOA SHIPYARD LIMITED

Sd/-
Brajesh Kumar Upadhyay
Chairman & Managing Director
DIN: 08852107

Sd/-
Chhaya Jain
Company Secretary
Membership No. F5860

Sd/-
Jahangeer Alam Ansari
Director (Finance) & CFO
DIN: 11391336

Place: Vasco-da-Gama, Goa
Date: 29 April 2026

Cash Flow Statement

for the period ended 31 March 2026

(₹ in lakhs)

	Particulars	For the year ended 31 March 2026		For the year ended 31 March 2025	
I	**CASH FLOW FROM OPERATING ACTIVITIES:**				
A	**Net Profit before Tax as per Statement of Profit and Loss**		44,228.31		37,864.15
	Adjusted for:				
	Profit on sale of Property, Plant and Equipment (Net)	(28.16)		(18.22)	
	Depreciation and Amortisation Expenses	7,952.73		8,083.62	
	Interest Income	(18,678.76)		(29,522.46)	
	Finance Cost	59.12		54.53	
	Provisions	6,212.58		776.54	
	Unwinding of Grant Income	(4,019.87)	(8,502.36)	(4,312.47)	(24,938.46)
B	**Operating Profit before Working Capital Changes**		**35,725.95**		**12,925.69**
	Adjusted for Increase/(Decrease) due to:				
	Inventories	(1,20,022.11)		(34,856.03)	
	Trade Receivables	(10,900.54)		2,963.53	
	Loans	(8.96)		18.36	
	Other Financial Assets	1,903.22		1,329.19	
	Other Current Assets	(37,188.76)		(49,140.04)	
	Other Non-Current Assets	-		(3,642.36)	
	Trade Payables	81,640.11		9,457.11	
	Other Financial Liabilities	(1,959.62)		3,518.96	
	Other Liabilities	(1,70,868.25)	(2,57,404.91)	(3,969.22)	(74,320.50)
C	**Cash Generated from Operations**		**(2,21,678.96)**		**(61,394.81)**
	Taxes paid (net of refund)		(8,437.03)		(10,983.11)
D	**Net Cash (used in)/from Operating Activities (I)**		**(2,30,115.99)**		**(72,377.92)**
II	**CASH FLOW FROM INVESTING ACTIVITIES:**				
	Increase/(Decrease) due to:				
	Purchase of Property, Plant and Equipment	(4,946.99)		(1,862.34)	
	Sale of Property, Plant and Equipment	36.03		92.33	
	Capital Work-in-Progress	199.63		(827.73)	
	Investment in Joint Venture & Mutual Funds	-		(103.05)	
	Redemption/(Investment) of Fixed Deposits having original maturity more than 3 months	1,95,275.15		39,668.12	
	Interest Income received	26,588.19		30,766.35	
	Net Cash (used in)/from Investing Activities (II)		**2,17,152.01**		**67,733.68**
III	**CASH FLOW FROM FINANCING ACTIVITIES:**				
	Repayment of Lease Liabilities	(181.90)		(100.52)	
	Dividend paid	(1,164.04)		(10,068.92)	
	Interest paid	(59.12)		(54.53)	
	Net Cash (used in)/from Financing Activities (III)		**(1,405.06)**		**(10,223.97)**
IV	**Net Increase/(Decrease) in Cash and Cash Equivalents (I+II+III)**		**(14,369.04)**		**(14,868.21)**
V	**Opening Balance of Cash and Cash Equivalents**		**74,466.38**		**89,334.59**
VI	**Closing Balance of Cash and Cash Equivalents**		**60,097.34**		**74,466.38**
VII	**Components of Cash and Cash Equivalents**				
	Balances with Banks				
	1. Balances with Banks in current accounts		191.67		137.50
	2. Fixed Deposit with Banks		59,895.00		74,310.00
	3. In Imprest Account		10.67		18.88
	Total		**60,097.34**		**74,466.38**

Notes:

(i) The Statement of Cash Flows has been prepared under the "Indirect Method" as set out in Indian Accounting Standard - 7 "Statement of Cash Flows".

(ii) The Cash and Cash Equivalents includes short term deposits with bank and are available fully for use.

(iii) The Cash Flow Statement as above includes CSR expenditure - Refer Note No. 2.38.

As per our report of even date attached
For S S PAI AND COMPANY
Chartered Accountants
(Firm Registration No. 118006W)

For and on behalf of the Board of Directors
GOA SHIPYARD LIMITED

Sd/-
Brajesh Kumar Upadhyay
Chairman & Managing Director
DIN: 08852107

Sd/-
Sudha Pai T
Partner
Membership No. 102232

Place: Margao, Goa
Date: 29 April 2026

Sd/-
Chhaya Jain
Company Secretary
Membership No. F5860

Sd/-
Jahangeer Alam Ansari
Director (Finance) & CFO
DIN: 11391336

Place: Vasco-da-Gama, Goa
Date: 29 April 2026

Statement of Changes in Equity

for period ended 31 March 2026

A. Equity Share Capital

(₹ in lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Balance at the beginning of the reporting period	5,820.19	5,820.19
Changes in equity share capital during the period	-	-
Balance at the end of the reporting period	**5,820.19**	**5,820.19**

B. Other Equity

(₹ in lakhs)

Particulars	Reserves and Surplus				Total
	Capital Reserve	General Reserve	Cash Flow Hedge Reserve	Retained Earnings	
Balance as at 01 April 2024	**42.86**	**1,16,687.04**	**-**	**21,238.79**	**1,37,968.69**
Profit for the year	-	-	-	28,843.64	28,843.64
Other comprehensive income/(loss) for the year	-	-	-	(505.51)	(505.51)
Total comprehensive income for the year	**-**	**-**	**-**	**28,338.13**	**28,338.13**
Dividend	-	-	-	(10,068.92)	(10,068.92)
Transfer to General Reserve	-	19,000.00	-	(19,000.00)	-
Balance as at 31 March 2025	**42.86**	**1,35,687.04**	**-**	**20,508.00**	**1,56,237.90**
Balance as at 01 April 2025	42.86	1,35,687.04	-	20,508.00	1,56,237.90
Profit for the year	-	-	-	33,144.63	33,144.63
Other comprehensive income/(loss) for the year	-	-	-	132.25	132.25
Total comprehensive income for the year	-	-	-	**33,276.88**	**33,276.88**
Net gain/(loss) during the year	-	-	(514.95)	-	(514.95)
Dividend	-	-	-	(1,164.04)	(1,164.04)
Transfer to General Reserve	-	19,000.00	-	(19,000.00)	-
Balance as at 31 March 2026	**42.86**	**1,54,687.04**	**(514.95)**	**33,620.84**	**1,87,835.79**

Notes:

(i) The Company declared Final Dividend for FY 2024-25 @ 20% (i.e. ₹1/- per share) amounted to ₹1,164.04 lakhs at its Annual General Meeting held on 25 September 2025 which was paid to the Equity Shareholders during FY 2025-26.

(ii) The Board has recommended Final Dividend for FY 2025-26 @ 171% (i.e ₹8.55/- per share) (previous year 153%), which works out to ₹9,952.52 lakhs. This proposed Dividend is subject to the approval of the shareholders in the Annual General Meeting for FY 2025-26.

As per our report of even date attached
For S S PAI AND COMPANY
Chartered Accountants
(Firm Registration No. 118006W)

Sd/-
Sudha Pai T
Partner
Membership No. 102232

Place: Margao, Goa
Date: 29 April 2026

For and on behalf of the Board of Directors
GOA SHIPYARD LIMITED

Sd/-
Brajesh Kumar Upadhyay
Chairman & Managing Director
DIN: 08852107

Sd/-
Chhaya Jain
Company Secretary
Membership No. F5860

Sd/-
Jahangeer Alam Ansari
Director (Finance) & CFO
DIN: 11391336

Place: Vasco-da-Gama, Goa
Date: 29 April 2026

Statement of Material Accounting Policies

1. CORPORATE INFORMATION

Goa Shipyard Limited (referred to as 'GSL' or 'the Company') is a Government Company domiciled and incorporated in India. The registered office of the Company is located at Vaddem, Vasco-Da-Gama, Goa - 403802.

The Company is principally engaged in building and repairing various types of Ships and related General Engineering Services for its customers.

2. MATERIAL ACCOUNTING POLICIES

(A) Basis of preparation and presentation of financial statements

These financial statements are prepared in accordance with the Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013, read with the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time and other Accounting Principles generally accepted in India. The financial statements have been prepared on historical cost basis except for certain financial assets and liabilities which have been measured at fair value. The material accounting policy information related to preparation of the financial statement have been discussed in the respective notes.

(B) Use of estimates

The preparation of financial statements of the Company in accordance with Ind AS requires use of estimates and assumptions to be made that may affect the reported amount of assets, liabilities and disclosures relating to contingent liabilities as at the date of the financial statements and the reported amount of revenues and expenses during the reporting period. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from those estimated under different assumptions and conditions. Differences between the actual results and estimates are recognized in the period in which the results are known / materialized.

The estimates and underlying assumptions are reviewed on an ongoing basis.

The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed below.

(C) Critical accounting judgements, estimates & assumptions

(i) **Determination of the estimated useful life of tangible assets and the assessment as to which components of the cost may be capitalized**

Useful life of tangible assets is based on the life prescribed in Schedule II of the Companies Act, 2013. In cases, where the useful life is different from that prescribed in Schedule II, it is based on technical advice considering the nature of the asset, estimated usage, operating conditions of the asset, past history of replacement and maintenance support.

(ii) **Recognition and measurement of defined benefit obligations**

The obligation arising from the defined benefit plan is determined on the basis of actuarial assumptions. Key actuarial assumptions include discount rate, trends in salary escalation, vested future benefits and life expectancy. The discount rate is determined with reference to market yields at the end of the reporting period on the government bonds. The period to maturity of the underlying bonds correspond to the probable maturity of the post-employment benefit obligations.

(iii) **Valuation of deferred tax assets/ liabilities**

The Company reviews the carrying amount of deferred tax assets / liabilities at the end of each reporting period. Significant judgements are involved in determining the elements of deferred tax items.

(iv) **Provision towards Warranty/Guarantee**

A provision is made towards guarantee repairs/claims in respect of newly built ships/small crafts delivered and repaired ships on the basis of the technical estimation done by the Company. Provision for warranty related costs are recognised in terms of the contract after the product is sold or services are rendered to the customers. Initial recognition is based on the historical experience. The estimate of warranty related cost is revised periodically. The percentage of provision is determined as per the past practices followed by the Company. The guarantee claims received from the ship owners are reviewed every year till settlement of the same. In case of a shortfall / surplus in the provision made earlier, necessary adjustments are made.

(v) **Litigations**

From time to time, the Company is subject to legal proceedings and the ultimate outcome of each proceeding being always subject to many uncertainties inherent in the litigation. A provision for litigation is made when it is considered probable that a payment will be made and the amount of the loss can be reasonably estimated. Significant judgement is made when evaluating, among other factors, the probability of unfavorable outcome and the liability to make a reasonable estimate of the amount of potential loss(s). Provision for litigation is reviewed at the end of each accounting period and revisions are made as per the changes in facts and circumstances.

(vi) **Liquidated Damages**

Claims for liquidated damages against the Company are recognized in the financial statements based on the management's assessment of the probable outcome with reference to the available information supplemented by experience of similar transactions.

(vii) **Recognition and measurement of other provisions**

The recognition and measurement of other provisions are based on the assessment of the probability of an outflow of resources, on past experience and circumstances known at the Balance Sheet date. The actual outflow of resources at a future date may therefore vary from the amount included in provisions.

(viii) **Revenue Recognition**

Determination of estimated cost to complete the contract is required for computing revenue as per Ind AS 115 on 'Revenue from contracts with customers'. The estimates are revised periodically.

(D) Current versus Non-Current classification

The Company presents assets and liabilities in the Balance Sheet based on current/non-current classification:

(i) **An asset is treated as current when it is:**

a. Expected to be realized or intended to be sold or consumed in normal operating cycle.

b. Held primarily for the purpose of trading.

c. Expected to be settled within twelve months after the reporting period, or

d. Cash or cash equivalents unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

(ii) All other assets are classified as **Non-Current.**

(iii) **A liability is treated as current when it is:**

a. Expected to be settled in normal operating cycle.

b. Held primarily for the purpose of trading.

c. Expected to be settled within twelve months after the reporting period, or

d. There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

(iv) All other liabilities are classified as **Non-Current.**

(v) Deferred tax assets and liabilities are classified as **Non-Current** assets and liabilities.

3. PROPERTY, PLANT AND EQUIPMENT (PPE)

(i) The Company has elected to measure all its Property, Plant and Equipment (PPE) on the date of transition i.e. 01 April 2015, at deemed cost being the carrying value of the assets in accordance with previous GAAP.

(ii) PPE including capital work-in-progress are stated at cost of acquisition, net of accumulated depreciation and accumulated impairment, if any.

(iii) Cost means costs of acquisition inclusive taxes, duties, freight and other incidental expenses incurred in relation to acquisition of such assets to the working condition for their intended use. It also includes the cost of replacing part of the plant and equipment and borrowing costs for long-term construction projects, if the recognition criteria are met. In respect of major projects involving construction related pre-operational expenses form part of the value of assets capitalised.

(iv) Freehold land is carried at historical cost.

(v) Spares purchased along with PPE are capitalized.

(vi) When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful life.

(vii) When a major inspection is performed, its cost is recognised in the carrying amount of PPE as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred.

(viii) The present value of the expected cost for de-commissioning of an asset after its use is included in the cost of the respective asset, if the recognition criteria for a provision is met.

(ix) An item of PPE and any significant part initially recognized is de-recognized upon disposal or when no future economic benefits are expected from its use. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the Statement of Profit and Loss.

(x) Funds received from customers for acquisition or construction of PPE are recognized as deferred revenue, which is amortized equally over the useful life of the asset(s).

4. 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 PPE outstanding at each Balance Sheet date are classified and disclosed as other non-current assets.

5. DEPRECIATION

(a) Depreciation is calculated on straight-line basis at the rates arrived at based on the useful lives prescribed in Schedule II of the Companies Act, 2013 except for the following items, where useful lives are estimated on technical assessment by technical expert, past trends and management estimate which are as follows:

Sl. No.	Asset Description	Life of the asset (in years)
1.	Mobile Handset (Office Equipment)	3
2.	Capital Dredging	5

(b) Spares purchased along with the main asset are depreciated over the estimated useful life of that asset.

(c) In respect of additions/extensions forming an integral part of the existing assets, depreciation has been provided over residual life of the respective assets.

(d) Depreciation on PPE commences when the assets are ready for intended use.

(e) When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful life.

(f) In respect of assets whose useful life has been revised, the unamortized depreciable amount has been charged over the revised remaining useful life.

(g) Any additions to PPE during the year valuing individually ₹5,000/- or less are fully depreciated and charged to the Statement of Profit and Loss.

(h) The Company follows the policy of charging depreciation on pro-rata basis on the assets acquired or disposed off during the course of a year. Leasehold assets are amortised over the period of lease.

(i) The residual values of all the assets have been considered not more than 5% of the original cost of the respective asset.

(j) The residual values, useful lives and method of depreciation of PPE are reviewed at each financial year end, and adjusted prospectively if appropriate.

6. INTANGIBLE ASSETS

Intangible Assets acquired separately are measured at cost on initial recognition. Thereafter they are carried at cost less any accumulated amortization and accumulated impairment loss(s).

Software cost is capitalized where it is expected to provide future enduring economic benefits and is amortized on a straight-line basis over a period of five years or over a period of their useful life, whichever is less. Capitalization costs include license fees and costs of implementation/system integration services. The costs are capitalized in the year in which the relevant software is implemented for use.

7. IMPAIRMENT OF NON-FINANCIAL ASSETS

The Company reviews PPE and intangible assets for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. In addition, intangible assets not yet available for use are subject to an annual impairment test. Impairment testing of PPE and other intangible assets involve the use of estimates in determining the recoverable amount of the asset which can have a material impact on the respective value and ultimately the amount of any impairment.

8. GOVERNMENT GRANTS

Government grants of revenue nature are recognized as a deduction from the related expenses. The grant is recognized when there is reasonable assurance that the Company will comply with the conditions attaching to them and the grants will be received.

Government grants related to assets, including non-monetary grants at fair value, are presented in the Balance Sheet by treating the grant as Deferred Income. The grant is treated as Deferred Income and is recognized in the Statement of Profit and Loss on a systematic basis over the useful life of the asset(s).

Government assistance relating to the purchase/ construction of PPE are included in non-current liabilities as Deferred Income and are credited to Statement of Profit and Loss on a straight-line basis over the useful life of the related asset(s).

