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General information about company

Scrip code	533107
NSE Symbol	RNAVAL
MSEI Symbol	NOTLISTED
ISIN	INE542F01012
Name of the entity	RELIANCE NAVAL AND ENGINEERING LIMITED
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Yearly
Date of Report	31-03-2024
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Any other

Enter the quarter ended date only

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Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Add Notes

Whether the listed entity has a Regular Chairperson

Yes

Whether Chairperson is related to MD or CEO

No

Disqualification of Directors under section 164 of the Companies Act, 2013

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent directorship in listed entities including this listed entity (with reference to proviso to regulation 17A(1) & 17A(2))	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities (Refer Regulation 26(1) of Listing Regulations)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	Mr	Nikhil V. Merchant		00614790	Executive Director	Chairperson		06-07-1960	No				Active	NA	08-12-2023					3	0	0	0			
2	Mr	Parash V. Merchant		00660027	Non-Executive - Non Independent Director	Not Applicable		19-09-1963	No				Active	NA	08-12-2023					3	0	3	1			
3	Mr	Vivek P. Merchant		06389079	Non-Executive - Non Independent Director	Not Applicable		25-04-1993	No				Active	NA	08-12-2023					2	0	3	0			
4	Mr	Bhavik N. Merchant		06389064	Non-Executive - Non Independent Director	Not Applicable		04-07-1993	No				Active	NA	08-12-2023					1	0	0	0			
5	Mr	Arvind J. Morbale		10366188	Executive Director	Not Applicable		14-05-1961	No				Active	NA	14-12-2023					1	0	0	0			
6	Mr	Kalyoze Beji Billimoria		00021204	Non-Executive - Independent Director	Not Applicable		25-05-1955	No				Active	NA	14-12-2023	14-12-2023			3.17	1	1	1	1			
7	Mr	Ashishkumar Bairaga		00049591	Non-Executive - Independent Director	Not Applicable		10-02-1979	No				Active	NA	14-12-2023	14-12-2023			3.17	2	2	5	3			
8	Mr	Arun Sinha		00280485	Non-Executive - Independent Director	Not Applicable		17-01-1957	No				Active	NA	14-12-2023	14-12-2023			3.17	1	1	0	0			
9	Mr	Prabhakar Reddy Patil		00377406	Non-Executive - Independent Director	Not Applicable		03-02-1962	No				Active	NA	16-12-2023	16-12-2023			3.15	2	2	1	0			
10	Mrs	Maya Swaminathan Sinha		03056226	Non-Executive - Independent Director	Not Applicable		09-03-1959	No				Active	NA	14-12-2023	14-12-2023			3.17	5	5	8	3			

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Disclosure of notes on composition of committees explanatory

[Add Notes](#)

For this quarter kindly note the following points:

1. Date of Appointment and Date of Cessation (if applicable) must be mandatorily filled for every Committee.
2. Date of Appointment can be any day upto September 30, 2022.
3. Date of Cessation must be for the current quarter only, i.e. July 1,2022 to September 30,2022

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically**Audit Committee Details**

Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00021204	Kaiyoze Beji Billimoria	Non-Executive - Independent Director	Chairperson	30-12-2023		
2	00049591	Ashishkumar Bairagra	Non-Executive - Independent Director	Member	30-12-2023		
3	00660027	Paresh V. Merchant	Non-Executive - Non Independent Director	Member	30-12-2023		
4							
5							
6							
7							
8							
9							
10							

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically**Nomination and remuneration committee**

Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	03056226	Maya Swaminathan Sinha	Non-Executive - Independent Director	Chairperson	30-12-2023		
2	00021204	Kaiyoze Beji Billimoria	Non-Executive - Independent Director	Member	30-12-2023		
3	00660027	Paresh V. Merchant	Non-Executive - Non Independent Director	Member	30-12-2023		
4							
5							
6							
7							
8							
9							
10							

