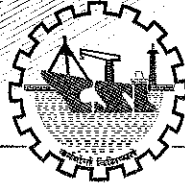


कोचीन शिपयार्ड लिमिटेड

(भारत सरकार की श्रेणी-1 मिनिरात्ना कंपनी, पोत परिवहन मंत्रालय)



COCHIN SHIPYARD LIMITED

(A Government of India Category-1 Miniratna Company, Ministry of Shipping)

SEC/48/2017-63

February 07, 2020

To The Manager, Compliance Department, BSE Limited, Phiroze Jeejeebhoy Tower, Dalal Street, Mumbai – 400 001	To The Manager, Compliance Department, The National Stock Exchange of India Ltd., Exchange Plaza, Bandra – Kurla Complex, Bandra (East) Mumbai – 400 051
Scrip Code/Symbol: 540678/COCHINSHIP	

Dear Sir/Madam,

Subject: Disclosure of change in shareholding under Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (the “SEBI Takeover Regulations”)

1. This is with reference to the setting up of the central public sector enterprise exchange traded fund (“**CPSE ETF**”) comprising equity shares of central public sector enterprises (“**CPSE**”), which was launched as the CPSE ETF mutual fund scheme (“**Scheme**”) in March 2014. The proceeds of the Scheme were utilized for the purchase of the CPSE shares as represented in the constituent companies of the Nifty CPSE Index. The President of India, represented through different departments and ministries of the Government of India, had sold the shares at a discounted rate to the Scheme for the benefit of unit holders of the Scheme and the Scheme had in turn created and allotted units of the Scheme to unit holders of the Scheme.

2. The Department of Investment and Public Asset Management (“**DIPAM**”), along with Nippon Life India Asset Management Limited (formerly Reliance Nippon Life Asset Management Limited), as the asset management company of the Scheme (“**AMC**”), has formulated a sixth Further Fund Offer (“**FFO6**”) of the Scheme, which has been offered to the public for subscription in accordance with the SEBI (Mutual Funds) Regulations, 1996 and other applicable laws, rules and regulations, as framed from time to time.

3. In regard to the FFO 6, we wish to inform you that the President of India, acting through the Ministry of Shipping, Government of India, has sold 30,90,978 equity shares of Cochin Shipyard Limited (the “**Company**”) to the AMC.

4. In this regard, we enclose herewith, the disclosure submitted by the Ministry of Shipping under Regulation 29(2) of the SEBI Takeover Regulations with respect to the change in the shareholding of the President of India, acting through the Ministry of Shipping, Government of India in the Company.



पंजीकृत कार्यालय : प्रशासनिक भवन, पी.ओ.बैग सं 1653, पेरुमानूर पी. ओ., कोच्ची - 682 015
Registered Office : Administrative Building, P.O. Bag No. 1653, Perumanoor P.O., Kochi - 682 015
फोन / Phone : +91(484) 2361181 / 2501200 फाक्स / Fax : +91 (484) 2370897 / 2383902
वेबसाइट / Website : www.cochinshipyard.com, सीआईएन / CIN: L63032KL1972GOI002414

5. The above is for your kind information and records.

Thanking you,

For Cochin Shipyard Limited



Syamkamal N
Company Secretary
& Compliance Officer

Encl: as above

**GOVERNMENT OF INDIA
MINISTRY OF SHIPPING
[CSL SECTION]**

Transport Bhawan,
1, Parliament Street, New Delhi-1
Dated : February 6th, 2020

No. SY-12021/1/2007-CSL Vol. VI

To:

The CMD,
CSL,
Permanoor, P.O Bag No.1653,
Kochi-682016.
Fax: 484- 2384001.

The Managing Director,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street
Mumbai, India 400 001

The Managing Director
**The National Stock Exchange of
India Limited**
Exchange Plaza,
Plot no. C/1, G Block, Bandra Kurla
Complex, Bandra (East) Mumbai,
India 400 051

Sub: Disclosure of change in shareholding under regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (the "SEBI Takeover Regulations")

Dear Sirs,

This is with reference to the setting up of the central public sector enterprise exchange traded fund ("CPSE ETF") comprising equity shares of central public sector enterprises ("CPSE"), which was launched as the CPSE ETF mutual fund scheme ("Scheme") in March 2014. The proceeds of the Scheme were utilized for the purchase of the CPSE shares as represented in the constituent companies of the Nifty CPSE Index. The President of India, represented through different departments and ministries of the Government of India, had sold the shares at a discounted rate to the Scheme for the benefit of unit holders of the Scheme and the Scheme had in turn created and allotted units of the Scheme to unit holders of the Scheme.

2. The Department of Investment and Public Asset Management ("DIPAM"), along with Nippon Life India Asset Management Limited (formerly Reliance Nippon Life Asset Management Limited), as the asset management company of the Scheme ("AMC"), has formulated a sixth Further Fund Offer ("FFO 6") of the Scheme, which has been offered to the public for subscription in accordance with the SEBI (Mutual Funds) Regulations, 1996 and other applicable laws, rules and regulations, as framed from time to time.