9. LEASES

Ind AS 116 introduced a uniform lease accounting model. On applying the model, a lessee is required to recognize as a Right-of-Use (RoU) asset representing the lessee's right to use the underlying asset and a financial liability representing the lessee's obligation to make future lease payments. There are exemptions for short-term leases and leases of low-value assets. Lessor accounting remains comparable to that provided by the existing Leases Standard and hence lessors will continue to classify their leases as operating leases or finance leases.

The Company adopted Ind AS 116 for accounting period beginning on or after 01 April 2019 using retrospective method and therefore the cumulative effect of adopting Ind AS 116 has been recognised by way of adjustment to the opening balance of retained earnings with restatement of comparative information.

Identifying a lease

Under Ind AS 116, the Company assesses whether a contract is or contains a lease based on the definition of a lease. A contract is, or contains a lease if the contract conveys the right to control the

use of an identified asset for a specified period of time in exchange for consideration.

The determination of lease pursuant to Ind AS 17 and Appendix C of Ind AS 17 for determining whether an arrangement contains a lease is maintained for existing contracts.

As a lessee

Under Ind AS 116, the Company recognizes "Right-of-use Assets" and lease liabilities for its leases. Leases which were classified as operating leases under Ind AS 17 are now recognized in the Balance Sheet. Non-cancellable period (if only the lessor has a right to terminate a lease), periods covered by an option to extend the lease if the lessee is reasonably certain to exercise that option, periods covered by an option to terminate the lease if the lessee is reasonably certain not to exercise that option. Lease terms begin at the commencement date and include any rent-free period.

Extension and termination options are taken into account on recognition of the lease liability, if the Company is reasonably certain that these options will be exercised in the future.

As a general rule, the Company recognizes non-lease components such as services separately from lease payments. Non-lease components are identified and accounted for separately from the lease component in accordance with other Ind AS.

When applying Ind AS 116 for the first time, the Company has used the following practical expedients for leases previously classified as operating leases under Ind AS 17:

- To apply a single discount rate to a portfolio of leases with reasonably similar characteristics.
- The RoU to the leased asset has generally been measured at the amount of the lease liability, using the discount rate at the commencement of lease. Where accrued lease liabilities existed, the RoU asset has been adjusted by the amount of the accrued lease liability under Ind AS 116. At initial application of Ind AS 116, the measurement of the RoU does not include initial direct costs. In some cases, the value of RoU assets may differ from the value of the liabilities due to offsetting against existing provisions or as a result of valuation allowances. Initial direct costs have been excluded from the measurement of the RoU asset for all leases entered into or modified before April 1, 2019.
- Not to apply the new recognition requirements to short-term leases and to leases of low value assets as soon as the new standard is effective.
- Leases with a determined lease term of less than 12 months remaining from 01 April 2019 have been treated as short term.
- The definition of a lease in accordance with Ind AS 17 will continue to be applied to lease contracts entered by the Company or modified by the Company before 01 April 2019 as per Appendix C of Ind AS 116. On transition, the Company has not reassessed contracts which were not identified as leases under Ind AS 17.

Availing exemption by the Company

Furthermore, the Company has also elected to make use of the following exemptions provided by Ind AS 116:

- Leases with a determined lease term of 12 months or less from the commencement of the lease will be treated as short term and therefore not included in the RoU Asset or lease liability. Instead, lease costs will be recognized on a straight-line basis across the life of the lease.
- The Company's operating leases mainly relate to real estate assets. The most significant impact identified by the Company relates to its operating leases of real estate assets (such as land, warehouses, storage facilities and offices).
- For leases that were classified as finance leases under Ind AS 17, the Company did not change the carrying amount of the Right-of-use Asset and the lease liability as of 31 March 2019, measured under Ind AS 17.

As a lessor

Lease income from operating leases entered into by the Company where the Company is a lessor is recognized in income on a straight-line basis over the lease term unless the receipts are structured to increase in line with expected general inflation to compensate for the expected inflationary cost increases. The respective leased assets are included in the Balance Sheet based on their nature.

10. BORROWING COST

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur.

Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds and includes exchange differences to the extent regarded as an adjustment to the borrowing costs. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use.

11. INVENTORIES

(i) Raw materials are valued at cost and stores & general spare parts are valued at weighted average cost.

(ii) Equipment for specific projects are valued as per specific identification method.

(iii) Stock in transit are valued at cost.

(iv) Scrap is valued at estimated net realizable value.

(v) Obsolete, slow moving and defective inventories not moved for over 3 years are identified at the time of physical verification and wherever necessary, provision is made for such inventories.

(vi) Cost of inventories comprises of purchase cost, conversion and other cost incurred in bringing them to the present location and condition.

12. CONTRACT ASSETS & LIABILITIES

A. Contract Asset

Contract Asset denotes the Company's right for consideration in exchange for goods or services that the Company has transferred to a customer, when that right is conditioned on something other than the passage of time (for example, the entity's future performance).

B. Contract Liability

Contract Liability denotes the Company's obligation to transfer goods or services to a customer for which the entity has received consideration from the customer.

Shipbuilding & Other Construction/Repair Contract

Ships under construction are long term contracts which extend for more than one year, where profit be reliably measured and valued in the following manner:

- At costs incurred up to the reporting date plus profits are recognized under percentage completion method in proportion to the actual costs incurred bear to the estimated total cost to completion as on that date, or
- Where, however, estimates of total contract costs indicate a loss at the beginning of the contract or during the currency of implementation of the contract, provision is made for the entire loss on the contract, irrespective of the amount of work done, by reducing the value of the work-in-progress immediately in the accounting period in which loss is noticed.

Materials with contractor

Materials, if any, held by the contractors for processing are treated as part of work-in-progress.

13. FINANCIAL INSTRUMENTS

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

A. Financial Assets

(i) Classification, Initial Recognition and Measurement

The Company classifies Financial Assets as subsequent measured at amortised cost, at Fair Value Through Other Comprehensive Income (FVTOCI) or Fair Value Through Profit and Loss (FVTPL) on the basis of its business model for managing the financial assets and the contractual cash flows characteristics of the financial asset.

All financial assets are recognized at fair value on initial recognition. In the case of financial assets not recorded at FVTPL, they are recognized at transaction costs that are attributable to the acquisition of the financial asset.

(ii) Financial asset measured at amortised cost

Financial assets are measured at amortised cost when asset is held within a business model. Whose objectives is to hold assets for collecting contractual cash flows and contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest. Such financial assets are subsequently measured at amortised cost using the Effective Interest Rate (EIR) method. The losses arising from impairment are recognised in the Statement of Profit and Loss. This category generally applies to trade and other receivables.

(iii) Financial assets measured at Fair Value Through Other Comprehensive Income (FVTOCI)

Financial assets under this category are measured initially as well as at each reporting date at fair value. Fair value movement are recognised in the other comprehensive income.

(iv) Financial assets measured at Fair Value Through Profit and Loss (FVTPL)

Financial assets under this category are measured initially as well as at each reporting date at fair value with all changes recognised in Statement of Profit and Loss.

a. Trade Receivables

(i) Trade receivables are recognized at fair value on initial recognition and subsequently measured at amortised cost using effective interest method, less provision for impairment, wherever applicable.

(ii) Provision for bad and doubtful debts is based on the simplified approach of impairment of trade receivables permitted by Ind AS 109. Financial instruments which require expected lifetime losses to be recognized are done accordingly and provision is generally made for debts outstanding for more than three years, excepting those which are contractually not due as per the terms of the contract or those which are considered realizable based on a case to case review.

(iii) Full provision is made for all debts considered doubtful of recovery having regard to the following considerations:

- debts outstanding to be received from the Government/ Government Departments / Government Companies are generally not treated as doubtful debts irrespective of the period for which they are outstanding.

- where debts are disputed in legal proceedings, provision is made if any decision is given against the Company even if the same is taken up on appeal to higher authorities / courts.

b. Investment in Equity Instruments

Equity instruments held for trading are classified and measured at FVTPL.

All other equity investments are measured at fair value. For investments that are not held for trading, the Company may make an irrevocable election at initial recognition to present subsequent changes in Fair Value in Other Comprehensive Income (FVOCI), in accordance with Ind AS 109. Dividend income from such investments is recognised in the Statement of Profit and Loss when the right to receive payment is established, unless the dividend clearly represents recovery of part of the cost of the investment.

Investments in subsidiaries, associates and joint ventures, where applicable, are accounted for in the standalone financial statements at cost less impairment losses, if any, in accordance with the applicable Indian Accounting Standards.

Unquoted equity investments are valued using appropriate valuation techniques based on available facts and circumstances. Where observable market inputs are not available, management uses estimates and assumptions considered reasonable in the circumstances. In certain strategic long-term investments, cost may represent an appropriate estimate of fair value.

The Company assesses at each reporting date whether there is any indication of impairment in the carrying amount of investments and recognises impairment losses, where necessary, in accordance with applicable Ind AS.

c. De-recognition of Financial Assets

A financial asset is primarily derecognized when the rights to receive cash flows from the asset have expired or the Company has transferred its rights to receive cash flows from the asset.

d. Cash and Cash Equivalent

For the purpose of presentation in the Statement of Cash Flow, Cash and Cash Equivalents include cash in hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amount of cash and which are subject to an insignificant risk to changes in value. Bank overdrafts are shown within borrowings in Current Liabilities in the Balance Sheet.

B. Financial Liabilities

Financial liabilities of the Company are contractual obligation to deliver cash or another financial asset to another entity or to exchange financial assets or financial liabilities with another entity under conditions that are potentially unfavorable to the Company.

The Company's financial liabilities include loans & borrowings, trade and other payables.

(i) Classification, Initial Recognition and Measurement

Financial liabilities are recognized initially at fair value minus transaction costs that are directly attributable to the issue of financial liabilities. Financial liabilities are classified as subsequently measured at amortized cost. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the Effective Interest Rate (EIR). Any difference between the proceeds (net of transaction cost) and the redemption amount is recognised in the Statement of Profit and Loss over the period of the borrowings using the EIR.

(ii) Subsequent Measurement

After initial recognition, financial liabilities are subsequently measured at amortised cost using the Effective Interest Rate method. In each Financial Year, the unwinding of discount pertaining to financial liabilities is recorded as finance cost in the Statement of Profit and Loss.

(iii) De-recognition of Financial Liability

All financial liabilities are derecognized when the obligation under the liability is discharged or cancelled or expires. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss as other income or finance cost.

14. REVENUE RECOGNITION

The Ministry of Corporate Affairs ("MCA") has notified on 28 March 2018, the Ind AS 115 - "Revenue from Contract with Customers". The standard replaces erstwhile revenue recognition standards Ind AS 11 - "Construction Contracts" and Ind AS 18 - "Revenue". The Company has adopted Ind AS 115 from 01 April 2018 using the cumulative catch-up approach.

A. Ship Construction & Repair Contracts

Ship Construction Contracts are long term construction contracts which involve the transfer of property in goods and Ship Repair Contracts are generally short duration contract of less than 12 months involving mainly rendering of services and any transfer of goods involved is only secondary. In both categories of the contract, the performance obligation is executed over a period of time. Accordingly, the revenue from Ship Construction/Ship Repair Contracts is recognized when (or as) the entity satisfies performance obligations as per the Contract over a period of time.

An asset is transferred when (or as) a performance obligation is satisfied over time and revenue is recognized on percentage of completion method, if one of the following criteria is met:

a. The customer simultaneously receives and consumes the benefits provided by the Company's performance as the Company performs;

b. The Company's performance creates or enhances an asset (for example, work-in-progress) that the customer controls as the asset is created or enhanced; or

c. The Company's performance does not create an asset with an alternative use to the Company and the Company has an enforceable right to payment for performance completed to date.

When the control of the produced goods and/or services rendered is transferred over time to the customer, revenue is recognized over time under the percentage of completion (PoC) Method.

For the application of the over the time method (PoC method), the measure of the progress towards complete satisfaction of a performance obligations is based on inputs method (i.e. cost incurred).

i. Fixed Price Contract

Revenues from construction contracts with customers are recognized over the time using input method i.e. by comparing the actual costs incurred to the total estimated costs anticipated for the entire contract. Such estimates are revised periodically.

ii. Contract with Uncertain/Negative Results

When it is probable that total contract costs will exceed total contract revenue, the entire expected loss is recognized as an expense immediately. When the outcome of a construction / repair contract cannot be reliably estimated, contract revenue is recognized only to the extent of contract cost incurred that are likely to be recoverable. Recognition of the profit element is postponed.

iii. Revenue from supply of Base & Depot (B&D) spares

Revenue from supply of B&D spares is recognized based on performance obligation satisfied at a point in time based on proof of receipts of goods issued by the customers.

B. Other Operating Revenue

Other operating revenue represent income earned from the activities incidental to the business and is recognized when the right to receive the income is established as per the terms of the contract.

C. Interest Income

For all investments made by the Company, interest income is recorded using the Effective Interest Rate (EIR). Interest income is included in finance income in the Statement of Profit and Loss. Interest income is accrued at applicable interest rate.

D. Other items of Income

i. Additional revenue, in respect of contracts completed in earlier years, is accounted as contract revenue in the year in which such revenue materializes.

ii. Value of free supply items are not booked to job/work-in-progress except in the cases permitted by the contracts. However, value added thereon is taken to Value of Production and in Sales.

iii. Other items of income are accounted as and when the right to receive arises.

E. Others

Credit notes issued to customers are treated as reduction of sales for the year in which they are issued.

15. EMPLOYEE BENEFITS

Employee Benefits consist of Salaries and Wages, contribution to Provident Fund, Superannuation Fund, Gratuity Fund, Post Retirement Medical Scheme, Leave Encashment, etc.

Liabilities for salaries and wages, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognized in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled.

A. Defined Contribution Plans

i. Provident Fund

The Company's contribution to the recognized Provident Fund (PF) paid/ payable during the year is debited to the Statement of Profit and Loss. The PF contribution of the employer and employees is remitted to the office of the Regional Provident Fund Commissioner.

ii. Voluntary Retirement Scheme

Actual disbursement made under Voluntary Retirement Scheme is charged to the Statement of Profit and Loss in the year of payment.

iii. Superannuation Pension Scheme

Defined contribution to Superannuation Pension Scheme is charged to the Statement of Profit and Loss at the applicable contribution rate as per approved pension scheme.

iv. Post-Retirement Medical Scheme (PRMS)

The Company's Liability towards Defined Contribution scheme in respect of PRMS facilities are covered by way of a Group Mediclaim Policy availed for the purpose in the financial year and is charged to the Statement of Profit and Loss.

B. Defined Benefit Plans

i. Gratuity

Liability for gratuity is determined annually by actuarial valuation as per Ind AS 19 – Employee Benefits, and is being remitted to a separate trust. The Company accounts for the net present value of its obligations for gratuity benefits based on an independent external actuarial valuation determined on the basis of the projected unit credit method carried out annually. Re-measurement of gains and losses arising from experience adjustments and changes in actuarial assumptions are recognized in the period in which they occur, directly in Other Comprehensive Income (OCI). They are included in retained earnings in the Statement of Changes in Equity and in the Balance Sheet.

ii. Leave encashment

Liability in respect of earned leave unavailed by the employees as at the end of the year is provided for on the basis of actuarial valuation as per Ind AS 19 – Employee Benefits.

Under Ind AS 19, net interest cost is determined by multiplying the net defined benefit liability and fair value of plan asset by the discount rate specified, both as determined at the start of the annual reporting period, taking into account, any changes in the net defined benefit liability and asset during the period as a result of contribution and benefit payments. Cost on account of this is included as employee benefit expense in the Statement of Profit and Loss.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognized immediately in Statement of Profit and Loss as past service cost. Re-measurement gains and losses arising from changes in actuarial assumptions and experience adjustments are recognized in the period in which they occur, directly in OCI.

16. PRIOR PERIOD ADJUSTMENT/RE-CLASSIFICATION

Material prior period errors and re-classification are corrected retrospectively by restating the comparative amounts for prior periods presented in which the re-classification is required/error occurred or if the error occurred before the earliest period presented, by restating the opening statement of financial position.

17. FOREIGN CURRENCY TRANSACTIONS & DERIVATIVES

Items included in the financial statements are measured using the currency of the primary economic environment in which the entity operates ("functional currency"). The financial statements are presented in Indian Rupees ("INR"), which is the functional currency and presentation currency of the Company.

A. Foreign Currency Transactions

Foreign exchange transactions are recorded at the functional currency adopting the exchange rate prevailing on the date of respective transactions. Monetary assets and liabilities denominated in foreign currencies existing as on the Balance Sheet date are translated at the functional currency exchange rate prevailing as at the Balance Sheet date.

The exchange difference arising from the settlement of transactions during the period and effect of translations of assets and liabilities at the Balance Sheet date are recognized in the Statement of Profit and Loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates as at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates as at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e. translation differences on items whose fair value gain or loss is recognised in OCI or Statement of Profit and Loss respectively).

If the liabilities are on account of procurement of capital assets, the differences due to exchange variation are included in the cost of the respective capital assets.

