



## **39<sup>th</sup> ANNUAL REPORT 2015-16**



**BOARD OF DIRECTORS**

P. C. KAPOOR- Managing Director

VIJAY KUMAR- Managing Director

A. R. MURALIDHARAN-Director

SHAKTI SHARMA- Women Director

MADHAV SRINIVAS - Additional Director  
(w. e. f. 13<sup>th</sup> August 2016)

CHITRA CHANDRASEKHAR- Additional Director  
(w. e. f. 13<sup>th</sup> August 2016)

S. BALASUBRAMANIAN - Director  
(resigned w. e. f. 13<sup>th</sup> August 2016)

V.GOPALAKRISHNAN  
President (Finance) & Company Secretary

**AUDITORS**

DAMANIA & VARAIYA

Chartered Accountants

14/2, Mahalaxmi Ind. Estate,

D.Shivner Road, Lower Parel,Mumbai-400013

**REGISTRAR AND SHARE TRANSFER AGENT**

LINK INTIME (INDIA) PRIVATE LIMITED

C-13, Panalal Silk Mills Compound,

L.B.S Marg, Bhandup (W)

Mumbai-400078

**REGISTERED OFFICE**

302, 3<sup>rd</sup> Floor Wakefield House,

Sprott Road, Ballard Estate, Mumbai-400 001

**CORPORATE OFFICE**

Oberoi Chambers II,

646, New Link Road,

Andheri (W),Mumbai-400053

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## MANAGING DIRECTORS' MESSAGE



On behalf of **BHARATI DEFENCE AND INFRASTRUCTURE LIMITED**, and the Bharati family, we would like to express our deepest gratitude to all the stake holders for their continued support and belief during these troubled and turbulent times. Unfortunately, your Company continues to be under financial stress inspite of making relentless efforts to fight against the odds arising due to the continuing global downturn in the world economy in general and shipping and shipbuilding industry in particular – this is the worst slump ever to be seen in this industry.

Unfortunately earlier, the Banks had not released the required working capital facilities despite the CDR EG approval and this in turn resulted in the Company getting financially stressed. Edelweiss Asset Reconstruction Company (EARC) is currently acting as the lead lender on account of assignment of majority of the debt by the Company's Lenders. Till recently Edelweiss (I.B. Division), had taken the exclusive right to raise funds and/or to find a strategic and /or financial Investor for your Company. A sum of Rs. 30.0 crores was also released by M/s. Edelweiss (Finance Division), but your Company could not get any other funds or any strategic / financial investors. The Company and its Promoters now, (since the exclusivity period is over), are exploring multiple options for funding of its partly completed projects and though it is a challenge in these difficult times, we are hopeful of a positive outcome within the next 8/9 months.

With a view to tide over the present difficult situation, Bharati has been making dual efforts viz; on the one hand we have been striving towards growth of revenue and on the other hand efforts are being made for reduction of outflow of funds by judicious utilization of resources.

Because of its expertise not only in shipbuilding but also in Fabrication of Offshore structure, Rig Building and other Ocean Engineering Products, Bharati has an edge over its peers but on account of constant decrease in the global oil demand and prices, the demand has not been up to the expectations. Bharati is the proud owner of two large shipyards located in Dabhol and Mangalore with state-of-the art infrastructure. As informed earlier your Company has also got the industrial license for manufacturing Warships, Frigates, Sub-marines and Petrol Boats etc. from the Ministry of Defence and the Government of India and in order to correctly reflect the true nature of its business activities the name of the Company had been changed to **BHARATI DEFENCE AND INFRASTRUCTURE LIMITED** from **BHARATI SHIPYARD LIMITED**. Presently with the Governments avowed objective of "Make in India" and the Ministry of Defence Policy statement to build all their requirements indigenously as also to give repair work to the private shipyards, your Company expects to get large value orders in the future once their operations are stabilized.

Presently the Company is working at low capacity utilization for want of working capital but as stated above we are hopeful of resolving this issue in the next 8/9 months.