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00660027	Paresh V. Merchant	Non-Executive - Non Independent Director	Chairperson	30-12-2023		
2	06389079	Vivek P. Merchant	Non-Executive - Non Independent Director	Member	30-12-2023		
3	00377406	Prabhakar Reddy Patil	Non-Executive - Independent Director	Member	30-12-2023		
4							
5							
6							
7							
8							
9							
10							

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1							
2							
3							
4							
5							
6							
7							
8							
9							
10							

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1							
2							
3							

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Annexure 1

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory

[Add Notes](#)

Sr	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
	Add	Delete					
1	14-12-2023			Yes	4	4	0
2	13-02-2024	60		Yes	10	7	4

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* to be filled in only for the current quarter meetings

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Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory

[Add Notes](#)

Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	13-02-2024				Yes	3	3	2	0
2	Nomination and remuneration committee	13-02-2024				Yes	3	3	2	0

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* to be filled in only for the current quarter meetings

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Details of Cyber security incidence		
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	No	
Other details of cyber security incidence or breaches or loss of data event	Add Notes	
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the event

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Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	
Disclosure of notes on related party transactions			Add Notes
Disclosure of notes of material transaction with related party			Add Notes

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Annexure 1		
VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Add Notes

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Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	Vishant Shetty
2	Designation	Company Secretary and Compliance Officer

Annexure II

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	No	Refer Disclosure note to SR 29	
2	Terms and conditions of appointment of independent directors	No	Refer Disclosure note to SR 29	
3	Composition of various committees of board of directors	No	Refer Disclosure note to SR 29	
4	Code of conduct of board of directors and senior management personnel	No	Refer Disclosure note to SR 29	
5	Details of establishment of vigil mechanism/ Whistle Blower policy	No	Refer Disclosure note to SR 29	
6	Criteria of making payments to non-executive directors	No	Refer Disclosure note to SR 29	
7	Policy on dealing with related party transactions	No	Refer Disclosure note to SR 29	
8	Policy for determining 'material' subsidiaries	No	Refer Disclosure note to SR 29	
9	Details of familiarization programmes imparted to independent directors	No	Refer Disclosure note to SR 29	
10	Email address for grievance redressal and other relevant details	No	Refer Disclosure note to SR 29	
11	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	No	Refer Disclosure note to SR 29	
12	Financial results	No	Refer Disclosure note to SR 29	
13	Shareholding pattern	No	Refer Disclosure note to SR 29	
14	Details of agreements entered into with the media companies and/or their associates	No	Refer Disclosure note to SR 29	
15.1	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	No	Refer Disclosure note to SR 29	
15.2	Audio or video recordings and transcripts of post earnings/quarterly calls	No	Refer Disclosure note to SR 29	
16	New name and the old name of the listed entity	No	Refer Disclosure note to SR 29	
17	Advertisements as per regulation 47 (1)	No	Refer Disclosure note to SR 29	
18	Credit rating or revision in credit rating obtained	No	Refer Disclosure note to SR 29	
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	No	Refer Disclosure note to SR 29	
20	Secretarial Compliance Report	No	Refer Disclosure note to SR 29	
21	Materiality Policy as per Regulation 30 (4)	No	Refer Disclosure note to SR 29	
22	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	No	Refer Disclosure note to SR 29	
23	Disclosures under regulation 30(8)	No	Refer Disclosure note to SR 29	
24	Statements of deviation(s) or variations(s) as specified in regulation 32	No	Refer Disclosure note to SR 29	
25	Dividend Distribution policy as per Regulation 43A(1)	No	Refer Disclosure note to SR 29	
26	Annual return as provided under section 92 of the Companies Act, 2013	No	Refer Disclosure note to SR 29	
27	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	No	Refer Disclosure note to SR 29	
28	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	No	Refer Disclosure note to SR 29	
29	Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]		Add Notes	