B. Derivative Instruments and Hedge Accounting

i. The Company uses foreign currency derivative contracts to hedge its risks associated with foreign currency fluctuations relating to certain firm commitments and highly probable forecasted transactions. The Company designates these as cash flow hedges applying the recognition and measurement principles set out in the Ind AS 109 - Financial Instruments.

ii. The use of foreign currency derivative contracts is governed by the Company's policies approved by the Board of Directors which provide written principles on the use of such financial derivatives consistent with the Company's risk management strategy. The Company does not use derivative financial instruments for speculative purposes.

iii. Foreign currency derivative instruments are initially measured at fair value and are re-measured at subsequent reporting dates. Any gains or losses arising from changes in the fair value of derivatives are taken directly to the Statement of Profit and Loss, except for the effective portion of cash flow hedges, which is recognised as OCI in the cash flow hedge reserve and later re-classified to profit or loss when the hedge item affects profit or loss. When the hedged item is the cost of a non-financial asset or non-financial liability, the amounts recognised as OCI are transferred to the initial carrying amount of the non-financial asset or liability.

iv. Hedge accounting is discontinued when the hedge instrument expires or is sold, terminated, exercised, or no longer qualifies for hedge accounting. If a hedged transaction is no longer expected to occur, any cumulative gain or loss previously recognised in OCI remains separately

in equity until the forecast transaction occurs or the foreign currency firm commitment is met.

18. SEGMENT REPORTING

Ship Construction, Ship Repairs and General Engineering are considered as Reportable Segments for the purpose of Segment Reporting. For the ongoing projects and completed projects, value of production is reported as segment revenue. Expenses that are directly identifiable with/allocable to segments are considered for determining the segment result. Income and expenditure not allocable to segments are included under "Net of unallocable Income/Expenses". Assets and liabilities of the Company are used jointly by all the segments. Accordingly, there is no segment-wise bifurcation of assets and liabilities.

The Company is engaged in the production of defence equipment and is exempted from Segment Reporting vide notification no. S.O.802 (E) dated 23 February 2018 by amending notification no. G.S.R 463(E) dated 05 June 2015. In view of the above, no disclosure is made separately by the Company on operating segment under Ind AS 108.

19. PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS

A **Provision** is recognized, if as a result of a past event the Company has a present legal or constructive obligation that can be estimated reliably and it is probable that an outflow of economic benefits will be required to settle the obligation.

Contingent Liabilities are not recognised but are disclosed in the notes.

Contingent Assets are not recognised but are disclosed in the financial statements when economic inflow is probable.

20. EARNINGS PER SHARE (EPS)

i. Basic Earnings Per Share

Basic EPS is computed by dividing Profit After Tax by number of paid-up Equity Shares at the end of the period.

ii. Diluted Earnings Per Share

Diluted EPS is computed by dividing Profit After Tax by number of paid-up Equity Shares and Equity Shares that could have been issued upon conversion of all dilutive equity shares.

21. PROVISION FOR CURRENT AND DEFERRED TAX

Income tax expense represents the sum of current tax, deferred tax and adjustments for tax provisions of previous years. It is recognised in the Statement of Profit and Loss except to the extent that it relates to a business combination, or items recognised directly in equity or in other comprehensive income.

i. **Current Tax:** Tax on income for the current period is determined on the basis of taxable income and tax credits computed in accordance with the provisions of the Income Tax Act, 1961 as amended from time to time.

ii. **Deferred Tax:** Deferred tax is recognized on timing difference, being difference between taxable income and accounting income for the year, that originate in one period and are capable of reversal in one or more subsequent periods and quantified using the tax rates and laws enacted or substantively enacted as on the Balance Sheet date.

iii. Deferred Income Tax is provided in full, using the liabilities method, on temporary difference arising between the tax bases of assets and liabilities and their carrying amounts in the financial statement. Further, Deferred Income Tax is not accounted if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit (tax loss).

iv. Deferred Income Tax is determined using tax rates and laws, that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax assets is realized or the deferred income tax liability is settled.

v. Deferred tax assets are recognized and carried forward to the extent there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized.

22. DIVIDEND TO EQUITY SHAREHOLDERS

The final dividend on shares is recorded as a liability on the date of approval by the shareholders, and interim dividends are recorded as a liability on the date of declaration by the Company's Board of Directors.

23. RESEARCH AND DEVELOPMENT

Capital expenditure on research and development is included in Property, Plant and Equipment (PPE) and revenue expenditure is charged to the Statement of Profit and Loss Account in the year in which it is incurred.

24. CORPORATE SOCIAL RESPONSIBILITY

The Corporate Social Responsibility (CSR) expenditure is charged to the Statement of Profit and Loss in the period in which it is incurred, except to the extent the Company decides to carry forward any amount in excess of the minimum required CSR expenditure for adjustment in future years in terms of Sec 135(5) of the Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Amendment Rules, 2021.

25. ROUNDING OFF AMOUNTS

All amounts disclosed in the financial statement and notes have been rounded off to the nearest lakh with two decimals as per the requirement of Schedule III unless otherwise stated under the Companies Act, 2013.

Notes on Balance Sheet Items

NOTE 2.1 : PROPERTY, PLANT & EQUIPMENT (PPE)

(₹ in lakhs)

	Particulars of Assets	GROSS BLOCK				DEPRECIATION				NET BLOCK	
		As at 01 April 2025	Additions during the period	Deductions/ Adjustments	As at 31 March 2026	As at 01 April 2025	Depreciation for the period	Deductions/ Adjustments	As at 31 March 2026	As at 31 March 2026	As at 31 March 2025
A	**PROPERTY, PLANT & EQUIPMENT**										
	Freehold Land	737.18	-	-	737.18	-	-	-	-	737.18	737.18
	Buildings & Other Civil Constructions	96,440.47	477.81	6.97	96,911.31	24,096.21	3,181.83	6.97	27,271.07	69,640.24	72,344.26
	Plant & Machinery	46,077.61	2,567.51	37.23	48,607.89	31,086.18	2,694.86	37.23	33,743.81	14,864.08	14,991.43
	Capital Dredging	1,278.92	836.46	-	2,115.38	1,217.52	146.99	-	1,364.51	750.87	61.40
	Slipways	143.48	-	-	143.48	143.48	-	-	143.48	-	-
	Furniture & Fixtures	1,855.95	64.83	4.10	1,916.68	1,198.85	103.81	2.08	1,300.58	616.10	657.10
	Office Equipment	2,183.87	20.59	1.77	2,202.69	1,557.46	236.38	1.40	1,792.44	410.25	626.41
	Medical Equipment	30.28	0.88	-	31.16	17.68	1.57	-	19.25	11.91	12.60
	Electrical Installation & Equipment	7,551.01	356.11	5.48	7,901.64	1,686.51	778.52	-	2,465.03	5,436.61	5,864.50
	Computers	1,482.77	145.32	-	1,628.09	1,403.28	57.33	-	1,460.61	167.48	79.49
	Server & Network	240.53	43.59	-	284.12	100.73	40.39	-	141.12	143.00	139.80
	Motor Cars & Vehicles	392.81	25.56	10.88	407.49	272.36	24.18	10.88	285.66	121.83	120.45
	Steam Launches & Boats	819.83	-	-	819.83	799.37	2.99	-	802.36	17.47	20.46
	Total	**1,59,234.71**	**4,538.66**	**66.43**	**1,63,706.94**	**63,579.63**	**7,268.85**	**58.56**	**70,789.92**	**92,917.02**	**95,655.08**
B	**R & D ASSETS**										
	R & D Assets	552.02	-	-	552.02	552.02	-	-	552.02	-	-
	R & D Assets (from 2019-20)	678.37	103.36	-	781.73	259.91	149.25	-	409.16	372.57	418.46
	Total R & D Assets	**1,230.39**	**103.36**	**-**	**1,333.75**	**811.93**	**149.25**	**-**	**961.18**	**372.57**	**418.46**
	TOTAL (A+B)	**1,60,465.10**	**4,642.02**	**66.43**	**1,65,040.69**	**64,391.56**	**7,418.10**	**58.56**	**71,751.10**	**93,289.59**	**96,073.54**
	Previous Year	1,59,358.56	1,289.47	182.93	1,60,465.10	56,879.41	7,620.97	108.82	64,391.56	96,073.54	1,02,479.15
C	**INTANGIBLE ASSETS**										
	Software & Licence	1,978.58	304.97	-	2,283.55	810.93	349.15	-	1,160.08	1,123.47	1,167.65
	TOT Licence	11.10	-	-	11.10	11.10	-	-	11.10	-	-
	Total Intangible Assets	**1,989.68**	**304.97**	**-**	**2,294.65**	**822.03**	**349.15**	**-**	**1,171.18**	**1,123.47**	**1,167.65**
	Previous Year	1,416.81	572.87	-	1,989.68	468.06	353.97	-	822.03	1,167.65	948.75

(₹ in lakhs)

	Particulars of Assets	GROSS BLOCK				DEPRECIATION				NET BLOCK	
		As at 01 April 2025	Additions during the period	Deductions/ Adjustments	As at 31 March 2026	As at 01 April 2025	Depreciation for the period	Deductions/ Adjustments	As at 31 March 2026	As at 31 March 2026	As at 31 March 2025
D	**ASSETS FUNDED BY CUSTOMER (INCLUDED IN PPE ABOVE)**										
	Buildings & Other Civil Constructions	53,259.21	-	-	53,259.21	13,299.91	1,682.52	-	14,982.43	38,276.78	39,959.30
	Plant & Machinery	28,126.51	-	-	28,126.51	19,673.00	1,823.62	-	21,496.62	6,629.89	8,453.51
	Capital Dredging	1,107.13	-	-	1,107.13	1,101.26	5.87	-	1,107.13	-	5.87
	Furniture & Fixtures	714.02	-	-	714.02	221.65	71.45	-	293.10	420.92	492.37
	Office Equipment	863.35	-	-	863.35	790.66	43.31	-	833.97	29.38	72.69
	Electrical Installation & Equipment	3,929.78	-	-	3,929.78	1,023.78	393.10	-	1,416.88	2,512.90	2,906.00
	TOTAL	**88,000.00**	**-**	**-**	**88,000.00**	**36,110.26**	**4,019.87**	**-**	**40,130.13**	**47,869.87**	**51,889.74**

NOTE 2.2: RIGHT-OF-USE ASSETS

(₹ in lakhs)

	Particulars of Assets	GROSS BLOCK				DEPRECIATION				NET BLOCK	
		As at 01 April 2025	Additions during the period	Deductions/ Adjustments	As at 31 March 2026	As at 01 April 2025	Depreciation for the period	Deductions/ Adjustments	As at 31 March 2026	As at 31 March 2026	As at 31 March 2025
	Land	232.41	-	-	232.41	43.44	6.25	-	49.69	182.72	188.97
	Building	605.82	332.42	-	938.24	287.30	179.23	-	466.53	471.71	318.52
	Total Right-of-Use Assets	**838.23**	**332.42**	**-**	**1,170.65**	**330.74**	**185.48**	**-**	**516.22**	**654.43**	**507.49**
	Previous Year	645.86	192.37	-	838.23	222.06	108.68	-	330.74	507.49	423.80

a. Building as on 31 March 2026 includes ₹67 lakhs (Original Cost) of Shipyard House being one third share of the Company in Delhi Shipyard House. The building is jointly held along with Mazagon Dock Shipbuilders Ltd. and Garden Reach Shipbuilders & Engineers Ltd.

b. Refer note 2.46 for disclosure on Lease Accounting as per Ind AS 116.

c. No provision for impairment of assets has been considered necessary during the period as required under Ind AS-36 - Impairment of Assets.

d. There is no charge or lien on Property, Plant and Equipment.

NOTE 2.3: CAPITAL WORK-IN-PROGRESS

(₹ in lakhs)

Particulars	As at 31 March 2026		As at 31 March 2025	
Opening Balance	1,312.32		484.59	
Add: Expenditure during the period	4,747.36		2,885.56	
Less: Amount re-classified to Repair & Maintenance	-		195.47	
	6,059.68		3,174.68	
Less: Capitalisation during the period	4,946.99	1,112.69	1,862.36	1,312.32
Total		**1,112.69**		**1,312.32**

The Capital Work-in-Progress (WIP) includes:

Total Capital expenditure of ₹4,747.36 lakhs incurred during FY 2025-26 includes ₹729.67 lakhs towards R&D assets, out of which ₹103.36 lakhs capitalised during FY 2025-26 and balance ₹626.31 lakhs remains in closing WIP as on 31 March 2026.

Ageing for Capital Work-in-Progress

(₹ in lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Less than 1 year	1,069.36	1,286.92
1-2 years	43.33	25.40
2-3 years	-	-
More than 3 years	-	-
Total	**1,112.69**	**1,312.32**
Capital Work-in-Progress to be completed in		
Less than 1 year	1,112.69	1,312.32
1-2 years	-	-
2-3 years	-	-
More than 3 years	-	-
Total	**1,112.69**	**1,312.32**

NOTE 2.4: INVESTMENTS (NON-CURRENT)

(₹ in lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Investment in Equity Shares (Unquoted)		
1,03,050 (Previous Year 1,03,050) Equity Shares of ₹100/- each (fully paid-up) in LENS (Laboratory for Electro Optical Navigational Systems) Foundation, a Joint Venture Company incorporated under Section 8 of the Companies Act, 2013.	103.05	103.05
	103.05	**103.05**

The Company invested ₹103.05 lakhs (Previous Year: ₹103.05 lakhs), being 10% of the total paid up and subscribed capital, in LENS Foundation incorporated on 15 May 2024 for the purpose of Defence Testing Infrastructure Scheme (DTIS) in Electro-Optical Navigational Systems domain. Based on management assessment, after evaluating the nature of participation rights and governance arrangements under applicable Indian Accounting Standards, the investment has been classified as an unquoted equity investment and included under other non-current investments. LENS Foundation is in the initial stage of implementation of its stated objectives and no material indicators of diminution in value were noted up to 31 March 2026. In absence of observable market inputs, cost has been considered an appropriate estimate of fair value as at the reporting date.

NOTE 2.5: LOANS (NON-CURRENT)

(₹ in lakhs)

Particulars	As at 31 March 2026		As at 31 March 2025	
1. Loans to Employees (Secured by way of hypothecation)	90.07		81.14	
Less: Current maturities of loan to employees (as per contra - 2.12.1)	15.63	74.44	16.17	64.97
2. Loans to Employees				
Unsecured and Considered good	4.56		4.53	
Less: Current maturities of loan to employees (as per contra - 2.12.2)	1.67	2.89	1.71	2.82
3. License and Tech doc fees 1241RE*	1,454.30		1,454.30	
Less: Amount received included under Advances received from Customers (as per contra - 2.29.1(i))	1,454.30	-	1,454.30	-
		77.33		**67.79**
Less: Allowances for bad and doubtful loans		-		-
Total		**77.33**		**67.79**
*License and Tech documentation (doc) fees 1241RE represents pro-rata unexpired licensed technical document fees paid to USSR for 5 number of Missile Boats for Indian Navy for which the amount has been reimbursed by the Customer.				
Loans receivables considered good - secured		74.44		64.97
Loans receivables considered good - unsecured		2.89		2.82
Loans receivables which have significant increase in credit risk		-		-
Loans receivables - credit impaired		-		-
		77.33		**67.79**
Less: Allowances for bad and doubtful loans		-		-
Total		**77.33**		**67.79**

NOTE 2.6: OTHER FINANCIAL ASSETS (NON-CURRENT)

(₹ in lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
1. Security Deposit and Earnest Money Deposit paid	26.64	26.64
2. Other Receivables	10.27	10.27
Total	**36.91**	**36.91**

NOTE 2.7: OTHER NON-CURRENT ASSETS

(₹ in lakhs)

Particulars	As at 31 March 2026		As at 31 March 2025	
1. GST Input Credit & Payments	66,788.77		43,126.65	
Less: Current amount reclassified (as per contra - 2.16.1)	66,788.77	-	43,126.65	-
2. Balances with Government Dept. & Tax Authorities				
(i) Deposit with Customs*	3,856.34		3,856.34	
(ii) Deposit with CESTAT, Mumbai	42.48	3,898.82	42.48	3,898.82
3. Prepaid Rent	45.08		28.22	
Less: Lease liability towards prepaid rent adjusted (as per contra - 2.19)	16.16		17.16	
	28.92		11.06	
Less: Amount shown in current maturities (as per contra - 2.16.3)	28.92	-	11.06	-
Total		**3,898.82**		**3,898.82**

*Deposit with Customs ₹3,856.34 lakhs includes ₹10.02 lakhs deposited at Customs, Mumbai and balance ₹3,846.32 lakhs deposited at Customs, Goa.