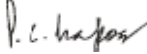
The Bharati has however, successfully delivered 2 (two) vessels in the past year to Coast Guard.

Because of the commitment of its employees and the support from all of you, we are confident that we will be able to face the future more confidently.

Concluding, I would reiterate that we are extremely thankful to our investors, customers, bankers, employees and the Bharati family for their continuous support throughout these very challenging times.

Thanking you,  
Yours faithfully,

  
**Mr. Vijay Kumar**  
Managing Director

  
**Mr. P.C. Kapoor**  
Managing Director

## NOTICE

NOTICE is hereby given that the THIRTY NINETH Annual General Meeting of the Members of BHARATI DEFENCE AND INFRASTRUCTURE LIMITED ( Formerly known as BHARATI SHIPYARD LIMITED) will be held on Friday, the 30<sup>th</sup> day of September 2016 at 2.00 pm at Babasaheb Dahanukar Hall, Maharashtra Chamber of Commerce, Industry & Agriculture (MACCIA), Oricon House, 6th Floor, 12, K. Dubhash Marg, Kala Ghoda, Fort, Mumbai - 400 001, to transact the following business:

### **ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March 2016 and Profit & Loss Account for the year ended as on that date together with the Directors' and Auditors' Report thereon.
2. To appoint a Director in place of Mr. A. R. Muralidharan, who retires by rotation
3. To appoint the Auditor and to fix his remuneration and in this regard to consider and if thought fit, to pass, with or without modifications(s), the following Resolution as in **Ordinary Resolution**.  
"RESOLVED THAT pursuant to the provisions of Section 139,142 and other applicable provisions, if any, of the Companies Act,2013(the Act) and the Companies (Audit and Auditors) Rules,2014, M/s M. V. Damania Chartered Accountants,(FRN:102079W) (Now Damania & Varaiya - Chartered Accountants) be and is hereby appointed as the Statutory Auditors of the Company; to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting on such remuneration as may be mutually decided by the Board of Directors/Audit Committee of the Company and the Statutory Auditors"

### **SPECIAL BUSINESS:**

#### **4.Appointment of Mr. Madhav Srinivas (DIN 02994130) as an Independent Director of the Company.**

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

"RESOLVED THAT pursuant to the provisions of Section 149,152 and all other applicable provisions (if any) of the Companies Act, 2013,, read with Schedule IV thereto of the Companies Act, 2013 if any ,Companies (Appointment and Qualification of Directors) Rules 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force ) and the provisions of the SEBI (LODR)Regulations 2015, Mr Madhav Srinivas (DIN -02994130), who was appointed as an Additional Director of the Company, pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of the Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for 5 (five) consecutive years.

#### **5.Appointment of Mrs. Chitra Chandrasekhar (DIN: 00406215), as an Independent Director of the Company.**

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

"RESOLVED THAT pursuant to the provisions of Section 149,152 and all other applicable provisions (if any)of the Companies Act, 2013,, read with Schedule IV thereto of the Companies Act, 2013 if any ,Companies (Appointment and Qualification of Directors) Rules 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force ) and provisions of SEBI (LODR)Regulations 2015, Mrs. Chitra Chandrasekhar(DIN:00406215), who was appointed as an Additional Director of the Company, pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and the Articles of Association of the Company and who holds office up to the date of this Annual

General Meeting and in respect of whom the Company has received a notice in writing under section 160 of the Companies Act, 2013 from a member proposing her candidature for the office of the Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for 5 (five) consecutive years.

**6.Approval for entering into Related Party Transactions by the Company**

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

**“RESOLVED THAT** pursuant to the provisions of Section 188 and other applicable provisions of the Companies Act, 2013 read with the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the Company be and is hereby accorded to enter into the related party transactions by the Company with the respective related parties and for the maximum amounts per annum, as mentioned herein below:

| Name of Company   | Nature of Transaction   | Amount per annum        |
|---|---|-------------------------|
| Pinky Shipyard Private Limited,<br>Tebma Shipyard Limited and<br>Gol offshore Limited | Sub Contract for Building of Ships, Repair work ,<br>Chartering the fleet owned by them | Rs.150 Crore per annum. |

**“RESOLVED FURTHER THAT** the Board of Directors of the Company and/or a Committee thereof, be and is hereby, authorized to do or cause to be done all such acts, matters, deeds and things and to settle any queries, difficulties, doubts that may arise with regard to any transaction with the related party and execute such agreements, documents and writings and to make such filings, as may be necessary or desirable for the purpose of giving effect to this resolution, in the best interest of the Company.”