Annexure II

II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	NA	
2	Board composition	17(1), 17(1A) & 17(1C), 17(1D) & 17(1E)	NA	
3	Meeting of Board of directors	17(2)	NA	
4	Quorum of Board meeting	17(2A)	NA	
5	Review of Compliance Reports	17(3)	NA	
6	Plans for orderly succession for appointments	17(4)	NA	
7	Code of Conduct	17(5)	NA	
8	Fees/compensation	17(6)	NA	
9	Minimum Information	17(7)	NA	
10	Compliance Certificate	17(8)	NA	
11	Risk Assessment & Management	17(9)	NA	
12	Performance Evaluation of Independent Directors	17(10)	NA	
13	Recommendation of Board	17(11)	NA	
14	Maximum number of Directorships	17A	NA	
15	Composition of Audit Committee	18(1)	NA	
16	Meeting of Audit Committee	18(2)	NA	
17	Role of Audit Committee and information to be reviewed by the audit committee	18(3)	NA	
18	Composition of nomination & remuneration committee	19(1) & (2)	NA	
19	Quorum of Nomination and Remuneration Committee meeting	19(2A)	NA	
20	Meeting of Nomination and Remuneration Committee	19(3A)	NA	
21	Role of Nomination and Remuneration Committee	19(4)	NA	
22	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	NA	
23	Meeting of Stakeholders Relationship Committee	20(3A)	NA	
24	Role of Stakeholders Relationship Committee	20(4)	NA	
25	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
26	Meeting of Risk Management Committee	21(3A)	NA	
27	Quorum of Risk Management Committee meeting	21(3B)	NA	
28	Gap between the meetings of the Risk Management Committee	21(3C)	NA	
29	Vigil Mechanism	22	NA	
30	Policy for related party Transaction	23(1), (1A), (5), (6), & (8)	NA	
31	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	NA	
32	Approval for material related party transactions	23(4)	NA	
33	Disclosure of related party transactions on consolidated basis	23(9)	NA	
34	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
35	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA	
36	Alternate Director to Independent Director	25(1)	NA	
37	Maximum Tenure	25(2)	NA	
38	Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	NA	
39	Meeting of independent directors	25(3) & (4)	NA	
40	Familiarization of independent directors	25(7)	NA	
41	Declaration from Independent Director	25(8) & (9)	NA	

42	Directors and Officers insurance	25(10)	NA	
43	Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	NA	
44	Memberships in Committees	26(1)	NA	
45	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	NA	
46	Disclosure of Shareholding by Non-Executive Directors	26(4)	NA	
47	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	NA	
48	Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity	26(6)	NA	
49	Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2)	NA	
Any other information to be provided				Add Notes

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Annexure II	
1	Name of signatory Vishant Shetty
2	Designation Company Secretary and Compliance Officer

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Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	NA
Any other information to be provided		Add Notes

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1	Name of signatory	Vishant Shetty
2	Designation	Company Secretary and Compliance Officer

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Additional Half yearly Disclosure			
Applicability of disclosure	Applicable		
Reason for Non Applicability	Add Notes		
I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below The Figure should be mentioned in Actual INR only			
(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	0.00	0.00	
Promoter Group or any other entity controlled by them	0.00	0.00	
Directors (including relatives) or any other entity controlled by them	0.00	0.00	
KMPs or any other entity controlled by them	0.00	0.00	
(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Promoter or any other entity controlled by them	0	0.00	0.00
Promoter Group or any other entity controlled by them	0	0.00	0.00
Directors (including relatives) or any other entity controlled by them	0	0.00	0.00
KMPs or any other entity controlled by them	0	0.00	0.00
(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by			
Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	0	0.00	0.00
Promoter Group or any other entity controlled by them	0	0.00	0.00
Directors (including relatives) or any other entity controlled by them	0	0.00	0.00
KMPs or any other entity controlled by them	0	0.00	0.00
(D) Additional Information			Add Notes
II. Affirmations			
Affirmations		Compliance Status	Company Remarks
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s),		Yes	Add Notes
Name	Rishi Chopra		
Designation	CFO		
Place	Mumbai		
Date	18-04-2024		

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Signatory Details	
Name of signatory	Vishant Shetty
Designation of person	Company Secretary and Compliance Officer
Place	Mumbai
Date	18-04-2024

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