NOTE 2.8: INVENTORIES

(₹ in lakhs)

Particulars	As at 31 March 2026		As at 31 March 2025	
Raw Materials, Stores & Spares				
a) Stores in Hand	1,55,535.10		70,816.56	
b) Stock in Transit	36,228.27	1,91,763.37	924.70	71,741.26
Total		**1,91,763.37**		**71,741.26**

NOTE 2.9: TRADE RECEIVABLES (CURRENT)

(₹ in lakhs)

Particulars	As at 31 March 2026		As at 31 March 2025	
(Unsecured, Considered good unless otherwise specified)				
1. Trade Receivables	5,005.13		929.37	
2. Trade Receivables from related parties (refer note - 2.47(b)(3))	15,035.11	20,040.24	8,038.67	8,968.04
Less: Provision for loss allowance		1,033.07		861.41
Total		**19,007.17**		**8,106.63**
Trade receivables considered good - secured		-		-
Trade receivables considered good - unsecured		19,007.17		8,106.63
Trade receivables which have significant increase in credit risk*		1,033.07		861.41
Trade receivables - credit impaired		-		-
		20,040.24		**8,968.04**
Less: Provision for loss allowance		1,033.07		861.41
Total		**19,007.17**		**8,106.63**

*During the year, an additional provision (net-off reversal) of ₹171.66 lakhs (previous year ₹44.75 lakhs) has been created towards various projects.

Ageing for Trade Receivables – Current Outstanding as at 31 March 2026 is as follows:

(₹ in lakhs)

Outstanding for following periods from due date of payment	Undisputed trade receivables			Disputed trade receivables
	considered good	significant increase in credit risk	credit impaired	
Not due	-	-	-	-
Less than 6 months	10,260.84	-	-	-
6 months - 1 year	4,655.75	-	-	-
1-2 years	367.51	-	-	-
2-3 years	3,510.26	28.91	-	-
More than 3 years	212.81	1,004.16	-	-
Total	**19,007.17**	**1,033.07**	**-**	**-**

Ageing for Trade Receivables – Current Outstanding as at 31 March 2025 is as follows:

(₹ in lakhs)

Outstanding for following periods from due date of payment	Undisputed trade receivables			Disputed trade receivables
	considered good	significant increase in credit risk	credit impaired	
Not due	-	-	-	-
Less than 6 months	797.42	-	-	-
6 months - 1 year	209.43	-	-	-
1-2 years	6,588.15	-	-	-
2-3 years	412.36	125.02	-	-
More than 3 years	99.27	736.39	-	-
Total	**8,106.63**	**861.41**	**-**	**-**

NOTE 2.10: CASH AND CASH EQUIVALENTS

(₹ in lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
1. Balances with Banks in current accounts	191.67	137.50
2. Fixed Deposits with original maturity less than 3 months	59,895.00	74,310.00
3. In Imprest Account	10.67	18.88
Total	**60,097.34**	**74,466.38**

Cash and Bank Balances include an amount of ₹ 1 (previous year ₹1) being the token amount remaining after writing off an amount of ₹1,95,991 in the year 1969-70 in respect of balance held with Banco Nacional Ultramarino (BNU), Goa, which closed its operation/branches in Goa consequent to liberation of Goa from Portugal rule and integration of Goa (formerly known as UT Goa) into India.

NOTE 2.11: BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS

(₹ in lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Fixed Deposit with remaining maturity less than 12 months	1,14,862.00	3,10,132.44
Earmarked balances with banks for Unpaid Dividend	5.73	10.44
Total	**1,14,867.73**	**3,10,142.88**

NOTE 2.12: LOANS (CURRENT)

(₹ in lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
1. Loans to Employees (secured by way of hypothecation) (as per contra - 2.5.1)	15.63	16.17
2. Loans to Employees (unsecured) (as per contra - 2.5.2)	1.67	1.71
	17.30	17.88
Less: Allowances for bad and doubtful loans	-	-
Total	**17.30**	**17.88**
Loans receivables considered good - secured	15.63	16.17
Loans receivables considered good - unsecured	1.67	1.71
Loans receivables which have significant increase in credit risk	-	-
Loans receivables - credit impaired	-	-
	17.30	17.88
Less: Allowances for bad and doubtful loans	-	-
Total	**17.30**	**17.88**

NOTE 2.13: OTHER FINANCIAL ASSETS (CURRENT)

(₹ in lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
1. Insurance Claim Receivables	-	21.53
2. Interest accrued but not due	2,834.76	10,744.19
3. Income accrued but not due	191.95	815.90
4. Receivable from Navy (1241RE)	10.42	9.58
5. Earnest money deposit paid	2.10	2.10
6. Subsidy Receivable from Govt.	39.81	39.81
7. Other Receivables	683.66	1,917.77
8. Forward Contract	-	24.47
Total	**3,762.70**	**13,575.35**

NOTE 2.14: CONTRACT ASSETS

(₹ in lakhs)

Particulars	As at 31 March 2026		As at 31 March 2025	
Unbilled revenue	15,919.61		14,276.97	
Less: Amounts received from Customers (as per contra - 2.29.1(ii))	13,930.29		10,906.95	
Contract Asset relating to Ship Construction, Ship Repairs & General Engineering Services		1,989.32		3,370.02
Loss allowance		-		-
Total		1,989.32		3,370.02

NOTE 2.15: CURRENT TAX ASSETS (NET)

(₹ in lakhs)

Particulars	As at 31 March 2026		As at 31 March 2025	
Opening Balance	13,572.79		11,710.48	
Add: Advance taxes paid and tax deducted at sources (net of refunds)	8,437.03		10,983.11	
Add: Taxes pertaining to earlier years	248.84		529.20	
	22,258.66		23,222.79	
Less: Current tax expense for the year	12,910.00	9,348.66	9,650.00	13,572.79
Total		9,348.66		13,572.79

NOTE 2.16: OTHER CURRENT ASSETS

(₹ in lakhs)

Particulars	As at 31 March 2026		As at 31 March 2025	
1. GST Input Credit & Payments (as per contra - 2.7.1)		66,788.77		43,126.65
2. Prepaid Expenses		2,594.39		2,472.36
3. Prepaid Rent (as per contra - 2.7.3)		28.92		11.06
4. Advance to Employees		13.25		8.06
5. Advance to Suppliers				
Secured considered good (against Bank Guarantees)	1,06,115.13		86,933.15	
Unsecured considered good	467.89		4,887.61	
Unsecured considered doubtful	-		-	
	1,06,583.02		91,820.76	
Less: Provision for doubtful advances	-		-	
	1,06,583.02	1,06,583.02	91,820.76	91,820.76
Total		1,76,008.35		1,37,438.89

NOTE 2.17: EQUITY SHARE CAPITAL

(₹ in lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
1. Authorized:		
12,00,00,000 (Previous Year 12,00,00,000) Equity Shares of ₹5/- each (Previous Year ₹5/- each)	6,000.00	6,000.00
	6,000.00	6,000.00
2. Issued, Subscribed & Fully Paid-up:		
11,64,03,748 (Previous Year 11,64,03,748) Equity shares of ₹5/- each (Previous Year ₹5/- each)	5,820.19	5,820.19
	5,820.19	5,820.19

3. Reconciliation of Issued and Fully Paid-up Shares:

Particulars	Number of Shares	Amount (₹ in lakhs)	Number of Shares	Amount (₹ in lakhs)
At the beginning of the year	11,64,03,748	5,820.19	11,64,03,748	5,820.19
Balance at the end of the period	**11,64,03,748**	**5,820.19**	**11,64,03,748**	**5,820.19**

During the FY 2016-17, the Company in compliance with the guidelines issued by DIPAM have splitted the face value of share from ₹10/- per share to two shares of ₹5/- each and has also issued Bonus Shares in the ratio of 1:1.

4. Details of shares held by Shareholders holding more than 5% of the aggregate shares in the Company

Name of the Shareholder and Number of Shares	Percentage of Shareholding	Amount (₹ in lakhs)	Percentage of Shareholding	Amount (₹ in lakhs)
President of India 5,94,66,780 Equity Shares of ₹5/- each	51.09%	2,973.34	51.09%	2,973.34
Mazagon Dock Shipbuilders Ltd. 5,49,57,600 Equity Shares of ₹5/- each	47.21%	2,747.88	47.21%	2,747.88

Terms & Rights attached to Equity Shares: The Company has only one class of equity share having face value of ₹5/- per share which is fully paid up. Equity Shares rank *pari passu* in all respects including right to dividend, issue of new shares, voting rights and in the assets of the Company in the event of liquidation.

There are no promoter shareholding in the Company.

NOTE 2.18: OTHER EQUITY

(₹ in lakhs)

Particulars	As at 31 March 2026		As at 31 March 2025	
1. Capital Reserve:				
Balance as per last Balance Sheet		42.86		42.86
2. General Reserve:				
Opening balance	1,35,687.04		1,16,687.04	
Add: Movement during the year	19,000.00	1,54,687.04	19,000.00	1,35,687.04
3. Cash Flow Hedge Reserve				
As per Last Balance Sheet-Gain	-		-	
Add: Net Gain/(Loss) during the year	(514.95)		-	
Closing Balance-Gain/(Loss)		(514.95)		-
4. Retained Earnings:				
Opening Balance	20,508.00		21,238.79	
Profit for the year	33,144.63		28,843.64	
Other Comprehensive Income/(Loss) for the year	132.25		(505.51)	
	53,784.88		**49,576.92**	
Less Appropriations:				
Transfer to General Reserve	19,000.00		19,000.00	
Dividend paid during the year	1,164.04		10,068.92	
	20,164.04		29,068.92	
Closing Balance		33,620.84		20,508.00
Total		**1,87,835.79**		**1,56,237.90**

(i) The Company declared Final Dividend for FY 2024-25 @ 20% (i.e. ₹1/- per share) amounted to ₹1,164.04 lakhs at its Annual General Meeting held on 25 September 2025 which was paid to the Equity Shareholders during FY 2025-26.

(ii) The Board has recommended Final Dividend for FY 2025-26 @ 171% (i.e. ₹8.55/- per share) (previous year 153%), which works out to ₹9,952.52 lakhs. This proposed Dividend is subject to the approval of the shareholders in the Annual General Meeting for FY 2025-26.

Nature and Purpose of Reserves

1. **Capital Reserve:**

   Represents reserve recognised on account of machinery received free of cost under Norwegian Aid during FY 1977-78 to FY 1981-82.

2. **General Reserve:**

   Represents amounts appropriated out of profits in earlier years and retained for general business purposes, strengthening the financial position of the Company and meeting future contingencies/expansion requirements.

3. **Cash Flow Hedging Reserve:**

   Represents the cumulative effective portion of gains or losses arising on remeasurement of designated hedging instruments in qualifying cash flow hedges. Such amounts are reclassified to the Statement of Profit and Loss when the underlying hedged transaction affects earnings.

NOTE 2.19: LEASE LIABILITY (NON-CURRENT)

(₹ in lakhs)

Particulars	As at 31 March 2026		As at 31 March 2025	
Opening Balance	580.46		488.61	
Add: Lease Liabilities created during the year	332.42		192.37	
Add: Interest expenses on Lease Liabilities	55.43		44.54	
	968.31		725.52	
Less: Repayment of Lease Liabilities	237.33		145.06	
	730.98		580.46	
Less: Lease rent paid in advance (as per contra - 2.7.3)	16.16		17.16	
Less: Amount shown in current maturities of Lease Liabilities (as per contra - 2.25)	259.98	454.84	145.75	417.55
Total		**454.84**		**417.55**

NOTE 2.20: TRADE PAYABLE (NON-CURRENT)

(₹ in lakhs)

Particulars	As at 31 March 2026		As at 31 March 2025	
Deferred payment liability to foreign supplier against supply of materials				
Deferred Liabilities (from foreign suppliers against supply of material)*	1,637.21		1,530.89	
Less: Amount shown in current maturities (as per contra - 2.26.2)	50.27	1,586.94	39.19	1,491.70
Amount receivable from Indian Navy/Govt. towards deferred debts	1,637.21		1,530.89	
Less: Amount shown in current maturities (as per contra - 2.26.2)	50.27	1,586.94	39.19	1,491.70
Total		**-**		**-**

*Denotes the balance amount (at Fair Value) of deferred payment liability payable over 45 years without interest in equal annual instalment of ₹130 lakhs. The loan is equated to units of Special Drawings Rights (SDR) as per Inter Governmental Agreement between Govt. of India and Russia. The loan amount has been revalued as on 31 March 2026 at the present rate of SDR (announced by RBI) w.e.f. 21 January 2026 which is ₹125.1983 for 1 SDR (previous year ₹114.0712 for 1 SDR).

NOTE 2.21: OTHER FINANCIAL LIABILITIES (NON-CURRENT)

(₹ in lakhs)

Particulars	As at 31 March 2026		As at 31 March 2025	
1. Creditors for capital goods - Foreign supplier deferred credit	5.17		4.84	
Less: Amount shown in current maturities (as per contra - 2.27.3)	0.16	5.01	0.12	4.72
2. Accrued Interest on Security Deposit		2.50		0.22
Total		**7.51**		**4.94**

NOTE 2.22: LONG-TERM PROVISIONS

(₹ in lakhs)

Particulars	As at 31 March 2026		As at 31 March 2025	
1. Provision for Leave Encashment	3,552.26		3,411.16	
Less: Current portion of Leave Encashment (as per contra - 2.30.2)	655.10	2,897.16	411.70	2,999.46
Total		**2,897.16**		**2,999.46**

NOTE 2.23: DEFERRED TAX (NET)

(₹ in lakhs)

Particulars	As at 31 March 2026		As at 31 March 2025	
1. Deferred Tax Assets				
Provisions:				
Provision for Doubtful Debts	260.00		216.80	
Provision for Guarantee Repairs	172.35		169.73	
Provision for Liquidated Damages	3,014.08		1,496.98	
Provision for Leave Encashment	894.03		858.52	
Provision for Contribution to PRMS	64.26		125.84	
Provision for PLI/PRP	450.31		234.49	
Provision for Lease Liability	19.27	4,874.30	18.36	3,120.72
2. Deferred Tax Liabilities				
Depreciation		3,401.39		3,225.29
Deferred Tax Liabilities/(Assets)(Net) Total		**(1,472.91)**		**104.57**

i. Deferred tax is recognized subject to the consideration of prudence on timing differences between the taxable income and accounting income that originates in one period and are capable of reversal in one or more subsequent period(s).

ii. Deferred tax assets are recognized only if there is reasonable certainty that there will be sufficient taxable income in the future from which these deferred tax assets can be realized.

NOTE 2.24: OTHER LIABILITIES (NON-CURRENT)

(₹ in lakhs)

Particulars	As at 31 March 2026		As at 31 March 2025	
Government Assistance for Infrastructure Augmentation:				
Balance at the beginning of the year	51,889.74		56,202.20	
Less: Proportionate amount of deferred revenue credited to Statement of Profit and Loss	4,019.87		4,312.46	
	47,869.87		51,889.74	
Less: Current portion of Govt. Assistance (as per contra - 2.29.2)	3,175.56	44,694.31	4,020.50	47,869.24
Total		**44,694.31**		**47,869.24**

Government of India has sanctioned ₹880 Cr towards augmentation of infrastructure for modernisation programme. Against sanctioned and released amount of ₹880 Cr, fixed assets amounting to ₹880 Cr were capitalised upto 31 March 2023. The above balance pertains to unamortised portion of Government Assistance as on 31 March 2026.

NOTE 2.25: LEASE LIABILITY (CURRENT)

(₹ in lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Current maturities of Lease Liabilities (as per contra - 2.19)	259.98	145.75
Total	**259.98**	**145.75**

NOTE 2.26: TRADE PAYABLES

(₹ in lakhs)

Particulars	As at 31 March 2026		As at 31 March 2025	
1. Trade Payables				
a. total outstanding dues of Micro and Small Enterprises; and		4,010.42		982.89
b. total outstanding dues of creditors other than Micro and Small Enterprises	1,33,470.46		54,468.88	
Less: Creditors for Capital Goods (as per contra - 2.27.4)	408.48	1,33,061.98	19.48	54,449.40
2. Deferred Payment Liability against supply of materials payable within 12 months	50.27		39.19	
Less: Amount receivable from Indian Navy/Govt. towards deferred debts (as per contra - 2.20)	50.27	-	39.19	-
Total		**1,37,072.40**		**55,432.29**

Ageing for Trade Payables Outstanding as at 31 March 2026 is as follows:

(₹ in lakhs)

Outstanding for following periods from due date of payment	Undisputed Dues		Disputed Dues	
	MSE	Others	MSE	Others
Not due	2,286.56	11,975.54	-	-
Less than 1 year*	1,723.86	58,064.09	-	-
1-2 years	-	9,306.08	-	-
2-3 years	-	1,196.86	-	-
More than 3 years	-	1,040.12	-	-
Total	**4,010.42**	**81,582.69**	**-**	**-**
Accrued Expenses	-	51,479.29	-	-
Total	**4,010.42**	**1,33,061.98**	**-**	**-**

Ageing for Trade Payables Outstanding as at 31 March 2025 is as follows:

(₹ in lakhs)

Outstanding for following periods from due date of payment	Undisputed dues		Disputed Dues	
	MSE	Others	MSE	Others
Not due	546.81	2,876.82	-	-
Less than 1 year	436.08	34,960.08	-	-
1-2 years	-	6,099.98	-	-
2-3 years	-	262.02	-	-
More than 3 years	-	681.80	-	-
Total	**982.89**	**44,880.70**	**-**	**-**
Accrued Expenses	-	9,568.70	-	-
Total	**982.89**	**54,449.40**	**-**	**-**

Details of dues to Micro and Small Enterprises (MSE) as defined in the Micro, Small and Medium Enterprises Development Act, 2006 as on 31 March 2026 based on available information with the Company are as under:

(₹ in lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Principal amount due and remaining unpaid	1,723.86	436.08
Interest due on above and the unpaid interest	-	-
Payment made beyond the appointed day during the year	-	-
Interest accrued and remaining unpaid on above	-	-

*The outstanding amount due to MSEs as on 31 March 2026 has been paid between 01 April 2026 to 28 April 2026. No interest has been paid/payable during the year by the Company to the suppliers covered under the Micro, Small, Medium Enterprises Development Act, 2006. The information has been given in respect of such vendors to the extent they could be identified as "Micro and Small" enterprises on the basis of information available with the Company.