**By the Order of the Board of the Directors  
For BHARATI DEFENCE AND INFRASTRUCTURE LIMITED  
(Formerly known as BHARATI SHIPYARD LIMITED)**

Sd/-  
**V.Gopalakrishnan**  
**(President (Finance) & Company Secretary)**

**Place:** Mumbai

**Date:** 13<sup>th</sup> August, 2016

**Registered Office:**

302, Wakefield House, Ballard Estate  
Mumbai-400 001

**NOTES:**

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL, INSTEAD OF HIMSELF/HERSELF AND THE PROXY SO APPOINTED NEED NOT BE A MEMBER OF THE COMPANY.**
2. Proxies in order to be effective, must deposit the instrument appointing the proxy, duly stamped, completed, and signed at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.
3. Pursuant to provisions of section 91 of the Companies Act, 2013, the Register of Members and the Share Transfer Books of the Company will remain closed from 23<sup>rd</sup> September, 2016 to 30<sup>th</sup> September, 2016

(both days inclusive).

4. Corporate members intending to send their authorized representatives to attend the AGM are requested to send the Company a duly certified copy of their board resolution authorizing their representative to attend and vote on their behalf.
5. Members are requested to intimate to the Company/ its Registrar, changes, if any, in their registered addresses, / e-mail ids at an early date and to quote folio numbers in all their correspondence.
6. In case of joint holders attending the AGM, only such joint holder who is higher in the order of names will be entitled to vote at the AGM.
7. Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special Business in the Notice is annexed hereto.  
In pursuance of Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR Regulations") and Secretarial Standard on General Meetings, details in respect of the Directors seeking appointment/ re-appointment at the AGM, form part of this Notice.
8. Information about the Directors seeking appointment/ re-appointment, as required under Regulation 36 of LODR Regulations and clause 1.2.5 of the Secretarial Standard on General Meeting (SS-2)

|   |  |
|---|--|
| <b>Name of the Director</b>   | Mr. Madhav Srinivas  |
| <b>Age</b>  | 52 years   |
| <b>Qualification</b>  | B.Com  |
| <b>Expertise in specific functional areas</b>   | He is a Commerce graduate from Mumbai University. He has wide and varied experience in Corporate Finance and Banking. He also possesses good experience of Management and administration of corporate. |
| <b>Directorship in other Indian Companies as on 31.03.16 (excluding foreign, private and section 8 companies)</b> | Tebma Shipyards Limited  |
| <b>Committee Membership</b>   | Audit Committee  |
| <b>Share Holding</b>  | Nil  |

|   |  |
|---|--|
| <b>Name of the Director</b>   | Ms. Chitra Chnadrasekhar   |
| <b>Age</b>  | 54 years   |
| <b>Qualification</b>  | BSc in Mathematics<br>Post Graduate Diploma from IIM (Bangalore)   |
| <b>Expertise in specific functional areas</b>   | She has acquired sufficient Corporate experience by dint of her hard work and association with Big Corporates. |
| <b>Directorship in other Indian Companies as on 31.03.16 (excluding foreign, private and section 8 companies)</b> |  |
| <b>Committee Membership</b>   | Audit Committee  |
| <b>Share Holding</b>  | Nil  |

\* Subsidiary of a Public Company.

9. Members to whom hard copy of the Annual Reports have been provided are requested to bring the copies of Annual Report at the time of attending Annual General Meeting. Please note that no copies of Annual Reports will be made available to the members at the time of meeting.
10. Members are requested to send their queries, if any, on the accounts, to the Compliance Officer at least 15 days before the Annual General Meeting to enable the Company to be ready with the replies at the

AGM. Please note that no queries will be replied if received/raised after the above said time limits.