3. In regard to the FFO 6, we wish to inform you that the President of India, acting through the Ministry of Shipping, Government of India, has sold 30,90,978 equity shares of Cochin Shipyard Limited to the AMC.

4. As required under regulation 29(2) of the SEBI Takeover Regulations, we enclose with this letter, a disclosure of the change in our shareholding in the Cochin Shipyard Ltd., pursuant to the above sale of shares. The enclosed disclosure is in the relevant format notified by SEBI in respect of regulation 29(2) of the SEBI Takeover Regulations.

5. This letter is intended for the information and records of the Target Company and the Stock Exchanges.

Yours faithfully



06/02/2020

Dashrath Prasad,
Director (Shipping)

E-Mail: Prasad.dashrath@gov.in

DISCLOSURES UNDER REGULATION 29(2) OF THE SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011

Name of the Target Company (or TC)	Cochin Shipyard Limited (the “Company”)		
Name(s) of the acquirer/ seller and persons acting in concert (PACs) with the acquirer/ seller	The President of India, acting through the Ministry of Shipping, Government of India (the “Seller”)		
Whether the acquirer/ seller belongs to the promoter/ promoter group	Yes, the Seller is the promoter of the Company		
Name(s) of the stock exchange(s) where the shares of the TC are listed	The National Stock Exchange of India Limited and BSE Limited		
Details of the acquisition/ disposal as follows:	Number	% w.r.t. total share/ voting capital, wherever applicable¹	% w.r.t. total diluted share/ voting capital of the TC²
Before the acquisition/ disposal under consideration, holding of:			
a) Shares carrying voting rights	7,17,47,242 equity shares	54.54 %	54.54%
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking* /— others) <i>*shares locked in pursuant to the IPO of CSL, concluded in the month of August, 2017 as required under Regulation 16 (1) (a) of the SEBI (ICDR), Regulations.</i>	2,71,87,200 equity shares	20.67%	20.67%
c) Voting rights (VR) otherwise than by shares	-	-	-
d) Warrants/ convertible securities/ any other instrument that entitles the acquirer/ seller to receive shares carrying voting rights in the TC (specify holding in each category)	-	-	-
e) Total (a+b+c+d)	9,89,34,442 equity shares	75.21%	75.21%

¹**Note to seller:** The information here should be taken from the latest filing made by the company to the stock exchanges.

²**Note to seller:** Diluted share/ voting capital shall mean the total number of outstanding shares of the company, assuming full conversion of any outstanding convertible securities or warrants into equity shares.

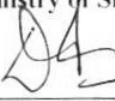
Details of acquisition/ sale			
a) Shares carrying voting rights acquired / sold	30,90,978 equity shares	2.35%	2.35%
b) VRs acquired / sold otherwise than by shares	-	-	-
c) Warrants/ convertible securities/ any other instrument that entitles the acquirer / seller to receive shares carrying voting rights in the TC (specify holding in each category) acquired / sold	-	-	-
d) Shares encumbered/ invoked/ released by the acquirer / seller	-	-	-
e) Total (a+b+c+d)	30,90,978 equity shares	2.35%	2.35%
After the acquisition / sale, holding of:			
a) Shares carrying voting rights	9,58,43,464 equity shares	72.86%	72.86%
b) Shares encumbered with the acquirer / seller	-	-	-
c) VRs otherwise than by shares	-	-	-
d) Warrants/ convertible securities/ any other instrument that entitles the acquirer/ seller to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	-	-	-
e) Total (a+b+c+d)	9,58,43,464 equity shares	72.86%	72.86%
Mode of acquisition / sale (e.g. open market/ off-market/ public issue/ rights issue/ preferential allotment/ inter-se transfer, etc.)	Off-market sale by the President of India, acting through the Ministry of Shipping, Government of India to Nippon Life India Asset Management Limited (formerly Reliance Nippon Life Asset Management Limited), as the asset management company of the CPSE ETF mutual fund scheme.		
Date of acquisition / sale of shares/ VR, or date of receipt of intimation of allotment of shares, whichever is applicable	February 03, 2020		

Equity share capital/ total voting capital of the TC before the said acquisition/ sale	INR 131,54,03,900 (comprising 13,15,40,390 shares having a face value of INR 10 each)*
Equity share capital/ total voting capital of the TC after the said acquisition/ sale	INR 131,54,03,900 (comprising 13,15,40,390 shares having a face value of INR 10 each)*
Total diluted share/ voting capital of the TC after the said acquisition/ sale	INR 131,54,03,900 (comprising 13,15,40,390 shares having a face value of INR 10 each)*

** There is no change in the paid up share capital of the Target Company on account of sale of shares by the Promoter (i.e. the President of India acting through the Ministry of Shipping) to Nippon Life India Asset Management Limited (formerly Reliance Nippon Life Asset Management Limited), as the asset management company of the CPSE ETF mutual fund scheme.*

For and on Behalf of the President of India

Ministry of Shipping, Government of India


06/02/2020
Dasharath Prasad
Director (Shipping)

Date: February 06, 2020

Place: New Delhi