NOTE 2.27: OTHER FINANCIAL LIABILITIES (CURRENT)

(₹ in lakhs)

Particulars	As at 31 March 2026		As at 31 March 2025	
1. Unclaimed Dividend		4.36		8.79
2. Earnest Money Deposit & Other Payable		4,978.40		3,578.25
3. Creditors for capital goods - Foreign supplier deferred credit (as per contra - 2.21.1)		0.16		0.12
4. Creditors for capital goods - Others (as per contra - 2.26.1)		408.48		19.48
5. Other Liabilities		208.43		4,526.19
6. Principal amount on Arbitration case	1,058.41		1,026.17	
Less: Principal amount deposited with High Court withdrawn by SSPL	1,026.17	32.24	1,026.17	-
7. Interest & Expenses on Arbitration Award*	2,755.81		2,643.51	
Less: Amount deposited with Civil Court, Vasco withdrawn by SSPL	2,360.07	395.74	2,028.39	615.12
8. Liability for Wages and related Liabilities		2,843.07		2,086.12
9. Forward Contract		514.95		-
Total		**9,385.83**		**10,834.07**

*The Bombay High Court vide its order dated 26 April 2024 has dismissed the District Court judgment modifying the 5 arbitral awards by granting MSME interest of respective year. Further, with respect to applicability of interest post September 2019 (i.e. date of deposits of principal amount and Bank Guarantee towards Interest), the Hon'ble High Court of Bombay has opined that "the said issue would be relevant when execution of the awards is pursued by Shoft Shipyard Private Limited (SSPL). Therefore, this Court refuses to go into the said aspect of the matter. It is kept open to be agitated by the parties when execution proceedings are pursued in the context of the said arbitral awards". The execution proceedings has been initiated by SSPL and are pending before the Vasco Civil Court wherein the issue of post Sept 2019 interest will be decided. As per order of the Hon'ble High Court of Bombay at Goa, Panjim, Interest and Expenses of ₹2,028.39 lakhs on Arbitration Award of SSPL was deposited by GSL by way of Demand Draft at the Vasco Civil Court on 11 July 2024. SSPL withdrew the above referred deposited amount on 19 July 2024. The Vasco Civil Court vide order dtd. 05 August 2025, pronounced interest is payable post deposit of the principal amount in 2019 by GSL, subject to deduction of interest @6.50% that SSPL would have earned by investing the withdrawn money in Fixed Deposit. GSL has filed writ petitions before the High Court of Bombay at Goa challenging the Vasco Court Order dtd. 05 August 2025. The petitions have been admitted. As per direction of the High Court of Bombay at Goa, GSL has paid ₹331.68 lakhs to SSPL which is refundable to GSL, if GSL succeeds in the petitions.

NOTE 2.28: CONTRACT LIABILITY

(₹ in lakhs)

Particulars	As at 31 March 2026		As at 31 March 2025	
Advance received towards Ongoing Contracts (as per contra - 2.29.1 (iii))	11,00,611.95		9,68,714.37	
Less: Unbilled revenue	8,54,730.56		5,51,365.59	
Contract Liabilities relating to Ship Construction, Ship Repairs, General Engineering Services		**2,45,881.39**		**4,17,348.78**
Loss allowance		-		-
Total		**2,45,881.39**		**4,17,348.78**

NOTE 2.29: OTHER CURRENT LIABILITIES

(₹ in lakhs)

Particulars	As at 31 March 2026		As at 31 March 2025	
1. Advances Received from Customers	11,41,168.53		10,06,029.95	
Less: (i) Amount received towards License & Tech doc fees 1241RE (as per contra - 2.5.3)*	1,454.30		1,454.30	
(ii) Amount received towards Ongoing Contract Assets (as per contra - 2.14)	13,930.29		10,906.95	
(iii) Amount received towards Ongoing Contract Liabilities (as per contra - 2.28)	11,00,611.95	25,171.99	9,68,714.37	24,954.33
2. Current portion of Govt. Assistance (as per contra - 2.24)		3,175.56		4,020.50
3. Statutory Dues payable		1,157.93		776.45
Total		**29,505.48**		**29,751.28**

*Advance from Customers includes an amount of ₹1,454.30 lakhs being the pro-rata unexpired licensed technical document fees paid to Russia (erstwhile USSR) for 05 numbers of Missile Boats for Indian Navy, which has been reimbursed by the Customer. The corresponding amount has been reflected in Note no. 2.5.3.

NOTE 2.30: SHORT-TERM PROVISIONS

(₹ in lakhs)

Particulars	As at 31 March 2026		As at 31 March 2025	
1. Provision for Liquidated Damages		11,975.83		5,947.94
2. Provision for Leave Encashment (as per contra - 2.22.1)		655.10		411.70
3. Provision for Gratuity		491.33		599.20
4. Provision for Superannuation Fund		753.85		500.39
5. Provision for PRMS		255.34		500.00
6. Provision for Guarantee and Warranty				
Opening Balance	674.40		700.73	
Less: (i) Utilised - Material (Refer Note - 2.33.1)	-		5.05	
(ii) Utilised - Direct and Sub-Contract Expenses	81.96		90.01	
(iii) Provisions written back	381.29		-	
	211.15		605.67	
Add: Additional Provision (Refer Note - 2.39.1)	473.66	684.81	68.73	674.40
Total		**14,816.26**		**8,633.63**

Notes on Statement of Profit & Loss

NOTE 2.31: REVENUE FROM OPERATIONS

(₹ in lakhs)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
I. Turnover (Value of Production)*		
(a) Contract Revenue		
i) Ship Construction	3,38,934.14	2,63,881.15
ii) General Engineering	13,118.92	9,771.20
(b) Sale of Products		
i) B & D Spares	15,957.42	206.22
(c) Sale of Services		
i) Ship Repairs	-	2,500.42
ii) General Engineering	3,658.30	3,726.11
Total (I)	**3,71,668.78**	**2,80,085.10**

*Out of the total Turnover (Value of Production), ₹12,678.03 lakhs (previous year ₹8,203.51 lakhs) pertain to revenue from export orders.

Disclosure as per Ind AS 115 : Geographical revenue is allocated based on the location of the customer
Information regarding geographical revenue is as follows:

(₹ in lakhs)

Geography	For the year ended 31 March 2026	For the year ended 31 March 2025
Asia Pacific		
India	3,58,990.75	2,71,881.59
Others	12,678.03	8,203.51
Total	**3,71,668.78**	**2,80,085.10**
Customer		
Government - MoD	3,58,549.86	2,70,164.30
Non-Government	440.89	1,717.29
Export	12,678.03	8,203.51
Total	**3,71,668.78**	**2,80,085.10**
Notes on Contract Revenue recognition with respect to ongoing projects/ vessels in WIP:		
Amount recognized as Revenue in Statement of Profit and Loss	3,40,809.57	2,73,327.01
Aggregate amount incurred less loss charged to Statement of Profit and Loss	8,70,650.17	5,65,642.56
Advance payment received (Cumulative)	11,14,542.24	9,79,621.32
Remaining Contract to be executed	13,12,595.97	13,25,842.12
II. Other Operating Revenue		
1. Revenue from Govt. Contract	6.97	399.12
2. Sale of Stores & Scrap	734.58	263.51
3. Deferred revenue on Depreciation on Customer Funded Assets	4,019.87	4,312.47
Total (II)	**4,761.42**	**4,975.10**
Total Revenue from Operation (I+II)	**3,76,430.20**	**2,85,060.20**

Note: The Company is engaged in the production of defence equipment and is exempted from Segment Reporting vide notification S.O.802(E) dated 23 February 2018 by amending notification no G.S.R 463(E) dated 05 June 2015. In view of the same, no disclosure is made separately by the Company on Operating Segment under Ind AS 108.

NOTE 2.32: OTHER INCOME

(₹ in lakhs)

Particulars	For the year ended 31 March 2026		For the year ended 31 March 2025	
1. Interest				
a) On Deposits with Banks	18,376.28		29,137.04	
b) On Loan to Employees	4.17		5.45	
c) Other Interest	298.31	18,678.76	379.97	29,522.46
2. Profit on sale of Property, Plant and Equipment		28.16		18.22
3. Profit on sale of Mutual Fund		7.11		6.46
4. Liabilities/Provisions no longer required written back		992.14		123.55
5. Foreign Exchange Gain		1,267.83		2,133.10
6. Miscellaneous Income		3,036.44		2,146.61
Total		**24,010.44**		**33,950.40**

NOTE 2.33: MATERIAL CONSUMPTION

(₹ in lakhs)

Particulars	For the year ended 31 March 2026		For the year ended 31 March 2025	
1. Cost of Materials consumed:				
Opening Stock of Raw Materials, Stores and Spares		71,741.26		36,885.23
Add: Purchases (Gross)		3,87,853.84		2,60,366.88
		4,59,595.10		2,97,252.11
Less: Closing Stock		1,91,763.37		71,741.26
Value of Raw Materials consumed (Gross):		**2,67,831.73**		**2,25,510.85**
Less: Materials issued for Guarantee Repair (Refer Note - 2.30.6(i))	-		5.05	
Stores & Spares consumption included in other expenses	762.06	762.06	900.25	905.30
Total Consumption		**2,67,069.67**		**2,24,605.55**
2. Break up of Net Consumption				
i. Imported	1,94,742.72		86,580.21	
ii. Indigenous	72,326.95	2,67,069.67	1,38,025.34	2,24,605.55
Total Consumption		**2,67,069.67**		**2,24,605.55**
3. Consumption consists of:				
i. Iron & Steel	2,216.30		7,494.59	
ii. Non-ferrous Metals & Alloys	1,569.24		972.80	
iii. Machinery & Equipment fitting on ships, etc.	2,62,086.19		2,13,968.99	
iv. Others	1,197.94		2,169.17	
Total Consumption		**2,67,069.67**		**2,24,605.55**

NOTE 2.34: COST OF BASE AND DEPOT SPARES

(₹ in lakhs)

Particulars	For the year ended 31 March 2026		For the year ended 31 March 2025	
1. Cost of Base and Depot Spares				
Opening Stock		-		-
Add: Purchases		14,435.50		144.00
		14,435.50		144.00
Less: Closing Stock - Stores in Hand		-		-
Total Consumption		**14,435.50**		**144.00**
2. Break up Cost				
i. Imported	2,563.52		-	
ii. Indigenous	11,871.98	14,435.50	144.00	144.00
Total Consumption		**14,435.50**		**144.00**
3. Consumption consists of:				
Machinery & Equipment fitting on ships, etc.		**14,435.50**		**144.00**

NOTE 2.35: EMPLOYEE BENEFITS EXPENSES

(₹ in lakhs)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
1. Salaries, Wages, Allowances and Bonus	15,882.12	14,542.26
2. Leave Encashment	796.14	862.14
3. Contribution to Provident Fund	959.07	944.31
4. Contribution to Employees State Insurance Scheme	6.50	5.92
5. Contribution to Deposit Linked Insurance Scheme	12.16	12.17
6. Contribution to Gratuity Fund	623.58	93.69
7. Contribution to Superannuation Pension Scheme	1,772.03	526.01
8. Contribution to PRMS	255.74	258.85
9. Staff Welfare Expenses	1,866.63	1,681.07
	22,173.97	**18,926.42**
Less: Transferred towards R&D Expenses, Project Direct Expenses and CSR Expenditure	2,776.86	2,744.86
Total	**19,397.11**	**16,181.56**

The Employee Benefit Expenses amounting to ₹2,776.86 lakhs (previous year ₹2,744.86 lakhs) has been transferred towards R&D Expenses, Project Direct Expenses and CSR Expenditure.

1. Actuarial valuation of liability towards Gratuity - Refer note No. 2.35 above

Defined Benefit Plans Gratuity - as per actuarial valuation on 31 March 2026

The Ind AS-19 Employee Benefits stipulates that the rate used to discount post-employment benefit obligation (both funded & non-funded) shall be determined by reference to market yields at the end of reporting period on Government Bonds. The currency and term of the Government Bonds shall be consistent with the currency and estimated term of the post-employment benefit obligation.

In the computation of gratuity liability, Projected Unit Credit Method is used.

(₹ in lakhs)

Particulars		Valuation Date 31 March 2026	Valuation Date 31 March 2025
(i)	**Assumptions**		
	Mortality	IALM (2012-14) Ult	IALM (2012-14) Ult
	Discount Rate	7.25%	6.70%
	Salary Growth Rate	4.00%	4.00%
	Expected Rate of Return	7.25%	6.70%
	Employee Attrition Rate (All Ages)	5.00%	5.00%
	Retirement Age	60 Years	60 Years
(ii)	**Funded Status of the Plan**		
	Present Value of Funded Obligations	5,004.11	4,881.62
	Fair Value of Plan Assets	(4,512.78)	(4,279.18)
	Unrecognised Past Service Cost	-	-
	Net Liability (Assets)	**491.33**	**602.44**
(iii)	**Profit and Loss Account for Current Period**		
	Current Service Cost	265.83	67.87
	Recognised Past Service Cost-Vested	317.39	-
	Loss/(Gain) on curtailments and settlement	-	-
	Net Interest Cost	40.36	25.83
	Total included in 'Employee Benefit Expenses'	**623.58**	**93.70**

(₹ in lakhs)

Particulars		Valuation Date 31 March 2026	Valuation Date 31 March 2025
(iv)	**Other Comprehensive Income for the Period**		
	Components of actuarial gain/loss on obligations:		
	Due to Change in financial assumptions	(157.07)	81.81
	Due to Change in demographic assumptions	-	-
	Due to experience adjustments	62.21	241.52
	Return on plan assets excluding amounts included in interest income	(37.39)	182.18
	Total Cost/(Gain) Recognised in Comprehensive Income	**(132.25)**	**505.51**
(v)	**Reconciliation of Defined Benefit Obligation**		
	Opening Defined Benefit Obligation	4,881.64	5,313.89
	Transfer in/(out) Obligation	4.22	-
	Current Service Cost	265.83	67.87
	Interest Cost	327.21	371.97
	Components of actuarial gain/loss on obligations:		
	Due to Change in financial assumptions	(157.07)	81.81
	Due to Change in demographic assumptions	-	-
	Due to experience adjustments	62.21	241.52
	Past Service Cost	317.39	-
	Benefit Payments from Plan Assets	(697.29)	(1,195.42)
	Closing Defined Benefit Obligation	**5,004.14**	**4,881.64**
(vi)	**Reconciliation of Plan Assets**		
	Opening Value of Plan Asset	4,279.20	4,959.49
	Adjustment to the Opening Fund	4.22	(14.55)
	Expected Return on Plan Assets	286.85	346.14
	Return on plan assets excluding amounts included in interest income	37.39	(182.18)
	Employer Contributions	602.44	365.72
	Benefits Payment from plan assets	(697.29)	(1,195.42)
	Closing Value of Plan Assets	**4,512.81**	**4,279.20**
(vii)	**Reconciliation of Assets Ceiling**		
	Opening value of assets ceiling	-	-
	Interest on Opening value of assets ceiling	-	-
	Loss/(gain) on assets due to surplus/deficit	-	-
	Closing value of Plan Assets Ceiling	**-**	**-**
(viii)	**Composition of the Plan Assets**		
	Government of India Securities	0%	0%
	State Government Securities	0%	0%
	High quality Corporate bonds	0%	0%
	Policy of Insurance	100%	100%
	Other Investment	0%	0%
	Total	**100%**	**100%**
(ix)	**Reconciliation of Net Defined Benefit Liabilities/(Assets)**		
	Net Opening Provisions in Books of Accounts	602.44	354.40
	Transfer in(out) Obligation	4.22	-
	Transfer in(out) Plan Asset	(4.22)	14.55
	Employee Benefit Expenses as per sl no (iii)	623.58	93.70
	Amount recognized in Other Comprehensive (Income)/Expenses	(132.25)	505.51
	Contributions to plan assets	(602.44)	(365.72)
	Closing Provisions in Books of Accounts	**491.33**	**602.44**