11. Members are requested to register their Email ID with Registrar & Transfer Agent (R&TA), M/s. Link Intime India Pvt. Ltd., C-13, Pannalal Silk Mills Compound, L.B.S. Marg, Bhandup (W), Mumbai – 400 078.
12. Members are requested to bring their Client ID and DP ID Numbers for easy identification of attendance at the meeting.
13. All documents referred to in the Notice and the Explanatory Statement are open for inspection by the members of the Company and others entitled thereto at the Registered Office of the Company between 11.00 a.m. to 2.00 p.m. on any working day, up to the date of the ensuing AGM.
14. Members are also requested to claim their unclaimed dividend for the year 2008-09 onwards else if remained unclaimed for 7 (seven) years, the same will be transferred to the credit of Investors' Education and Protection Fund under the provisions of Section 124 (5) of the Companies Act 2013 and the same cannot be reclaimed.

#### **15. VOTING THROUGH ELECTRONIC MEANS**

- I. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 (Listing Regulations), the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).
- II. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
- III. The members who have cast their vote by remote e-voting prior to the AGM) may also attend the AGM) but shall not be entitled to cast their vote again.
- IV. The remote e-voting period commences on 27<sup>th</sup> September, 2016 (9:00 am) and ends on 29<sup>th</sup> September, 2016 (5:00 pm). During this period members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 23<sup>rd</sup> September, 2016, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- V. The process and manner for remote e-voting are as under:
  - A. In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company/Depository Participants(s)] :
    - (i) Open email and open PDF file viz; "remote e-voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for remote e-voting. Please note that the password is an initial password.
    - (ii) Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com/>
    - (iii) Click on Shareholder - Login
    - (iv) Put user ID and password as initial password/PIN noted in step (i) above. Click Login.
    - (v) Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It

is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- (vi) Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.
  - (vii) Select "EVEN" of "Bharati Defence And Infrastructure Limited".
  - (viii) Now you are ready for remote e-voting as Cast Vote page opens.
  - (ix) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
  - (x) Upon confirmation, the message "Vote cast successfully" will be displayed.
  - (xi) Once you have voted on the resolution, you will not be allowed to modify your vote.
  - (xii) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to [aqueelmulla@gmail.com](mailto:aqueelmulla@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)
- VI. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the downloads section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800-222-990.
- VII. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.
- VIII. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
- IX. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 23<sup>rd</sup> September, 2016.
- X. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 23<sup>rd</sup> September, 2016 , may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or [santosh.jaiswal@linkintime.co.in](mailto:santosh.jaiswal@linkintime.co.in).
- However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or contact NSDL at the following toll free no.: 1800-222-990.
- XI. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
- XII. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.
- XIII. Mr. Aqueel A Mulla, Practicing Company Secretary, (Membership No. FCS 2973) has been appointed for as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- XIV. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Ballot Paper" for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- XV. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the



presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

- XVI. The Results declared alongwith the report of the Scrutinizer shall be placed on the website of the Bharati Defence And Infrastructure Limited and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited, Mumbai and National Stock Exchange of India Limited.

**By the Order of the Board of the Directors  
For BHARATI DEFENCE AND INFRASTRUCTURE LIMITED  
(Formerly known as BHARATI SHIPYARD LIMITED)**

Sd/-  
**V.Gopalakrishnan**  
**(President (Finance) & Company Secretary)**

**Place:** Mumbai

**Date:** 13<sup>th</sup> August, 2016

**Registered Office:**

302, Wakefield House, Ballard Estate  
Mumbai-400 001

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 READ WITH SECTION 110 OF THE COMPANIES ACT, 2013, FOR THE ITEMS OF SPECIAL BUSINESS AT SR NO'S, 4, 5 AND 6 OF THE NOTICE.**