(₹ in lakhs)

Particulars		Valuation Date 31 March 2026	Valuation Date 31 March 2025
(x)	**Bifurcation of Liability as per Schedule III of the Companies Act, 2013**		
	Current Liability	296.23	644.19
	Non-Current Liability	4,707.91	4,237.45
	Fair Value of Assets	(4,512.81)	(4,279.20)
	Net Liability	**491.33**	**602.44**
(xi)	**Total Cost Recognised in Comprehensive Income**		
	Cost recognised in Statement of Profit and Loss	623.58	93.70
	Remeasurement effects Recognised in OCI	(132.25)	505.51
	Cost Recognised in Comprehensive Income	**491.33**	**599.21**
(xii)	**Expected Future Cashflows (undiscounted)**		
	Year 1 Cashflow	1,153.84	665.43
	Year 2 Cashflow	779.46	981.18
	Year 3 Cashflow	647.33	658.32
	Year 4 Cashflow	469.59	625.78
	Year 5 Cashflow	602.08	460.21
	Year 6 to 10 Cashflow	1,395.16	1,507.21
(xiii)	**Sensitivity to Key Assumptions**		
	Discount Rate Sensitivity		
	Increase by 1%	4,743.92	4,620.00
	(% Change)	-5.20%	-5.36%
	Decrease by 1%	5,297.94	5,178.55
	(% Change)	5.87%	6.08%
	Salary Growth Rate Sensitivity		
	Increase by 1%	5,171.89	5,066.16
	(% Change)	3.35%	3.78%
	Decrease by 1%	4,832.12	4,704.03
	(% Change)	-3.44%	-3.64%
	Withdrawal Rate (W.R.) Sensitivity		
	W.R. x 101%	5,008.50	4,952.23
	(% Change)	0.09%	1.45%
	W.R. x 99%	4,998.39	4,803.57
	(% Change)	-0.11%	-1.60%

2. Actuarial valuation of Liability towards Leave Encashment - Refer Note No. 2.35 above

Defined Benefit Plans Leave Encashment as per actuarial valuation on March 31, 2026

The Ind AS-19 Employee Benefits stipulates that the rate used to discount post-employment benefit obligation (both funded & non-funded) shall be determined by reference to market yields at the end of reporting period on Government Bonds. The currency and term of the Government Bonds shall be consistent with the currency and estimated term of the post-employment benefit obligation.

In the computation of leave encashment benefit liability, Projected Unit Credit Method is used.

(₹ in lakhs)

Particulars		Valuation Date 31 March 2026	Valuation Date 31 March 2025
(i)	**Assumptions**		
	Mortality	IALM (2012-14) Ult	IALM (2012-14) Ult
	Discount Rate	7.25%	6.70%
	Rate of Increase in Compensation Levels	4.00%	4.00%
	Retirement Age	60 Years	60 Years
	Employee Attrition Rate (All Ages)	5.00%	5.00%
(ii)	**Funded Status of the Plan**		
	Present Value of Unfunded Obligations	3,552.26	3,411.16
	Present Value of Funded Obligations	-	-
	Fair Value of Plan Assets	-	-
	Net Liability(Assets)	**3,552.26**	**3,411.16**
(iii)	**Profit and Loss Account for Current Period**		
	Current Service Cost	681.71	70.99
	Past Service Cost	-	-
	Interest on obligation	228.55	235.40
	Expected Return on Plan Assets	-	-
	Net Interest Cost	228.55	235.40
	Net value of remeasurements on the obligation and plan assets	(114.12)	555.75
	Total included in 'Employee Benefit Expenses'	**796.14**	**862.14**
(iv)	**Remeasurement on the Obligation and Plan Assets**		
	Components of actuarial gain/loss on obligations:		
	Due to Change in financial assumptions	(131.48)	69.23
	Due to Change in demographic assumptions	-	-
	Due to experience adjustments	17.36	486.52
	Return on plan assets excluding amounts included in interest income	-	-
	Net actuarial loss/(gain) for the period	**(114.12)**	**555.75**
(v)	**Reconciliation of Defined Benefit Obligation**		
	Opening Defined Benefit Obligation	3,411.16	3,362.85
	Transfer in/(out) obligation	67.51	-
	Current Service Cost	681.71	70.99
	Interest Cost	228.55	235.40
	Components of actuarial gain/loss on obligations:		
	Due to change in financial assumptions	(131.48)	69.23
	Due to change in demographic assumptions	-	-
	Due to experience adjustments	17.36	486.52
	Benefit Payment from Plan Assets	-	-
	Benefit Payments directly by Employer	(722.55)	(813.83)
	Closing Defined Benefit Obligation	**3,552.26**	**3,411.16**
(vi)	**Reconciliation of Plan Assets**		
	Opening Value of Plan Assets	N.A.	N.A.
	Transfer in/(out) Plan Assets	N.A.	N.A.
	Expected Return	N.A.	N.A.
	Employer Contributions	N.A.	N.A.
	Participant Contributions	N.A.	N.A.
	Benefits Payment from Plan Assets	N.A.	N.A.
	Actuarial Gain/(Loss) on Plan Assets	N.A.	N.A.
	Closing Value of Plan Asset	N.A.	N.A.

(₹ in lakhs)

Particulars		Valuation Date 31 March 2026	Valuation Date 31 March 2025
(vii)	**Reconciliation of Assets Ceiling**		
	Opening value of assets ceiling	-	-
	Interest on opening value of assets ceiling	-	-
	Loss/(gain) on assets due to surplus/deficit	-	-
	Closing value of Plan Assets Ceiling	**-**	**-**
(viii)	**Composition of the Plan Assets**	%	%
	Government of India Securities	N.A.	N.A.
	State Government Securities	N.A.	N.A.
	High quality Corporate bonds	N.A.	N.A.
	Policy of Insurance	N.A.	N.A.
	Other Investment	N.A.	N.A.
	Total	**N.A.**	**N.A.**
(ix)	**Reconciliation of Net Defined Benefit Liabilities**		
	Net Opening Provisions in books of accounts	3,411.16	3,362.85
	Transfer in/(out) obligation	67.51	-
	Transfer in/(out) plan assets	-	-
	Employee Benefit Expenses as per sl no (iii)	796.14	862.14
	Employer Contributions	-	-
	Direct Benefits Payment by Employer	(722.55)	(813.83)
	Closing Provisions in Books of Accounts	**3,552.26**	**3,411.16**
(x)	**Bifurcation of Liability as per Schedule III of the Companies Act, 2013**		
	Current Liability	655.10	411.70
	Non-Current Liability	2,897.16	2,999.46
	Fair Value of Assets	-	-
	Net Liability	**3,552.26**	**3,411.16**
(xi)	**Expected Future Cashflows (undiscounted)**		
	Year 1 Cashflow	655.10	439.30
	Year 2 Cashflow	437.30	586.65
	Year 3 Cashflow	417.00	402.46
	Year 4 Cashflow	372.91	393.03
	Year 5 Cashflow	452.30	361.54
	Year 6 to 10 Cashflow	1,123.92	1,257.19
(xii)	**Sensitivity to Key Assumptions**		
	Discount Rate Sensitivity		
	Increase by 1%	3,336.27	3,190.32
	(% Change)	-6.08%	-6.47%
	Decrease by 1%	3,798.85	3,664.17
	(% Change)	6.94%	7.42%
	Salary Growth Rate Sensitivity		
	Increase by 1%	3,804.51	3,633.62
	(% Change)	7.10%	6.52%
	Decrease by 1%	3,327.94	3,213.81
	(% Change)	-6.31%	-5.79%
	Withdrawal Rate (W.R.) varied by 1%		
	W.R. x 101%	3,555.73	3,458.03
	(% Change)	0.10%	1.37%
	W.R. x 99%	3,548.77	3,359.05
	(% Change)	-0.10%	-1.53%

NOTE 2.36: FINANCE COST

(₹ in lakhs)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
1. Interest Expenses	-	8.95
2. Interest on Lease Liabilities	55.43	44.54
3. Others	3.69	1.04
Total	**59.12**	**54.53**

NOTE 2.37: OTHER EXPENSES

(₹ in lakhs)

Particulars	For the year ended 31 March 2026		For the year ended 31 March 2025	
1. Power, Fuel and Electricity		851.67		849.91
2. Rent		42.62		5.20
3. Rates and Taxes		72.93		44.21
4. Water Expenses		149.56		125.15
5. Insurance		358.99		257.65
6. Repairs and Maintenance				
i) Factory Buildings & Site	276.60		188.09	
ii) Plant and Machinery	455.96		464.30	
iii) Others	1,538.42	2,270.98	1,934.93	2,587.32
7. Printing and Stationery		60.33		49.98
8. Postage, Telegrams and Telephone		53.51		40.98
9. Travelling Expenses	198.73		278.84	
Less: Amount included under				
- Training Expenses	25.68		21.50	
- Recruitment Expenses	2.42	170.63	8.10	249.24
10. Recruitment Expenses	11.17		52.87	
Less: Advertisement Expenses for recruitment included under the Head "Advertisement"	3.21	7.96	21.63	31.24
11. Advertisement				
- Recruitment	3.21		21.63	
- Staff & Establishment	1.96		2.59	
- Tenders	4.28		4.98	
- Publicity	3.80	13.25	2.16	31.36
12. Business Promotion Expenses		180.09		69.00
13. Export Promotion Expenses		191.86		259.49
14. Bank Charges		22.07		21.82
15. Auditors Remuneration				
- Statutory Audit Fees	5.00		5.00	
- Auditor Fees for Other Services	1.50		1.50	
- Tax Audit Fees	1.00		1.00	
- Audit Expenses	2.07	9.57	1.30	8.80
16. Other Audit Fees				
- Cost Audit Fees	2.00		1.50	
- Fees for Secretarial Audit	1.00		1.00	
- Audit Expenses	1.58		1.18	
- Fees for Certification	1.78		1.22	
- GST Audit Fees	0.50		0.50	
- Internal Audit Fees	6.00	12.86	6.00	11.40
17. CISF and Security Expenses		2,109.48		1,871.82
18. Legal Charges		214.53		291.33
19. Professional and Consultant Fees		150.15		93.19
20. Vehicle Hire Charges		240.25		219.33

(₹ in lakhs)

Particulars	For the year ended 31 March 2026		For the year ended 31 March 2025	
21. Books & Periodicals		17.03		12.63
22. Training Expenses	28.50		33.93	
Add: Travelling Expenses for Training	25.68	54.18	21.50	55.43
23. Directors Sitting Fees & Expenses		22.89		13.87
24. LD deducted by Customer		74.04		8.37
25. R & D Expenditure		1,318.48		1,385.55
26. Stores Clearing and Handling Charges		32.78		28.68
27. Interest on Arbitration Award		112.30		26.34
28. Miscellaneous Expenses		635.75		361.28
Total		**9,450.74**		**9,010.57**

NOTE 2.38: CORPORATE SOCIAL RESPONSIBILITY

(₹ in lakhs)

Particulars	For the year ended 31 March 2026		For the year ended 31 March 2025	
(a) Gross Amount required to be spent by the Company during the period		632.19		470.05
(b) Amount spent during the period		**660.79**		**483.70**
(i) On construction or acquisition of Assets				
- Amount paid	361.06		319.27	
- Contractual liability	9.64	370.70	4.30	323.57
(ii) On purposes other than (i) above				
- Amount paid	289.12		141.81	
- Contractual liability	0.97	290.09	18.32	160.13
Total		**660.79**		**483.70**

The Contractual liability mentioned above has been paid post 31 March 2026 but before the date of reporting of financial statement.

The various heads under which the CSR expenditure was incurred during the year is detailed as follows:

(₹ in lakhs)

Description of CSR activities	Relevant clause of Schedule VII of the Companies Act, 2013	For the Year Ended 31 March 2026	Relevant clause of Schedule VII of the Companies Act, 2013	For the Year Ended 31 March 2025
Eradicating hunger, poverty and malnutrition, promoting health care including preventive health care and sanitation including contribution to the Swachh Bharat Kosh set-up by the Central Government for the promotion of sanitation and making available safe drinking water.	Clause (i)	370.69	Clause (i)	309.90
Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly and the differently abled and livelihood enhancement projects.	Clause (ii)	248.61	Clause (ii)	150.30
Ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agroforestry, conservation of natural resources and maintaining quality of soil, air and water.	Clause (iv)	9.88	Clause (iv)	-
Amount spent on Administrative Overheads		31.61		23.50
Total		**660.79**		**483.70**

NOTE 2.39: PROVISIONS

(₹ in lakhs)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
1. Guarantee Repairs	473.66	68.73
2. Bad and Doubtful Debts	203.84	49.78
3. Liquidated Damages	6,027.89	1,395.90
Total	**6,705.39**	**1,514.41**

NOTE 2.40: INCOME TAX

(₹ in lakhs)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
A The Major Component of Income Tax expenses for the year are as under:		
Income Tax recognised in the Statement of Profit and Loss		
Current Tax:		
In respect of current period	12,910.00	9,650.00
Taxes pertaining to earlier year	(248.84)	(529.20)
Deferred Tax:		
In respect of current period	(1,577.48)	(100.29)
Income Tax expenses recognised in the Statement of Profit and Loss	**11,083.68**	**9,020.51**
B Reconciliation of Tax expenses and the accounting profit for the year is as under:		
Profit Before Tax	44,228.31	37,864.15
Income Tax computed @ 25.168%	11,131.38	9,529.65
Tax effect on non-deductible expenses	166.31	121.74
Others	33.29	(127.20)
Additional Provision	1.54	25.52
Total	**11,332.52**	**9,549.71**
Adjustments in respect of current income tax of previous year	(248.84)	(529.20)
Tax expense as per Statement of Profit and Loss	**11,083.68**	**9,020.51**

NOTE 2.41: EARNINGS PER SHARE

(₹ in lakhs)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Profit for the period (PAT)	33,144.63	28,843.64
No. of Equity Shares	11,64,03,748	11,64,03,748
Earnings per share - Basic (in ₹)	28.47	24.78
Earnings per share - Diluted (in ₹)	28.47	24.78

Share having nominal value of ₹5/- each (previous year ₹5/- each)

Additional Notes to Accounts - Informative

NOTE 2.42: NORMAL OPERATING CYCLE

The classification of Assets and Liabilities, wherever applicable, are based on normal operating cycles of different business activities of the Company, which are as under:

i) In case of Shipbuilding, General Engg. Services and Ship Refit activities, normal operating cycle is considered vessel wise. The time period from the effective date of contract/letter of intent to the date of expiry of guarantee period is the normal operating cycle.

ii) In case of other business activities, normal operating cycle is 12 months.

NOTE 2.43: Pursuant to Notification No. S.O. 2437(E) dated 04 September 2015, following information on the exemption granted under Section 129 of the Companies Act, 2013 has not been disclosed in the financial statements:

i) Value of import on CIF basis

ii) Expenditure in foreign currency

iii) Earning in foreign currency

NOTE 2.44: BUSINESS SEGMENT REPORTING

i) The Company is engaged in the production of defence equipment and is exempted from Segment Reporting vide Notification No. S.O. 802(E) dated 23 February 2018 by amending Notification No. G.S.R. 463(E) dated 05 June 2015. In view of the above, no disclosure is made separately by the Company on Operating Segment under Ind AS - 108.

ii) For management purpose, the Company is organised into three major segments - Shipbuilding (NC), Ship Repairs (SR) and General Engineering Services (GES).

iii) There are no geographical segments within the business segments.

NOTE 2.45: CONTINGENT LIABILITIES AND COMMITMENTS

Provisions, Contingent Liabilities and Contingent Assets as per Ind AS - 37 issued by the Institute of Chartered Accountants of India is assessed every year and the treatment of the same in the books is disclosed under relevant heads in Balance Sheet and/or in the Notes to Accounts. Relevant disclosures are as under:

NOTE 2.45.1: Amounts for which Company may be contingently liable:

(₹ in lakhs)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
a) (i) Estimated amount of contracts remaining to be executed on capital commitments	4,019.65	5,019.34
(ii) Estimated amount of contracts remaining to be executed apart from capital commitments	5,05,791.33	8,26,685.95
b) Position of non-fund based limits utilized for:		
(i) Letters of Credit	17,008.37	12,596.67
(ii) Guarantees and Counter Guarantees	2,94,852.71	2,60,295.37
c) Indemnity Bonds issued by the Company to Customers for various contracts	10,21,239.38	9,14,598.76

NOTE 2.45.2: Claims against the Company pending under litigation not acknowledged as debts in respect of claims made by:

(₹ in lakhs)

Sl. No.	Particulars	FY 2025-26				FY 2024-25			
		Amount as at 01 April 2025	Adjustment	Additions	Amount as at 31 March 2026	Amount as at 01 April 2024	Adjustment	Additions	Amount as at 31 March 2025
(i)	Damages claimed by dismissed employee S C Sharma in Civil Suit filed in the Vasco Court.	840.00	-	-	840.00	840.00	-	-	840.00
(ii)	Bhatia Engineering Company in arbitration on account of non supply of items and recovery of LD.	1,172.36	1,172.36	-	-	897.68	-	274.68	1,172.36
(iii)	System Security Services in arbitration for non-compliance of Statutory Payments.	90.32	-	27.62	117.94	69.16	-	21.16	90.32
(iv)	Kalpataru Projects International Ltd. (Formerly JMC Projects India Ltd): Contract value enhancement and migration from VAT to GST with respect to phase 3B.	533.00	-	-	533.00	533.00	-	-	533.00
(v)	Kalpataru Projects International Ltd. (Formerly JMC Projects India Ltd): Contract value enhancement and migration from VAT to GST, change in legislation, additional amounts incurred during extended period of contract, additional costs due to technical variations and other claims with respect to phase 4.	8,924.99	-	-	8,924.99	8,712.66	-	212.33	8,924.99
(vi)	VK Building Services Pvt. Ltd.: Dispute arose between VK Building Services Pvt. Ltd. and Marymartha with respect to the sub-contract works of GSL.	614.00	-	-	614.00	614.00	-	-	614.00
(vii)	Cmde. P.K.S. Shrivastava: Terminated on the grounds of territorial jurisdiction.	5.00	-	-	5.00	5.00	-	-	5.00
(viii)	Shoft Shipyard Pvt. Ltd. has filed applications before the Civil Court of Vasco claiming GST on interest deposited by GSL in terms of arbitration awards.	347.00	347.00	-	-	-	-	347.00	347.00
(ix)	Shoft Shipyard Pvt. Ltd. has filed Special Leave Petition before the Hon'ble Supreme Court against the High Court Order dated 26.04.2024 dismissing the District Court judgement's modifying the arbitral awards.	2,979.07	-	-	2,979.07	-	-	2,979.07	2,979.07
	Total	**15,505.74**	**1,519.36**	**27.62**	**14,014.00**	**11,671.50**	**-**	**3,834.24**	**15,505.74**

NOTE 2.45.3: Appeals against disputed tax demands pending before Adjudicating / Appellate Authorities not provided for in matters relating to:

(i) The Customs Authority ('the Authority') has passed an order dated 01 November 2018 resulting in demand of ₹1,216.75 lakhs including interest of ₹650.42 lakhs in respect of short payment of IGST on import of material pertaining to Stern Gear system (HSN classification of material) during the period of February 2018 - September 2018. The Company has filed an appeal before CESTAT against the order of the Deputy Commissioner on 01 December 2020 after depositing of ₹42.48 lakhs being 7.5% of the disputed principal amount of ₹566.34 lakhs.

(ii) The Customs Authority ('the Authority') vide its order dated 19 April 2023 have denied the exemption benefit of the Customs notification 29/2017 availed by GSL for import of project documentation. A demand of ₹4,679.48 lakhs including interest (₹466 lakhs), penalty (₹1,506.74 lakhs) & redemption fee (₹1,200 lakhs) towards non-payment of BCD (₹1,194.79 lakhs), SWC (₹119.48 lakhs) and short payment of IGST (₹192.47 lakhs) have been made by the Authority by denying the above-mentioned exemption. The Company has paid the said BCD & SWC and differential IGST amounting to ₹1,506.74 lakhs on 12 July 2023 and filed the appeal with CESTAT on 18 July 2023.

(iii) The Customs Authority ('the Authority') vide its order dated 18 April 2023 have denied the exemption benefit of the Customs notification 29/2017 availed by GSL for import of project documentation. A demand of ₹18.51 lakhs including interest (₹5.28 lakhs) & redemption fee (₹2 lakhs) on non-payment of BCD (₹9.11 lakhs), SWC (₹0.91 lakhs) and short payment of IGST (₹1.21 lakhs) have been made by the Authority by denying the above mentioned exemption. The Company has paid the said BCD & SWC and differential IGST amounting to ₹11.23 lakhs on 11 July 2023 and filed the appeal with CESTAT on 17 July 2023.

(iv) The Company has filed an appeal before the Commissioner, GST (Appeals), under Section 75 of Finance Act, 1944 against the order of the Joint Commissioner GST, Goa dated 21 October 2021 for demand for ₹65.73 lakhs in respect of non-payment of service tax on Liquidated Damages deducted from the suppliers during October 2015 to June 2017 and recovery of Cenvat Credit amounting to ₹25.90 lakhs availed on input services which are not in relation to the taxable output services. The Commissioner, GST (Appeals) vide its order no. Goa-ST-APP (VNT)-026-2022-23 dated 17 August 2022 have set aside the demand of ₹65.73 lakhs of service tax on LD and upheld the demand of ₹25.90 lakhs towards input services which are not in relation to the taxable output services along with penalty of ₹25.90 lakhs against which the Company has filed appeal before CESTAT on 14 October 2022 after depositing ₹4.92 lakhs.

(v) The Customs Authority ('the Authority') vide its order dated 22 May 2024 have denied the exemption benefit of the Customs notification 29/2017 dated 30 June 2017 availed by GSL for import of project documentation. A demand of ₹2,640.77 lakhs including interest (₹239.52 lakhs), penalty (₹866.75 lakhs) & redemption fee of (₹667.75 lakhs) towards non-payment of BCD (₹667.75 lakhs), SWC (₹66.78 lakhs) and short payment of IGST (₹132.22 lakhs) have been made by the Authority by denying the above-mentioned exemption. The Company has paid the said BCD & SWC and differential IGST amounting to ₹866.75 lakhs and filed the appeal with CESTAT on 01 September 2024.

(vi) The Customs Authority ('the Authority') vide its order dated 18 October 2023 have denied the exemption benefit of the Customs notification 01/2017 availed by GSL for import of spares for 6.5 mt RIB. A demand of ₹21.64 lakhs including interest (₹5.84 lakhs), penalty (₹6.60 lakhs) & redemption fee (₹2.60 lakhs) on non-payment of IGST have been made by the Authority by denying the above-mentioned exemption. The Company has paid the said differential IGST amounting to ₹6.60 lakhs on 17 August 2024 and filed the appeal with Commissioner of Customs on 24 September 2024.

NOTE 2.45.4: PROVISIONS

(₹ in lakhs)

Sl. No.	Provision towards	Carrying amount as at 01 April 2025	Additional provisions made during the period	Amount used during the period	Unused amount reversed	Amount as at 31 March 2026	Brief description of nature and obligation	Indications of uncertainties about the outflow	Amount expected reimbursement, if any
1	Taxation	24,415.64	12,910.00	14,467.73	-	22,857.91	Provision for Income Tax of various Assessment Years	Any excess / short provided would be adjusted on completion of assessment	Nil
2	Leave Encashment	3,411.16	796.14	655.04	-	3,552.26	Provision for encashable earned leave as per actuarial valuation	Nil	Nil
3	Gratuity	599.20	491.33	599.20	-	491.33	Provision for Gratuity as per actuarial valuation	Nil	Nil
4	Superannuation	500.39	1,772.03	1,518.57	-	753.85	Provision for Superannuation Scheme	Nil	Nil
5	Guarantee Repairs	674.40	473.66	463.25	-	684.81	Provision for Guarantee Repairs	Nil	Nil
6	PRMS Provisions	500.00	255.74	500.40	-	255.34	Provision for Post Retirement Medical Scheme	Nil	Nil
7	Liquidated Damages*	5,947.94	6,027.89	-	-	11,975.83	Provision for Liquidated Damages	Nil	Nil
	Total 1 to 7	**36,048.73**	**22,726.79**	**18,204.19**	**-**	**40,571.33**			

*The Provision for Liquidated Damages of ₹6,027.89 lakhs made during FY 2025-26 consists of: (i) ₹1,293.60 lakhs - 04 nos. Fast Patrol Vessel for Indian Coast Guard (ii) ₹2,094.32 lakhs - 02 nos. Pollution Control Vessel for Indian Coast Guard (iii) ₹18.75 lakhs - LPG Cylinder Carrier to Union Territory Lakshadweep Administration (iv) ₹ 37.50 lakhs – Mid Life Upgradation of Boat of Karnataka Police, and (v) ₹2,583.72 lakhs - 01 no. TSH Dredger for Codralux SA, Luxembourg.

NOTE 2.46: LEASE ACCCOUNTING

The Company has adopted Ind AS - 116, Accounting for Leases in FY 2019-20 and applied the standard to all lease contracts existing on 01 April 2019 using the modified retrospective method and has taken the cumulative adjustment to retained earnings, on the date of initial application.

The changes in the carrying value of Right-of-Use Assets for the period ended 31 March 2026 are as follows:

(₹ in lakhs)

Particulars	Category of Right-of-Use Assets			
	Land	Building	Others	Total
Opening Balance 01 April 2025	188.97	318.52	-	507.49
Additions	-	332.42	-	332.42
Deletions	-	-	-	-
Depreciation	6.25	179.23	-	185.48
Balance as on 31 March 2026	**182.72**	**471.71**	**-**	**654.43**

Lease contract entered by the Company pertains to land & buildings taken on lease to conduct its business in the ordinary course. The Company does not have any lease restrictions and commitment towards variable rent as per the contract. The Company does not face any significant liquidity risk with regard to its lease liabilities as the current assets are sufficient to meet the obligations related to lease liabilities as and when they fall due. Rental expense of ₹42.62 lakhs was recorded as short-term leases (below 12 months) for the year ended 31 March 2026 (previous year ₹5.20 lakhs) which is shown as Rent under the head Other Expenses.

NOTE 2.47: RELATED PARTY DISCLOSURE

As GSL is a Government entity under the administrative control of Ministry of Defence (MoD), Govt. of India, the requirement of detailed disclosures under Ind AS - 24 w.r.t. related party transactions with Government and Government related entities are exempted.

(a) Name of related party and description of relations:

(i) The Company is controlled by the President of India (GOI) having ownership interest of 51.09%.

(ii) Mazagon Dock Shipbuilders Ltd. (MDL) having ownership interest of 47.21%.

(iii) Key Managerial Personnel:

Name	Designation	Period	
		From	To
Shri Brajesh Kumar Upadhyay	Chairman & Managing Director	10 July 2022	
Rear Admiral Nelson A.J. D'Souza, IN (Retd.)	Director (Operations)	16 June 2025	
Shri Jahangeer Alam Ansari	Director (Finance) & CFO	29 November 2025	
Shri Nagesh Das Pai	Director (CPP&BD)	25 March 2026	
Capt. Jagmohan, IN (Retd.)	Ex-Director (CPP&BD)	15 December 2019	20 April 2025
Shri Sunil Shivaling Bagi	Ex-Director (Finance)	28 September 2022	31 July 2025
Smt. Chhaya Jain	Company Secretary	07 July 2017	

(iv) Relative of Key Managerial Personnel:

Name	Designation	Period	
		From	To
Cdr. Saurabh Jain, IN (Retd.)	General Manager (P&PC)	20 July 2017	

(b)(1) Nature of Transaction: Remuneration to Key Managerial Personnel & Relative:

(₹ in lakhs)

Particulars	Designation	For the Year Ended 31 March 2026		For the Year Ended 31 March 2025	
		Short term benefits	Post & long term employment benefits	Short term benefits	Post & long term employment benefits
Shri Brajesh Kumar Upadhyay	Chairman & Managing Director	51.15	12.77	48.36	11.14
Rear Admiral Nelson A.J. D'Souza, IN (Retd.)	Director (Operations)	42.13	11.22	-	-
Shri Jahangeer Alam Ansari	Director (Finance) & CFO	16.93	4.80	-	-
Shri Nagesh Das Pai	Director (CPP&BD)	0.75	0.20	-	-
Capt. Jagmohan, IN (Retd.)	Ex-Director (CPP&BD)	8.76	0.63	62.35	14.16
Shri Sunil Shivaling Bagi	Ex-Director (Finance)	55.91	2.99	47.47	11.25
Smt. Chhaya Jain	Company Secretary	30.00	7.40	28.66	6.45
Cdr. Saurabh Jain, IN (Retd.)	General Manager (P&PC)	52.50	12.79	49.64	11.16

(b)(2) Sitting fees to Independent Directors:

(₹ in lakhs)

Particulars	Designation	For the Year Ended 31 March 2026		For the Year Ended 31 March 2025	
		Board meetings	Committee meetings	Board meetings	Committee meetings
Shri Deepak Manohar Patwardhan	Independent Director (from 21.04.2025)	1.50	3.45	1.50	3.00
Shri Hasmukhbhai Ishwarlal Hindocha	Independent Director (from 21.04.2025)	1.50	2.25	1.50	2.40

(b)(3) Transaction with Other Related Parties: As required under Ind AS - 24, following are the significant transaction with Government and Government related entities:

(₹ in lakhs)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
(I) Ministry of Defence (GOI)		
Sale of Goods/Services	65,732.48	6,546.58
Outstanding Balance arising from Sales/Purchase and Services		
Trade Receivable	14,547.94	7,361.70
(II) Entity Owned by Government of India		
Sale of Goods/Services	330.47	104.84
Purchase of Goods and Services	96,008.79	1,06,210.82
Outstanding Balance arising from Sales/Purchase and Services		
(a) Trade Receivable	14.06	220.04
(b) Amount Payable	53,268.77	20,926.88
(c) Advance to Vendor	89,903.96	48,241.42
(III) Mazagon Dock Shipbuilders Ltd. (MDL)		
Sale of Goods	-	-
Rent Expenses	7.63	8.91
Outstanding Balance arising from Sales/Purchase and Services		
(a) Trade Receivable	14.06	-
(b) Amount Payable	9.20	5.32
(IV) Other Transactions		
Dividend paid to shareholders who are related to Company	1,144.24	9,897.71

Note: The transactions are conducted in the ordinary course of the Company's business.

NOTE 2.48: CAPITAL MANAGEMENT

The Company's objectives when managing capital are to safeguard their ability to continue as a going concern so that they can continue to provide returns for shareholders and maintain an optimal capital structure to reduce the cost of capital.

For the purpose of capital management, capital includes issued equity capital and all other equity reserves attributable to the equity holders of the Company.

The Company is not subject to any externally imposed capital requirements.

To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company monitors capital using a gearing ratio, which is net debt divided by total equity. The net debt includes, interest bearing loans and borrowings, trade and other payables, less cash and cash equivalents.

(₹ in lakhs)

Particulars	Refer Note	As at 31 March 2026	As at 31 March 2025
Trade Payables	2.20 & 2.26	1,37,072.40	55,432.29
Other Payables	2.19, 2.21, 2.25, 2.27 & 2.29	39,613.64	41,153.59
Less: Cash and Cash Equivalents	2.10	60,097.34	74,466.38
Net Debt		**1,16,588.70**	**22,119.50**
Equity Share Capital	2.17	5,820.19	5,820.19
Other Equity	2.18	1,87,835.79	1,56,237.90
Total Equity		**1,93,655.98**	**1,62,058.09**
Gearing Ratio		**0.60**	**0.14**

No changes were made in the objectives, policies or processes for managing capital during the period ended 31 March 2026 and 31 March 2025.

NOTE 2.49: FINANCIAL RISK MANAGEMENT

The Company's financial liabilities comprise of trade payables and other payables. The Company's financial assets comprise mainly of investments, cash and cash equivalents, other balances with banks, loans, trade receivables and other receivables. The Company is mainly exposed to Market risk, Credit risk and Liquidity risk. The Board of Directors ('Board') oversees the management of these financial risks through its Risk Management Committee. The Risk Management Policy of the Company approved by the Board, states the Company's approach to address uncertainties in its endeavour to achieve its stated and implicit objectives. It prescribes the roles and responsibilities of the Company's management, the structure for managing risks and the framework for risk management. The framework seeks to identify, assess and mitigate financial risks in order to minimize potential adverse effects on the Company's financial performance.

The following disclosures summarize the Company's exposure to financial risks and information regarding use of derivatives employed to manage exposures to such risks. Quantitative sensitivity analysis have been provided to reflect the impact reasonably possible changes in market rates on the financial results, cash flows and financial position of the Company.

1) Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises two types of risks: interest rate risk and currency risk. Financial instruments affected by market risk includes borrowings, investments, trade payables, trade receivables and loans.

a) Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Since the Company has insignificant interest bearing borrowings, the exposure to risk of changes in market interest rates is minimal. The Company has not used any debt except lease liabilities.

b) Foreign Currency Risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate due to changes in foreign exchange rates. The Company enters into forward exchange contracts with average maturity period of 12 to 24 months to hedge against its foreign currency exposures relating to the recognized underlying liabilities and firm commitments. The Company does not enter into any derivative instruments for trading or speculative purposes. In most of the Contracts, the gains / losses from foreign exchange fluctuations are passed on / borne by the customer of the Company. Therefore, the foreign exchange risk and sensitivity of the Company is minimal.