**FOR ITEM NO.4**

Mr. Madhav Srinivas was appointed as an Additional Director on the Board w.e.f. 13<sup>th</sup> August 2016 as an Independent Director for a period of 5 years, subject to the provisions of 152 of the Companies Act 2013, read with conditions specified under Schedule IV of the Companies Act 2013. The Board Of Directors of the Company is of the opinion that Mr. Madhav Srinivas who is proposed to be appointed as the Independent Director fulfills the conditions specified under the Companies Act 2013. Pursuant to the provisions of Section 168 of the Companies Act, 2013, the Company has received a notice from a member (along with a deposit of Rs. 1, 00,000/-) recommending his candidature to the office of director of the Company. The appointment of Mr. Madhav Srinivas will bring his expertise to the Board and the Company which will be an invaluable addition to the Management of the Company under the prevailing circumstances. Your Directors recommend the Resolution to the Members of the Company and except Mr. Madhav Srinivas none of them is concerned or interested in it.

**FOR ITEM NO.5**

Mrs. Chitra Chandrasekhar was appointed as a Additional Director of the Company on 13<sup>th</sup> August 2016, to comply with the provisions of Section 149 of the Companies Act, 2013 and holds office for a period of 5 years. Pursuant to the provisions of Section 168 of the Companies Act, 2013, the Company has received a notice from a member (along with a deposit of Rs. 1, 00,000/-) recommending her candidature to the office of director of the Company. The appointment of Mrs. Chitra Chandrasekhar will bring his expertise to the Board and the Company which will be an invaluable addition to the Management of the Company under the prevailing circumstances. Your directors recommend the Resolution to the members and except Mrs. Chitra Chandrasekhar none of the directors of the Company is concerned or interested in it.

## **FOR ITEM NO.6**

The Companies Act, 2013 aims to ensure transparency in the transactions and dealings between the related parties of the Company. The provisions of Section 188(1) of the Companies Act, 2013 that govern the Related Party Transactions, requires that for entering into any contract or arrangement as mentioned herein below with the related party, the Company must obtain prior approval of the Board of Directors and in case of the Company having a paid up share capital of rupees Ten crore or more, prior approval of the shareholders by way of a Special Resolution must be obtained:

1. Sale, purchase or supply of any goods or materials;
2. Selling or otherwise disposing of, or buying, property of any kind;
3. Leasing of property of any kind;
4. Availing or rendering of any services;
5. Appointment of any agent for purchases or sale of goods, materials, services or property;
6. Such related party's appointment to any office or place of profit in the company, its subsidiary company or associate company and
7. Underwriting the subscription of any securities or derivatives thereof, of the Company.

The Board of Directors of the Company took note that the Company being in existence for last three decades has developed into a financial institution with efficient systems, competent credit management practices and stringent operational control processes, thus, may extend the required support to its associate Companies.

In the light of provisions of the Companies Act, 2013, the Board of Directors of your Company has approved the proposed transactions along with annual limit that your Company may enter into with the related parties (as defined under section 2(76) of the Companies Act, 2013). Any other information relevant or important for the Board/Members to take a decision: The support and services being extended by the Company to its associate Companies in relation to business enhancement and for building up robust practices and processes are towards the benefit of all the Companies. The respective agreements will be entered on arm's length basis.

The members are further informed that no member/s of the Company being a related party or having any interest in the resolution as set out at item No. 6 shall be entitled to vote on this special resolution.

The Board of Directors recommends the resolution set forth in item No.6 for approval of the Members. Except Promoter Directors and their relatives (to the extent of their shareholding interest in the Company), no other director or Key Managerial Personnel or their relatives, is concerned or interested, financially or otherwise, in passing of this resolution.

**By the Order of the Board of the Directors  
For BHARATI DEFENCE AND INFRASTRUCTURE LIMITED  
(Formerly known as BHARATI SHIPYARD LIMITED)**

**V.Gopalakrishnan  
(President (Finance) & Company Secretary)**

**Place:** Mumbai

**Date:** 13<sup>th</sup> August, 2016

**Registered Office:**

302, Wakefield House, Ballard Estate  
Mumbai-400 001