Foreign Currency Risk Exposure

The Company's material exposure to foreign currency risk at the end of the reporting period expressed in INR (foreign currency amount multiplied by closing rate), are as follows:

(₹ in lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Financial Liabilities		
USD	4,081.45	8,673.95
EUR	904.86	425.88
GBP	51.36	43.23

Sensitivity: The sensitivity of Profit or Loss to changes in the exchange rates arises mainly from foreign currency denominated financial instruments.

(₹ in lakhs)

Particulars		Impact on Profit Before Tax	
		As at 31 March 2026	As at 31 March 2025
USD Sensitivity*	INR/USD increases by 5%	204.07	433.70
	INR/USD decreases by 5%	(204.07)	(433.70)
EUR Sensitivity*	INR/EUR increases by 5%	45.24	21.29
	INR/EUR decreases by 5%	(45.24)	(21.29)
GBP Sensitivity*	INR/GBP increases by 5%	2.57	2.16
	INR/GBP decreases by 5%	(2.57)	(2.16)

* Holding all other variables constant

2) Credit Risk

Credit risk refers to the risk that a counter party will default on its contractual obligations resulting in financial loss to the Company. Credit risk arises primarily from financial assets such as trade receivables, derivative financial instruments, other balances with banks, loans and other receivables. The Company mainly has transactions with government agencies and are considered to have sufficiently high credit rating. The Company's exposure and credit ratings of its counterparties are continuously monitored and the aggregate value of transactions is reasonably spread amongst the counterparties.

Credit risk arising from derivative financial instruments and other balances with banks are limited and there is no collateral held against these, because the counterparties are banks and recognized financial institutions with high credit ratings assigned by the international credit rating agencies.

Trade Receivable

Customer credit risk is managed subject to the Company's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on an extensive credit rating scorecard and individual credit limits are defined in accordance with this assessment. Outstanding customer receivables are regularly monitored.

An impairment analysis is performed at each reporting date on an individual basis for major clients. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in Trade Receivable. The Company evaluates the concentration of risk with respect to Trade Receivables as low, as its major customers are Indian Coast Guard, Indian Navy and Indian Army under Ministry of Defence.

(₹ in lakhs)

Movement in expected credit loss allowance on Trade Receivables	As at 31 March 2026	As at 31 March 2025
Balance at the beginning of the year	861.41	816.66
Loss allowance measured at lifetime expected credit losses	171.66	44.75
Balance at the end of the year	**1,033.07**	**861.41**

3) Liquidity Risk

Liquidity risk is the risk when the Company will encounter difficulty in raising funds to meet commitments associated with financial instruments that are settled by delivering cash or another financial asset. Liquidity risk may result from an inability to sell a financial asset quickly at close to its fair value.

The Company has an established liquidity risk management framework for managing its short term, medium term and long term funding and liquidity management requirements. The Company's exposure to liquidity risk arises primarily from mismatches of the maturities of financial assets and liabilities. The Company manages the liquidity risk by maintaining adequate funds in cash and cash equivalents. The Company also has adequate credit facilities agreed with banks if needed to ensure that there is sufficient cash to meet all its normal operating commitments in a timely and cost-effective manner.

The table below summarises the maturity profile of the Company's financial liabilities on contractual undiscounted payments:

(₹ in lakhs)

Particulars: Year Ended 31 March 2026	Lease Liabilities	Other Financial Liabilities	Trade Payables
On Demand	-	5,378.50	19,838.76
Less than 3 months	65.45	2,534.52	4,815.86
3 to 12 months	194.53	1,472.80	1,12,417.78
1 to 5 years	250.95	3.46	-
> 5 years	203.89	4.06	-
Total	**714.82**	**9,393.34**	**1,37,072.40**

(₹ in lakhs)

Particulars: Year Ended 31 March 2025	Lease Liabilities	Other Financial Liabilities	Trade Payables
On Demand	-	3,587.04	14,019.79
Less than 3 months	42.69	5,548.14	7,273.69
3 to 12 months	103.06	1,084.59	3,529.69
1 to 5 years	216.77	619.24	30,609.12
> 5 years	200.78	-	-
Total	**563.30**	**10,839.01**	**55,432.29**

NOTE 2.50: FINANCIAL INSTRUMENTS

A. Category wise classification of financial instruments

(₹ in lakhs)

Particulars	Refer Note	As at 31 March 2026	As at 31 March 2025
(i) Investments	2.4	103.05	103.05
(ii) Trade Receivables	2.9	19,007.17	8,106.63
(iii) Cash and Cash Equivalents	2.10	60,097.34	74,466.38
(iv) Bank Balances other than (iii) above	2.11	1,14,867.73	3,10,142.88
(v) Loans	2.5 & 2.12	94.63	85.67
(vi) Other Financial Assets	2.6 & 2.13	3,799.61	13,612.26
Total Financial Assets		**1,97,969.53**	**4,06,516.87**

B. Financial liabilities measured at amortised cost

(₹ in lakhs)

Particulars	Refer Note	As at 31 March 2026	As at 31 March 2025
(i) Lease Liabilities	2.19 & 2.25	714.82	563.30
(ii) Trade Payables	2.20 & 2.26	1,37,072.40	55,432.29
(iii) Other Financial Liabilities	2.21 & 2.27	9,393.34	10,839.01
Total Financial Liabilities		**1,47,180.56**	**66,834.60**

NOTE 2.51: ADDITIONAL REGULATORY INFORMATION

Particulars	Numerator	Denominator	As at 31 March 2026	As at 31 March 2025	Variance %
1. Current Ratio (in times)	Total Current Assets	Total Current Liabilities	1.32	1.21	9.09
2. Debt-Equity Ratio (in times)	Debt consists of borrowings	Total Equity	* N.A.	* N.A.	-
3. Debt Service Coverage Ratio (in times)	Earning for Debt Service = Net Profit after taxes + Non-cash operating expenses + Interest + Other non-cash adjustments	Debt Service = Interest and lease payments + Principal repayments	* N.A.	* N.A.	-
4. Return on Equity Ratio (in %)	Profit for the year less Preference dividend (if any)	Average Total Equity	18.64	18.87	(1.22)
5. Trade Receivables Turnover Ratio (in times)	Turnover made during the year	Average Trade Receivables	27.42	29.21	(6.13)
6. Trade Payables Turnover Ratio (in times)	Total Purchases, Subcontract and Services	Average Trade Payables	4.81	5.91	(18.61)
7. Net Capital Turnover Ratio (in times)	Revenue from Operations	Average Working Capital (i.e. Total Current Assets less Total Current Liabilities)	3.01	2.78	8.27
8. Net Profit Ratio (in %)	Profit for the year	Revenue from Operations	8.80	10.12	(13.04)
9. Return on Capital Employed (in %)	Profit Before Tax and Finance Cost	Capital Employed = Net Worth + Lease Liabilities + Deferred Tax Liabilities	22.79	23.30	(2.19)
10. Return on Investment (in %)	Income generated from Invested Funds	Average Invested Funds in Treasury Investments	6.88	7.77	(11.51)
11. Inventory Turnover Ratio (in times)	Cost of Goods Sold	Average Inventory	2.60	5.02	(48.21)

Since the Company did not have any borrowings, Sr. No. 2 - Debt-Equity Ratio (in times) and Sr. No. 3 - Debt Service Coverage Ratio (in times) are not applicable.

* N.A.: Not Applicable

Reason for variance +/-25%

Sr. No.11 - Inventory Turnover (in times): Inventory Turnover Ratio increased due to increase in Inventory as compared to Previous Year.

NOTE 2.52: The Government of India has enacted four Labour Code consolidating existing labour laws on 21 November 2025 which includes several provisions that are already aligned with and have been adopted from the existing Acts currently in force at GSL; accordingly, these continue to remain applicable without any change. However, with regard to any new provisions introduced under the said Code, a comprehensive impact assessment can be undertaken only after the corresponding final rules are notified. Based on the current assessment, there is no material impact on the financial statements of the Company. The Company will assess the impact of the Code when it comes into effect and will record any related impact in the period of the Code becomes effective.

NOTE 2.53: RECENT ACCOUNTING PRONOUNCEMENTS

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting standards) Rules as issued from time to time.

In May 2025, MCA notified amendments to Ind AS 21 - The Effects of Changes in Foreign Exchange Rates, applicable w.e.f. 01 April 2025. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

In August 2025, MCA notified the following amendments to:

Ind AS 1, Presentation of Financial Statements, applicable w.e.f. 01 April 2025 – The amendment relates to classification of liabilities as current or non-current and non-current liabilities with covenants. In the context of classifying a liability as current, it removes the requirement of existence of a right to defer settlement for at least 12 months after the reporting date and instead requires that the said right should exist on the reporting date and have substance. The amendment also introduces guidance on classification of liabilities with covenants. The Company has no impact of these amendments in its classification criteria of current and non-current liabilities.

Ind AS 7 - Statement of Cash Flows and Ind AS 107 - Financial Instruments: Disclosures, applicable w.e.f. 01 April 2025 – The amendment in Ind AS 7 requires to inform users of financial statements of the existence of supplier finance arrangements and explain the nature of the arrangements, the carrying amount of liabilities and the range of payment due dates. Ind AS 107 has been amended to add supplier finance arrangements as a factor that may cause concentration of liquidity risk. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

Ind AS 12 - International Tax Reform – Pillar Two Model Rules applicable immediately. The amendments provide a temporary mandatory relief from deferred tax accounting for top-up tax and disclose that they have applied the relief. This relief is immediate and applies retrospectively.

NOTE 2.54: Ministry of Defence vide letter no. F.No.11(72)/2024/GSL/D(NS) dated 25 August 2025 has approved an increase in the Company's contribution to the Defined Contributory Pension Scheme from 7% to 10% of basic pay plus dearness allowance, with effect from 01 January 2017. This enhancement is applicable to Board level executives, below Board level executives, and non-unionized supervisors. The financial impact of ₹1,103 lakhs upto 31 March 2025 and ₹139 lakhs for current financial year has been charged to Statement of Profit and Loss during the year.

NOTE 2.55: No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries") with the understanding, whether recorded in writing or otherwise, that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries). The Company has not received any fund from any party(s) (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

NOTE 2.56: During the year, the Company reviewed the estimated cost to complete in respect of a certain ongoing contract based on updated project assessments. Based on such review, certain estimates were revised and the consequential effect has been recognised prospectively in the financial statements in accordance with the applicable Indian Accounting Standards.

NOTE 2.57: The Company has initiated the process of obtaining balance confirmations from vendors / suppliers in respect of balances outstanding under trade payables and advances to suppliers as at 31 March 2026. Confirmations from all parties have not been received till the date of approval of these financial statements. Based on confirmations / responses received from certain parties, necessary adjustments have been recorded by the Management. Pending receipt of remaining confirmations and completion of reconciliation, the related balances are subject to confirmation. Consequential adjustments, if any, will be recognised in the period in which the reconciliation process is completed.

NOTE 2.58: Balances due from/due to the Indian Navy as at 31 March 2026 are subject to confirmation and reconciliation. Consequential adjustments, if any, will be recognised in the year in which the reconciliation is completed.

NOTE 2.59: ADDITIONAL DISCLOSURES

a) Title deeds of Immovable Properties

The title deeds of the immovable properties are held in the name of the Company. The lease deeds duly executed by the Company are in its name in case of leased properties except Land at Sada, Vasco-da-Gama, Goa, having land area 10,775 sq. mtrs., which the Company continues to occupy since 1981.

b) The Company has requested MoD to approve the proposal for gifting of the portion of land admeasuring 211 sq. mtrs. for road widening project, as requested by Local Authority, MMC, Vasco-da-Gama, Goa. The approval from MoD is awaited.

c) Loans or Advances in the nature of loans are granted to Promoters, Directors, KMPs and the Related Parties

There are no loans or advances in nature of loans granted to Promoters, Directors, KMPs and the Related Parties (as defined under the Companies Act, 2013) either severally or jointly with any other person that are repayable on demand or without specifying any terms or period of repayment.

d) Relationship with Struck off Companies

The Company has not identified any transactions with companies struck off under the Companies Act, 2013, based on the records presently available and review undertaken by the management of the Company. The Company is in the process of carrying out a further comprehensive verification of its records and any matter identified subsequently, if any, shall be appropriately dealt with in accordance with applicable requirements.

e) Registration of charges or satisfaction with Registrar of Companies

There is no charges or satisfaction yet to be registered with Registrar of Companies beyond the statutory period.

NOTE 2.60: In the preparation of Ind AS Financial Statements, figures for the previous year have been regrouped/ reclassified, wherever considered necessary to conform to current year presentation. Figures in brackets denote negative figures. Figures are suitably rounded off to rupees in lakh with two decimal (except Earnings Per Share and Face Value of Share) in accordance with the provisions of clause 4(i)(b) of General Instructions of Schedule III of the Companies Act, 2013.

As per our report of even date attached
For S S PAI AND COMPANY
Chartered Accountants
(Firm Registration No. 118006W)

Sd/-
Sudha Pai T
Partner
Membership No. 102232

Place: Margao, Goa
Date: 29 April 2026

For and on behalf of the Board of Directors
GOA SHIPYARD LIMITED

Sd/-
Brajesh Kumar Upadhyay
Chairman & Managing Director
DIN: 08852107

Sd/-
Chhaya Jain
Company Secretary
Membership No. F5860

Sd/-
Jahangeer Alam Ansari
Director (Finance) & CFO
DIN: 11391336

Place: Vasco-da-Gama, Goa
Date: 29 April 2026

Form AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014) Statement containing salient features of the financial statement of subsidiaries or associate companies or joint ventures

Part A - Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in Rs.)

Sl. No.	Particulars	Name of the Subsidiary
1	The date since when subsidiary was acquired	Not Applicable
2	Reporting period for the subsidiary concerned, if different from the holding company's reporting period.	
3	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries.	
4	Share capital	
5	Reserves and surplus	
6	Total assets	
7	Total liabilities	
8	Investments	
9	Turnover	
10	Profit before taxation	
11	Provision for taxation	
12	Profit after taxation	
13	Proposed Dividend	
14	Extent of shareholding (in percentage)	

Notes: The following information shall be furnished at the end of the statement:

1. Names of subsidiaries which are yet to commence operations — Not Applicable.
2. Names of subsidiaries which have been liquidated or sold during the year — Not Applicable.

Part B - Associates and Joint Ventures

Statement pursuant to Section 129(3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

Sl. No.	Name of Associates or Joint Ventures	LENS (Laboratory for Electro Optical Navigational Systems) Foundation
1	Latest audited Balance Sheet date	31 March 2025
2	Date on which the Associate or Joint Venture was associated or acquired	12 June 2024
3	Shares of Associate or Joint Ventures held by the Company on the year end	Joint Venture
	(a) No. of Shares held	1,03,050
	(b) Amount of Investment in Associate/Joint Venture	₹103.05 Lakhs
	(c) Extent of holding %	10%
4	Description of how there is significant influence.	By virtue of Shareholding Agreement
5	Reason why the associate/joint venture is not consolidated	Refer Note 2 below
6	Networth attributable to shareholding as per latest audited Balance Sheet	- - - - -
7	Profit or Loss for the year.	- - - - -
	i. Considered in Consolidation	- - - - -
	ii. Not Considered in Consolidation	- - - - -

Notes:

1. The Financial Statement of FY 2025-26 of LENS Foundation is yet to be audited and the business operations are yet to be commenced.
2. Do not exercise any control and also do not have any right on variable returns other than equity investment.

As per our report of even date attached
For S S PAI AND COMPANY
Chartered Accountants
(Firm Registration No. 118006W)

For and on behalf of the Board of Directors
GOA SHIPYARD LIMITED

Sd/-
Brajesh Kumar Upadhyay
Chairman & Managing Director
DIN: 08852107

Sd/-
Sudha Pai T
Partner
Membership No. 102232

Sd/-
Chhaya Jain
Company Secretary
Membership No. F5860

Sd/-
Jahangeer Alam Ansari
Director (Finance) & CFO
DIN: 11391336

Place: Margao, Goa
Date: 29 April 2026

Place: Vasco-da-Gama, Goa
Date: 29 April 2026

Notes

Notes

Charting New Markets for Business Expansion



India-Kenya Defence Industry Exhibition & Seminar, Nairobi, Kenya



India International Trade Fair 2025, New Delhi



CII Conference on Shipbuilding, Goa



Latin America Aerospace and Defence - 2025, Brazil



Defence Exhibition Athens (DEFEA), Greece

GOA SHIPYARD LIMITED

CIN: U63032GA1967GOI000077
(A GOVT. OF INDIA UNDERTAKING,
MINISTRY OF DEFENCE)

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